

Hazardous Materials Impact Report

I. Introduction

Cuberg is battery technology company headquartered at 2020 Williams Street in San Leandro. Cuberg is part of Northvolt, a European based global supplier of sustainable, high-quality battery cells and systems. Northvolt's mission is to deliver batteries with an 80% lower carbon footprint compared to those made using coal energy. Together, Northvolt and Cuberg have a team of over 3,000 individuals from over 100 nationalities working to accelerate the transition to a decarbonized future.

Cuberg's facility at 2020 Williams Street serves at Northvolt's Advanced Technology Center focused on the research, development and commercialization of lithium-ion and lithium metal battery technology. Specifically, Cuberg designs lithium metal batteries for use in electric vehicles and other products where high performance and improved safety standards are required.

The primary hazardous material used by Cuberg is lithium metal. Lithium metal is a flammable solid and water reactive class 2 solid. Its use within Cuberg's battery research and development is the primary focus of this Hazardous Materials Impact Report. Currently, the quantity of flammable solids and water reactive 2 solids stored or in-use within Building E is limited by the company to a maximum of 30 pounds in total across 4 control areas in Building E. These hazmat quantities are below the permit quantities listed in Section 105 of the 2019 California Fire Code (100 pounds for flammable solids and 50 pounds for water reactive class 2 solids) and below Maximum Allowable Quantities (MAQ's) in Table 307.1 in the 2019 California Building Code (500 pounds per control area / 2,000 pounds total for both flammable solids and water reactive 2 solids when stored in approved containers and with the building fully sprinklered).

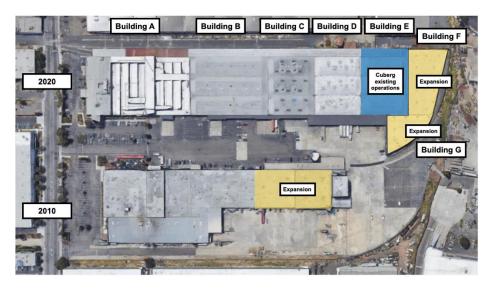
Expansion Plans

Cuberg is working towards expanding its onsite operations and this expansion will increase the quantity of hazardous materials onsite. Throughout this phased expansion, operational plans and tenant improvement buildouts will be designed to maintain the quantity of hazardous materials below the 2019 California Building Code MAQs for each control area. While the quantities will be consistent within permittable amounts under California Building Code, they are anticipated to exceed the permit quantities specified in Section 105 of the California Fire Code and thus require a Conditional Use Permit from the City of San Leandro.

Cuberg intends to expand into 2020 Williams Building F for increased R&D operations as well as expand into the adjacent Building G for increased office space. Section II will provide more detail on the engineering/administrative controls put in place to protect against the hazards within the R&D operations.

Cuberg is also evaluating the feasibility of establishing a commercial battery manufacturing facility to expand the production of their lithium metal battery technology at 2010 Williams St. Unit 200.





Each potential building expansion (Building F, Building G, and 2010 Williams St.) will involve separate building permits. Section III will provide more tentative details on the engineering/administrative controls put in place to protect against the hazards within the manufacturing operations.

The standard hours when the facility will be occupied will be from 7 AM to 7 PM, Monday through Friday. As Cuberg expands, there is a possibility Cuberg will expand operational hours. Cuberg will ensure all staff are properly trained on how to respond in an emergency, especially during off hours. Cuberg currently employs 80 people and is planning to grow the team up to 140 employees later this year, well below the total Building E occupant load of 293.

II. R&D Expansion

Hazardous Materials Shipping, Receiving and Storage

Cuberg receives raw materials and ships outbound daily. Shipments currently consist of laboratory scale quantities. As Cuberg expands, Cuberg may receive some raw materials in gallon containers or drums. Hazardous materials containers will be inspected prior to accepting the shipment to ensure they are undamaged and not leaking. Cuberg will immediately transfer hazardous materials containers to the appropriate indoor storage area and will not let hazardous materials remain outdoors where there is the potential for a leak to affect the surrounding environment. Cuberg will have appropriate spill control materials for the hazardous materials they purchase, and employees will be trained in spill response protocols.

All flammable materials will be stored in approved flammable cabinets located in the labs, gloveboxes, and dry room. All liquids will be stored in secondary containment in the labs. All other hazardous materials will be stored and used in small quantities for R&D activities in the labs.

The lithium metal foil will arrive via truck in two different formats:

• 0.5 lbs. rolls shipped in stainless steel cans and later stored in flammable cabinets. The rolls are used to assemble battery cells in the dry room or gloveboxes.



• Assembled dry cell (battery cell with no electrolyte) containing less than 0.3 oz of lithium metal, later stored in flammable cabinets.

Cuberg operates with a just-in-time ordering and inventory delivery system to prevent purchase and storage of more hazardous material onsite than necessary. Even as Cuberg expands, the operations will run lean and limit the amount of hazardous materials onsite. Below is a table for the tentative hazmat quantities for Building E after a CUP is granted.

					Hazmat Type							
Building	Control Area	Area/Process	Group	FL solid (lbs)	WR 2 (lbs)			Combustible dust (lbs)		i .	Cryogenic Inert (gal)	Corrosives (lbs)
Building E		R&D labs	В	90	90	30			90	· · ·	70	
Building E	2	Test Rooms	В	70	70	0	0	0	0	0	0	70
Building E	3	Formation	В	110	110	0	0	50	50	0	0	110
Building E	4	Hazmat/Machine Shop	В	70	70	50	100	25	175	0	0	70

Because Building E is fully sprinklered and the material is stored in approved storage cabinets, safety cans, or exhausted enclosures; the hazmat quantities requested within each control area are still below MAQs of Table 307.1 in the California Building Code (CBC). A few other points to note. There is no MAQ for combustible dust, and combustible dust will be handled in small quantities with safety measures consistent with 2019 CFC Chapter 22 and NFPA Standards 69 and 654 to mitigate all safety risks associated with combustible dust. Also, the total amount of lithium in "Use-Open" condition will not exceed the MAQs.

Below is a table for the tentative hazmat quantities for Building F after a CUP is granted.

					Hazmat Type								
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	Control			FL solid	WR 2	FL IB	CL IIIB	Combustible	Toxic	Inert Gas	Cryogenic	Corrosives	
Building	Area	Area/Process	Group	(lbs)	(lbs)	(gal)	(gal)	dust (lbs)	(lbs)	(ft^3)	Inert (gal)	(lbs)	
		Maintenance &											
Building F	1	Module Workshop	В	70	70	0	0	0	0	0	0	70	
Building F	2	Formation 2	В	80	80	0	0	0	0	0	0	80	
Building F	3	Test Rooms 2	В	100	100	0	0	0	0	0	0	100	
Building F	4	R&D labs	В	150	150	100	200	0	300	9000	70	150	

Because Building F is fully sprinklered and the material is stored in approved storage cabinets, safety cans, or exhausted enclosures; the hazmat quantities requested within each control area are still below MAQs of Table 307.1 in the California Building Code (CBC). A few other points to note. There is no MAQ for combustible dust, and combustible dust will be handled in small quantities with safety measures consistent with 2019 CFC Chapter 22 and NFPA Standards 69 and 654 to mitigate all safety risks associated with combustible dust. Also, the total amount of lithium in "Use-Open" condition will not exceed the MAQs.



Operations

The main operations at Building E and F 2020 Williams St. are (1) research and development on nextgeneration lithium metal battery cells; (2) low-rate initial production (LRIP) of Cuberg's lithium metal battery product for customers evaluation. As Cuberg expands in the future, Cuberg will increase its production and produce more lithium metal batteries for key customers as they push to certify their product on the market. Operations include lab work supporting improved cell performance, forming the cells, testing the cells, including cycling and failure testing, and a machine shop for manufacturing small fixtures.

a. Chemical Handling –

The primary hazard introduced by the raw materials is the possible creation of a localized flammable condition in the workplace. Lithium metal can generate hydrogen gas when it contacts moisture. To protect against this during normal operations, Cuberg has installed (1) a dry room (Room #105) hosting the LRIP pilot line; (2) several inert atmosphere gloveboxes (Room #112) hosting R&D activities, will install (3) a larger dry room to hold another LRIP pilot line in Building F, and will install (4) another room for gloveboxes in Building F. Handling of raw lithium metal will only occur in these areas. The dry rooms will maintain humidity below 0.5 % (dew point below – 49 F). Built in sensors will monitor the humidity and alert operators if the humidity goes over 1 % (dew point below – 35 F). These sensors send out a local visual and audible alarm and can be monitored remotely. The dry room is equipped with a fire suppression system. When lithium needs to be transferred from the dry room to another location, it will be transported in vacuum sealed containers to prevent exposure to moisture. Outside of the dry room, raw lithium will only be handled inside a glove box with controlled humidity below 0.1 % (dew point below – 75 F). High purity argon gas is used to create an inert atmosphere inside the glovebox. Approved flammable cabinets will be installed in the dry room, the glovebox area, the lab area, as well as the hazmat area (Room #101), to provide storage capabilities for inbound lithium metal shipments. Shipments will be stored in their original packaging, as received from the supplier until they are opened for use. If a lithium fire does occur, Class D (LITH-X) fire extinguishers will be available and emergency response employees will be trained in their proper use.

There is a possibility Cuberg may use precision rolling and thickness reduction of lithium metal to secure the supply chain for this raw material. However, this rolling process will take the same inbound shipment of lithium foil and vary the final thickness of the foil before use in production. This process will not produce any dust or require any grinding, melting, extruding, or any other manufacturing process. This process will not introduce any new solvents or chemicals to the existing battery cell manufacturing process. No more than 2 rolls (1 pound) will be opened at any time in the dry room. For higher throughput production in the larger dry room, there may be more than a few pounds of lithium rolls opened at one time.

In addition to the standard OSHA training requirements, Cuberg employees undergo training for Battery Safety, Lithium Metal safety, chemical specific safety training, fire extinguisher training, and evacuation drills.

All other hazardous materials will be stored and used in small quantities for research and development in the laboratory. Cuberg will not use any toxic or corrosive gases. Experiments will be small scale and performed in fume hoods and gloveboxes. The fume hoods are equipped with local alarms that will alert if the fume hood sash is open and needs to be closed. This will reduce the risk of vapors/fumes entering 6/14/2022



the lab space. The gloveboxes are equipped with local alarms that will alert if the oxygen or moisture content inside the glovebox atmosphere is higher than the allowable amount. These alarms will also be remotely monitored. There are no processes which are likely to create nuisance odors which could impact adjacent tenants or neighboring buildings.

Cuberg will routinely audit the policies and working conditions/areas in the dry room, lab room, and glovebox room to ensure safe operations and proper storage of hazardous materials.

Cuberg will handle argon gas cylinders and will potentially handle cryogenic argon dewars. This will be done in the glovebox room. There are multiple oxygen sensors that will detect if an oxygen deficient atmosphere is present inside of the room. These sensors tie into audible and visual strobe towers that will alert operators in the room. The operators will be trained on how to evacuate and respond in this situation.

Cuberg does not conduct operations that involve large amounts of liquids. For small spills, Cuberg has several spill kits available on site that include adsorbent materials (pads and dry granular adsorbent), drain covers that prevent materials from discharging into the wastewater system, neutralizing materials for acids and bases, personal protective equipment, and clean up equipment. Our general laboratory safety training, mandatory for all lab users, includes spill procedures.

Cuberg's prototyping operations are dry only and do not generate wastewater streams. No process wastes are discharged to sewer (lavatory only). All liquid waste, as well as lithium scrap disposal, is transported offsite by a licensed hazardous waste contractor. At the City of San Leandro's request and to monitor Cuberg's compliance with wastewater discharge regulations, Cuberg has installed two wastewater sampling ports located on the sewer line indoors, thus providing accessible and secure monitoring facilities where all Cuberg waste streams combine.

b. Finished Cell Storage and Handling -

Batteries will primarily be stored as individual cells with very few combined into multi-cell packs. Individual cells pose a much lower threat of thermal runaway than cells combined into packs. In addition, Cuberg's battery design, with a nonflammable electrolyte, has a higher temperature threshold before thermal runaway is expected to occur. Cuberg will refine their product and provide different cell types to different customers depending on the customer application. However, each cell type shall hold a capacity of less than 12 AA batteries.

Prior to shipping to customers or internal testing, new individual cells will be stored in metal ammo cans, inside of flammable cabinets. Or they will be stored in DOT rated steel drums inside of flammable cabinets. The newly assembled cells are stored at a state of charge below 30%, thus limiting the energy contained in each cell.

The cells in storage will be located inside the Test and Form rooms, or in outdoor containers, which are separate control areas from the dry room and R&D laboratory. This provides a layer of fire rated separation between the majority of batteries stored on site and the operations which involve other flammable materials.

c. Cell Testing and Formation –

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Battery cycling is the only operation that will run unattended by technicians, but continuously monitored by smoke and temperature alarms/monitors. All the battery cycling activities currently take place in designated control areas (Test – Control Area 2, Form – Control Area 3, and outdoor containers) thus providing ample fire separation. As Cuberg expands, there shall be more designated control areas dedicated just for battery cycling. Each testing and formation area is equipped with remote monitoring equipment. We anticipate the maximum number of individual cells that will be tested at any given time is 5,000. Test stations have built in monitoring connected to Cuberg's main data pipeline, remote capabilities, and automatic shut down if cells exhibit behavior outside the expected range. Cuberg has a dedicated Test team comprising four members currently with plans to grow to 12 just by the end of 2022, who perform a daily assessment of the cells currently on test. During testing, cells are individually housed in a steel box lined with ceramic tile, inside a steel cabinet with no flammable materials to prevent propagation in case of failure. Each cabinet is equipped with a nest alarm, temperature alarm and a mounted Fireboy-Xintex dry suppression system. Each of these test rooms will be fit with thermal IR cameras that will be able to detect early if there is a potential for cell overheating. These thermal IR cameras will be able to send alerts to key personnel to monitor and mitigate the risks of the situation. These engineering controls have been designed to ensure that potentially risky cells are caught early and disposed of promptly.

d. Hazardous Waste -

Cuberg currently has a contract with Veolia, a licensed hazardous waste contractor, to transport and dispose of all hazardous waste generated at the site. Cuberg has a recurring waste pick up every 2 weeks, but there is a potential for this waste pick up frequency to increase to once or twice a week. Based on current operations, the waste streams will remain below the maximum threshold for a small quantity generator, even with increased production and potential expansion in Building F. Liquid hazardous waste will be stored with secondary containment in the hazmat area (Room #101)- Waste lithium metal and batteries will be stored in oil and handled with the same precautions as the non-waste materials to prevent accidental damage or exposure to hazards. Most of the waste will be stored in flammable cabinets in the hazmat area Room (#101), which is a dedicated control area. As Cuberg expands in Building F, there may be an hazmat outdoor area to store larger quantities of hazardous materials. The hazmat within this outdoor area will not exceed MAQs of Table 307.1 in the California Building Code (CBC). All hazmat risks shall be managed appropriately.

e. Machine Shop –

The machine shop includes standard shop tools such as a drill, bandsaw, small lathe, sander, and a welder. Cuberg will be manufacturing small fixtures from plastic (polypropylene and ABS filament for 3D printing) and metals (aluminum and steel). All tools will be equipped with proper safety features, including safety shields and guards. All operators of the shop equipment will be trained in proper housekeeping to limit the amount of scrap shavings that collect around the tools. All operators will also wear the appropriate PPE and follow documented procedures when working in the machine shop. Cuberg will implement a hot work program to prevent ignition sources resulting from use of grinders, saws, and welders. Cuberg will also implement routine audits to ensure the working conditions of the machine shop are safe and not at risk. Cuberg will limit storage of plastic materials to an acceptable level to be protected by the existing fire sprinkler system and will not store in quantities that would invoke the requirements of high-piled combustible storage.

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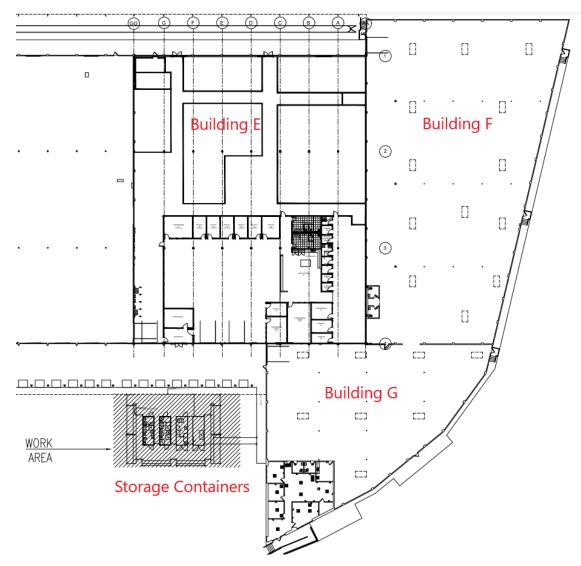


None of the machine shop operations are expected to create noise levels which will have an impact on adjacent tenants or nearby buildings.

f. Exterior storage containers -

There will be four storage containers located in front of the building, away from the building but easily accessible (see fig. 16). These containers are currently undergoing the building permit process (B22-0947). Two containers are used for battery cycling testing as described in section C and two containers are used for battery failure testing.

These failure tests may result in a small, quick fire. However, Cuberg has designed the testing system to protect its employees and neighbors from any potential consequences such as fire, inhalation of vapors, etc. Battery failure tests will only be run in the facility during the day. Employee training for performing these types of tests will include proper emergency response procedures for the results based on the type of failure being tested.



(Site map of Building E, Building F, Building G, and storage containers)

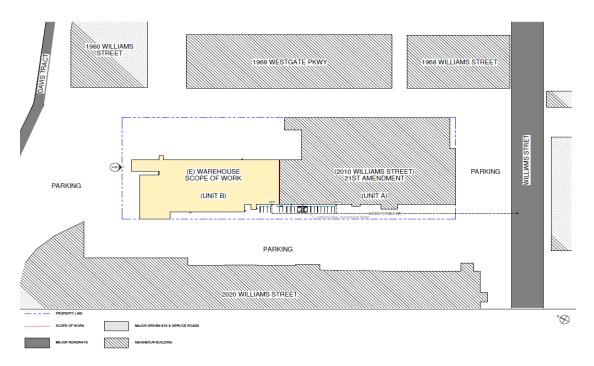


III. Manufacturing Expansion

Cuberg is evaluating the feasibility of establishing a commercial battery manufacturing facility to scale up the production of their lithium metal battery technology. The factory would be commissioned in 2024 and the expected output would reach an annual battery production of 200 MWh (~2.7 M batteries / year) in 2027. Cuberg is tentatively proposing to build out its manufacturing facility in Unit B of the existing building located at 2010 Williams Street, across the street from their existing facility. Unit B totals 74,026 SF, of which 16,678 SF is on the second floor. The full building is 197,222 SF, including Unit A that is currently occupied by the 21st Amendment brewery. The site map is shown below.

Cuberg plans to design the facility to include four control areas and to operate below the Maximum Allowable Quantities (MAQs) listed in Table 307.1 in the California Building Code (CBC). Furthermore, Cuberg will ensure the facility has sufficient fire separation from Unit A. In addition to appropriate fire separation, the building is equipped with an automatic fire sprinkler system, and Cuberg plans to install approved storage cabinets as necessary for safe storage/handling of hazardous materials. Overall, Cuberg plans to manage hazardous materials quantities under the applicable MAQs per control area, in full compliance with the CFC and CBC.

Cuberg intends to operate the facility from 7 AM to 7 PM, Monday through Friday but may extend the hours if needed to reach the production output targets. Cuberg will ensure all staff are properly trained on how to respond in an emergency, especially during off hours. Cuberg may employ several hundred more operators, technicians, engineers to support the manufacturing line by 2027. The total number of employees will remain below the building occupant load. There shall be enough parking spaces, bathrooms, amenities, etc. per relevant local codes.







Hazardous Materials Shipping, Receiving and Storage

Cuberg will receive raw materials shipments and send outbound shipments daily at the facility. Inbound shipments will consist of raw battery materials, and some may be delivered in totes or drums. Hazardous materials containers will be inspected prior to accepting the shipment to ensure they are undamaged and not leaking. Cuberg will immediately transfer hazardous materials containers to the appropriate indoor location or outdoor chemical storage building that may be located on the east side of the facility. Cuberg will have appropriate spill control materials for the hazardous materials they purchase, and employees will be trained in spill response protocols.

Cuberg plans to develop a shipping/receiving and inventory management system that will automate and streamline the inbound/outbound logistics and maintain an accurate inventory from raw materials to finished goods, thus preventing purchase and storage of more hazardous material onsite than necessary.

					Hazmat Type							
Building	Control Area	Area/Process	Group	FL solid (lbs)			CL IIIB (gal)	Combustible dust (lbs)		Inert Gas (ft^3)	, 0	Corrosives (lbs)
		Cathode, anode, electrolyte brewing,										
2010 Williams st.	1	cell assembly	F	60	60	20	150	340	600	3000	140	60
2010 Williams st.	2	Electrolyte filling	F	170	170	20	0	0	20	3000	0	170
2010 Williams st.	3	Formation/Degas	F	155	155	0	0	0	0	3000	0	155
2010 Williams st.	4	Conditioning/degas	F	120	120	0	0	0	0	3000	0	120

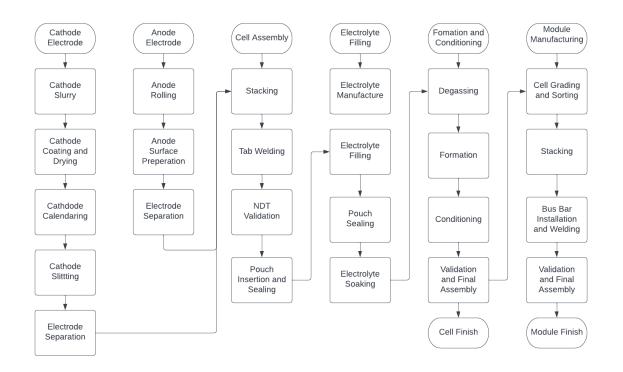
Below is a table for the tentative hazmat quantities for 2010 Williams St. after a CUP is granted.

Because 2010 Williams St. is fully sprinklered and the material is stored in approved storage cabinets, safety cans, or exhausted enclosures; the hazmat quantities requested within each control area are still below MAQs of Table 307.1 in the California Building Code (CBC). A few other points to note. There is no MAQ for combustible dust, and combustible dust will be handled in small quantities with safety measures consistent with 2019 CFC Chapter 22 and NFPA Standards 69 and 654 to mitigate all safety risks associated with combustible dust. Also, the total amount of lithium in "Use-Open" condition will not exceed the MAQs.

Operations

The main operation at Unit B 2010 Williams St. facility will be commercial scale manufacturing of Cuberg's lithium metal battery product. The facility will span shipping and receiving raw materials, which will be used throughout six key processes: anode electrode coating, cathode electrode coating, cell assembly, electrolyte filling, formation and aging, and lastly module manufacturing. The chart below shows the process map, including sub-steps. Note that Step 1 to 4 are carried out in a dry room environment with less than 0.5% humidity.





(Cuberg's manufacturing process steps)

Step 1: Cathode Electrode - The cathode slurry, a mixture of active materials and solvent, is coated onto a metal foil, dried and calendered to the desired thickness. The cathode electrode roll is then slit to size for the cell assembly. Proper abatement techniques will be used to recover the solvent from the process.

Step 2: Anode Electrode - Cuberg will procure commercially available lithium foil sheets and cut them to size. Cuberg may roll their own lithium metal foil to the desired thickness (30-50 microns), starting from a thicker sheet (150+ microns). This process will not produce any dust, require any grinding or melting, and will not introduce new solvents or chemicals to the existing battery cell manufacturing process. This step will be carried out in a dry room environment with less than 0.5% humidity, to ensure moisture does not come in contact with the lithium metal.

Step 3: Cell Assembly - The next step in the manufacturing process is to assemble the dry cell, which is then filled with electrolyte, and formed. To assemble the dry cell, the cathode and anode pieces are fed into a stacking table with alternating layers. During cell stacking, components undergo visual inspection and quality assurance, as well as any necessary alignment corrections. Once stacked, the tabs are welded onto the dry cell. Finally, the cell undergoes nondestructive testing (NDT) which detects any displacement of the cathode or anode sheets from the nominal position. Once validated that the sheets are aligned to specifications, the now constructed jelly roll is inserted into a pouch and sealed on three sides. This step will be carried out in a dry room environment with less than 0.5% humidity, to ensure moisture does not come in contact with the lithium metal.

Step 4: Electrolyte Filling - Salts and solvents received from suppliers are dried and mixed to prepare the electrolyte. The solution is then filled into each dry cell and the filled pouch cell undergoes visual quality

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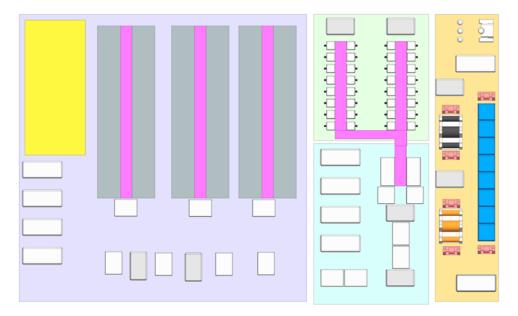


control inspections. Once the pouches are filled and sealed, the electrolyte is left to soak for a predetermined period of time.

Step 5: Formation and Conditioning - The cell undergoes a proprietary electrochemical formation protocol based on charge and discharge steps at various rates. The cell undergoes final inspection to ensure that the correct manufacturing data has been collected throughout the process. Finally, the cell is barcoded for traceability and cell genealogy reporting requirements and branded with the Cuberg logo.

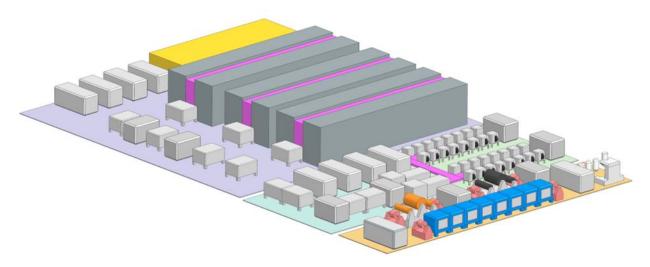
Step 6: Module Manufacturing - Individual Cuberg cells are engineered into a multicell structure. The first step in the assembly of the multicell structure is cell grading whereby all input cells are tested to ensure that they have matching output. Once cell performance is verified, the input cells are stacked and compressed into a mechanically fastened framework. After installing the bus bars and plastic shell, the module will be packaged and shipped to customers.

The two diagrams below show the proposed initial layout of the manufacturing facility floor (60, 000 sq. ft.). Notably, the 3D view more readily shows the anode and cathode equipment and process (yellow floor) and the formation crane and machines (purple background). The administrative areas (17,000 sq. ft.), not shown on this diagram, will be located in the mezzanine above the manufacturing floor. Furthermore, this facility will be built adjacent to Cuberg's existing office space at 2020 Williams St., thus providing additional space for administrative personnel.



(Bird's Eye Factory Layout)





(3D Factory Layout)

Cuberg is working on mapping out the processes and materials workflows within the facility. In addition, Cuberg is working on a HMIS for the manufacturing operations based on anticipated production output, equipment design, logistics/inventory management and additional safety mitigation strategies. This information will be compiled and provided to the City of San Leandro Officials for review. The timeline for the submission of this pre-package is Q3 2022.

IV. Conclusion

To summarize, this Hazardous Materials Impact Report (HMIR) highlights the numerous engineering and administrative controls put in place to ensure that any storage, handling, or processing of hazardous substances on site will not substantially and adversely affect properties in the vicinity.

The HMIR highlights the various engineering and administrative controls put in place for Cuberg's R&D expansion (Section II) and manufacturing expansion (Section III). Cuberg hopes to have addressed any potential concern and is happy to provide further information, as needed.



V. Photographs of the project site:



Figure 1 - Entrance to Cuberg (2020 Williams St. Building E San Leandro, CA 94577)



Figure 2 - Shipping and Receiving looking from the entrance





Figure 3 - Shipping and Receiving looking towards entrance



Figure 4 - Dry room exterior



Figure 5 - Dry room exterior with duct work showing





Figure 6 - A hallway with PPE, first aid kit, and fire extinguisher

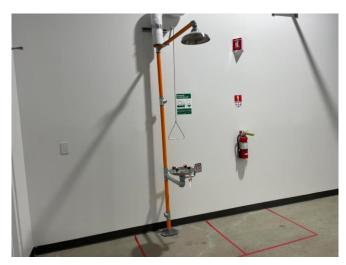


Figure 7 - Emergency safety shower, emergency eye wash, and fire extinguisher



Figure 8 - Glovebox room





Figure 9 - Lab room



Figure 10 - Lab room from outside

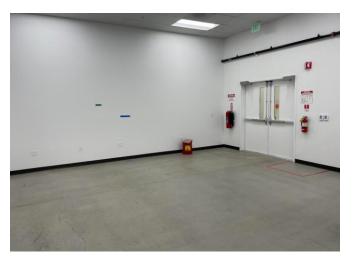


Figure 11 - Formation room (control area 3)



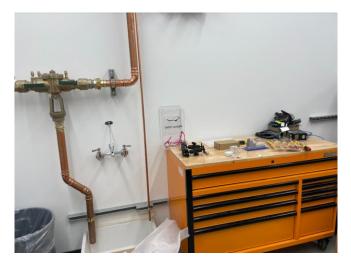


Figure 12 - Machine shop room with PPE



Figure 13 - Equipment located outside to the back of Building E



Figure 14 -Building F for R&D Expansion



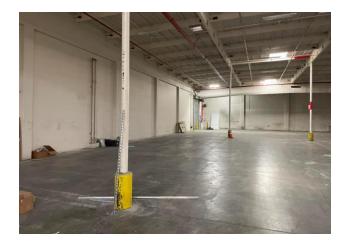


Figure 15 – Building F for R&D Expansion