



Environmental Protection Agency
An Ghníomhaireacht um Chaomhnú Comhshaoil

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Mr Chris Bell.
Director.
Greenstar Holdings Limited & KTK Landfill Limited.
Unit 6,
Ballyogan Business Park,
Ballyogan Road,
Sandyford,
Dublin 18.

27/8/2013

Re: Applications to transfer Licences from Greenstar Holdings Limited & KTK Landfill Limited - to - AGB Landfill Holdings Ltd.

Dear Mr Bell.

I refer to your applications to the Agency for the transfer of licences with Register Numbers:

W0081-01 - Licence currently held by KTK Landfill Limited.
W0165-02 - Licence currently held by Greenstar Holdings Limited.
W0146-02 - Licence currently held by Greenstar Holdings Limited.

which applications were received by the Agency with appropriate fees paid, on 9th August 2013.

On 13th August at a meeting of the Board of the Agency, the Board considered the details of a financial provision proposal made in relation to the transfer of Greenstar Holdings Limited & KTK Landfill Limited landfills to AGB Landfill Holdings Ltd. The Board of the Agency decided that the proposed particulars and financial provision would not be sufficient to satisfy it for the purposes of Section 53 of the Waste Management Act in the context of an application or applications for the transfer of the Licences (Licence Register Numbers: W0081-01, W0165-02 and W0146-02) of the Greenstar Group Landfills.

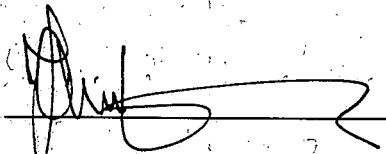
The Directors further noted that this decision does not preclude AGB Landfill Holdings Limited from making such further proposals as it may consider appropriate to satisfy the Agency that it will be in a position to meet the financial commitments or liabilities set out in the approved Closure Remediation and After Care Management Plan (CRAMP) and Environmental Liabilities Risk Assessment, for the relevant landfill activities. Please clarify what your intention is, given the position now taken by the Board of the Agency on the financial provisions outlined above, with respect to these three landfill licence transfer applications.



I attach herewith a copy of an extract from the minutes of the Board meeting of 13th August, for your reference.

The Agency will continue to assess the applications to transfer licences for the non-landfill activities, as requested, unless it receives an indication from you that you do not wish for the Agency to so proceed. In this regard I would be grateful to you for confirmation by return that the Agency should indeed proceed with the further assessment of those licence transfer applications.

Yours sincerely

A handwritten signature in black ink, appearing to read 'Frank Clinton', written over a horizontal line.

Frank Clinton

Programme Manager, Environmental Licensing Programme
EPA

c.c. Ms Anna McGrath, Eversheds, One Earlsfort Centre, Earlsfort Terrace, Dublin 2.

*Extract from the Minutes of the 744th Licensing Meeting of the Environmental Protection Agency, held on 13 August 2013
at EPA Headquarters, Johnstown Castle Estate, Co Wexford.*

(v) *Proposed Financial Provision for Greenstar Group Transfers*

The Directors considered a Memorandum from the Office of Environmental Enforcement specifying the details of a financial provision proposal made in relation to the transfer of Greenstar Group Landfills to subsidiary companies of the AGB Group and documentation submitted by AGB Landfill Holdings Limited (AGB). The memo outlined the proposed Greenstar Group transfer transactions and the basis for the financial provision. Jim Moriarty gave a verbal presentation. The Directors noted the proposed company structure for the landfills and the legal requirements and obligations regarding the transfer of Waste Licences. The Directors paid particular attention to the predicted landfill gate revenues, property valuation structure and the revenue from landfill gas and decided that the financial provision proposed relies disproportionately upon uncertain future property values and landfill gate revenues. Having considered all the information before it, and having regard to the fact that a transferee is deemed to have assumed and accepted all liabilities, requirements and obligations provided for in or arising under a licence, regardless of how and in respect of what period, including a period prior to the transfer of the licence, that may arise, the Directors decided that AGB has not demonstrated that it is likely to be in a position to meet the financial commitments or liabilities that the Agency reasonably considers would be entered into or incurred by AGB in carrying on the activities to which the licences relate or will relate, and that the financial provision offered would not be adequate to discharge those commitments or liabilities. Accordingly, the Agency has decided that the proposed particulars and financial provision would not be sufficient to satisfy it for the purposes of Section 53 of the Waste Management Act in the context of an application for transfer of the Licences of the Greenstar Group Landfills. The Directors further noted that this decision does not preclude AGB from making such further proposals as it may consider appropriate to satisfy the Agency that it will be in a position to meet the financial commitments or liabilities set out in the approved Closure Remediation and After Care Management Plan (CRAMP) and Environmental Liabilities Risk Assessment.

