

AMENDMENT OF
INITIAL RESOLUTION TO ISSUE NOTES TO FINANCE
SOLID WASTE DISPOSAL FACILITIES AND/OR EQUIPMENT
FOR CALIFORNIA WASTE SOLUTIONS, INC.
AND/OR ITS AFFILIATES

May 8, 2020

WHEREAS, on November 8, 2019, the California Pollution Control Financing Authority (“Authority”) by its Resolution No. 19-03 (“Initial Resolution”) approved the application of California Waste Solutions, Inc., a California corporation (“Applicant”), for financial assistance, in an amount not to exceed \$61,000,000, in defraying the costs of financing or refinancing solid waste disposal facilities and/or equipment to be owned and operated by the Applicant and/or its affiliates (collectively, “Company”), which financing or refinancing was expected to be comprised of the (i) acquisition of land and/or buildings to house solid waste disposal and recycling operations, including the construction and installation of improvements thereto, (ii) construction of improvements to solid waste disposal facilities, including materials recovery facilities, and (iii) acquisition and installation, if any, of equipment for the collection, processing, transfer and recycling of solid waste, including without limitation, solid waste collection vehicles, rolling stock and other vehicles, a sort line, tractors, forklifts, carts, bins, containers and other equipment functionally related thereto (collectively, “Initial Project”), and authorized the issuance of revenue notes to provide such financial assistance; and

WHEREAS, the Company now desires, and has requested the Authority, to (i) amend the Initial Project to include the construction and equipping of new solid waste disposal facilities, including materials recovery facilities (as amended “Project”); and (ii) authorize additional financial assistance, in an amount not to exceed \$108,595,000, to finance or refinance additional portions of the Project, resulting in an increase in the maximum principal amount of authorized revenue notes from \$61,000,000 to \$169,595,000;

NOW, THEREFORE, BE IT RESOLVED by the California Pollution Control Financing Authority, as follows:

Section 1. The Authority hereby approves (i) the amendment of the Initial Project to include the construction and equipping of new solid waste disposal facilities, including materials recovery facilities, and any references herein or in the Initial Resolution to “Project” shall mean the Initial Project, as so amended; and (ii) the change in the maximum principal amount of such authorized revenue notes to \$169,595,000, and any references in the Initial Resolution, including Exhibit A thereto, to “\$61,000,000” shall be changed to “\$169,595,000”.

Section 2. Except as amended by Section 1 hereof, all provisions and conditions of the Initial Resolution shall remain unchanged and in full force and effect.

Section 3. The Deputy Executive Director of the Authority has authority under Authority Resolution No. 19-01-001 to indicate the willingness of the Authority to proceed with and effect such financing in order to assist the Company by defraying the cost of the Project, subject to due compliance with all requirements of the law and the obtaining of all necessary consents and approvals and meeting all other requirements of the Authority.

CERTIFICATE OF THE DEPUTY EXECUTIVE DIRECTOR
Sacramento, California

I, Janae R. Davis, Deputy Executive Director of the California Pollution Control Financing Authority, hereby certify that the foregoing is a full, true and correct copy of a **AMENDMENT OF INITIAL RESOLUTION TO ISSUE NOTES TO FINANCE SOLID WASTE DISPOSAL FACILITIES AND/OR EQUIPMENT** for the CALIFORNIA WASTE SOLUTIONS, INC., AND/OR ITS AFFILIATES Project approved by me on May 8, 2020 and that I have the requisite right, power and authority to approve this resolution as delegated by the Authority in RESOLUTION OF THE CALIFORNIA POLLUTION CONTROL FINANCING AUTHORITY DELEGATING CERTAIN POWERS AND AUTHORIZING CERTAIN ACTIONS RELATED TO BOND FINANCING adopted on January 15, 2019.

This resolution of intent expires November 8, 2022.

IN WITNESS WHEREOF, I have executed this certificate and affixed the seal of the California Pollution Control Financing Authority hereto.



May 8, 2020

Janae R. Davis
Deputy Executive Director