



Environmental Protection Agency
An Ghníomhaireacht um Chaoinhú Comhshóil

The Secretary
Starrus Eco Holdings Limited
Unit 6, Ballyogan Business Park
Ballyogan Road
Sandyford
Dublin 18

Headquarters, PO Box 3000
Johnstown Castle Estate
County Wexford, Ireland

Ceanncheathrú, Bosca Poist 3000
Eastát Chaisleán Bhaile Sheáin
Contae Loch Garman, Éire

T: +353 53 9160600
F: +353 53 9160699
E: info@epa.ie
W: www.epa.ie

LoCall: 1890 33 55 99

Dated: 4/03/14

Re: Transfer of Licenses

Reg No	Licensee	Facility Address
W0053-03	Greenstar Limited	Bray Depot, Fassaroe, Bray, County Wicklow
W0058-01	Greenstar Limited	Deepwater Quay, Sligo, County Sligo
W0079-01	Greenstar Limited	Unit 41, Cookstown Industrial Estate, Tallaght, Dublin 24
W0082-02	Greenstar Environmental Services Limited	Ballykeefe Townland, Waste Management Section, Dock Road, Limerick, County Limerick
W0116-02	Greenstar Limited	Six Cross Roads, Carriganard, Butlerstown, County Waterford
W0136-02	Greenstar Limited	Sarsfieldcourt Industrial Estate, Sarsfieldcourt, Glanmire, County Cork
W0173-01	Greenstar Environmental Services Limited	Forge Hill, Kinsale Road, County Cork
W0177-03	Greenstar Limited	Carriganard, Six Cross Roads Business Park, Waterford City
W0183-01	Greenstar Limited	Millennium Business Park, Grange, Ballycoolin, Dublin 11
W0188-01	Greenstar Limited	Site 14B, Phase 3, Road 3A, Greenogue Industrial Estate, Rathcoole, County Dublin
W0220-01	Greenstar Limited	Ramstown, Gorey, County Wexford
W0241-01	Greenstar Limited	Clavass, Enniscorthy, County Wexford

Transferor: Greenstar Holdings Limited & its subsidiaries, Unit 6, Ballyogan Business Park, Ballyogan Road, Sandyford, Dublin 18

Transferee: Starrus Eco Holdings Limited, Unit 6, Ballyogan Business Park, Ballyogan Road, Sandyford, Dublin 18

The Agency, being satisfied that the requirements of Section 47 of the Waste Management Act have been fulfilled, hereby approves the transfer of the above licence(s) from the Transferor to the Transferee which transfers are conditional upon:

- 1 Confirmation in writing from Eversheds solicitors to the Agency's solicitors that the sum of €5,100,000 has been transferred to the Account (as defined in the Sinking Fund Agreement entered into between AGB Landfill Holdings Limited of the First Part, Knockharley Landfill Limited, Ballynagran Landfill Limited and Kilcullen Landfill Limited of the Second Part, and the Agency of the Third Part;
- 2 Confirmation by the Agency's solicitors to the Agency that they hold in escrow the duly completed Sinking Fund Agreement, AGB Mortgage, Starrus Mortgage, Starrus CRAMP Mortgage, and all related documentation (as negotiated and agreed) with



instructions to deliver them to the Agency upon receipt of the notification at 3 below;
and

- 3 Notification to the Agency's solicitors by Eversheds solicitors of the completion of the sale of the Waste transfer and disposal business of Greenstar Holdings Limited and its subsidiaries which includes the transfer of the site of the licensed installation(s) as defined in the Licence(s) from the Transferor to the Transferee.

This transfer shall only take effect upon receipt of the above confirmations and notifications only.

These transfers shall be conditional upon the registration in the Property Registration Authority of the transferee's title to the site of the licensed installation and the relevant mortgage as a condition subsequent. Should that registration not be completed within a reasonable time, for any reason outside the Agency's control, the transfer(s) shall lapse.

In witness whereof the Agency has affixed its seal the day and date first herein written



Mary Turner, Authorised Person

cc The Secretary, Greenstar Holdings Limited, Unit 6, Ballyogan Business Park, Ballyogan Road, Sandyford, Dublin 18



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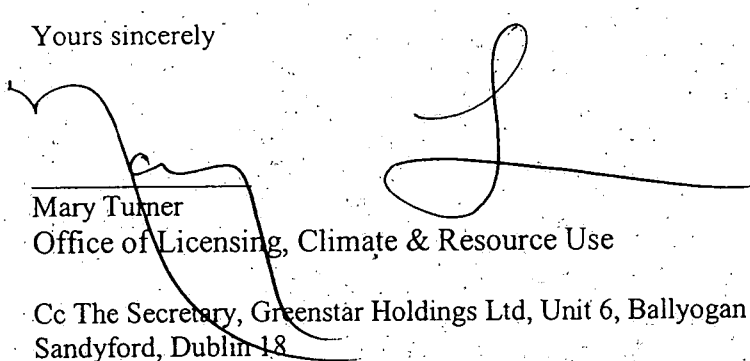
re: Transfer of Licences

Dear Secretary

The Agency, being satisfied that the pre-conditions set out in the attached letter have now been fulfilled, confirms that the transfers are now effective subject to the conditions subsequent herein for the following facilities:

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Yours sincerely


Mary Turner
Office of Licensing, Climate & Resource Use

Cc The Secretary, Greenstar Holdings Ltd, Unit 6, Ballyogan Business Park, Ballyogan Road, Sandyford, Dublin 18

