



June 4, 2024

Via Email

City of Madison Heights
300 W Thirteen Mile Rd
Madison Heights, MI 48071

Attention: Melissa Marsh

Re: Priority Waste Purchase of Southeast Michigan Residential Business from GFL

Dear Valued Customer:

We are writing to you in connection with your residential collection services contract with GFL Environmental USA Inc. ("GFL") (the "Agreement").

We are excited to announce that GFL has agreed to sell the assets used in its Southeast Michigan residential solid waste collection business to Priority Waste LLC ("Priority") (such sale, the "Transaction").

In connection with and conditioned upon closing of the Transaction, it is contemplated that Priority will acquire the Agreement by way of an assignment of the Agreement by GFL to Priority, effective at the closing of the Transaction (the "Agreement Transfer"). We anticipate that the closing of the Transaction and the Agreement Transfer will occur on June 30, 2024, assuming all conditions to closing are satisfied or waived.

We are certain that Priority will continue to meet the high service standards you have come to expect from dealing with GFL and we and Priority are coordinating the transition of the business to ensure there is no disruption in service. GFL will continue to perform its obligations under the Agreement until the closing of the Transaction. Please continue to remit payment to GFL until you are instructed otherwise.

We would ask that you please return a countersigned copy of this letter by email at your earliest convenience. By signing this letter, you consent to the Agreement Transfer, waive any notice period or any other requirement in the Agreement with respect to the Agreement Transfer and agree that, notwithstanding the closing of the Transaction, the Agreement will survive and continue in full force and effect without any further action by you or GFL. Your consent will be effective as of the date of closing of the Transaction.

Please reach out to one of us personally with any questions you may have. On behalf of all of us at GFL, thank you for your business.

Very truly yours,

Rick Vannan ((947) 241-4395 or rvannan@gflenv.com)
Don Barretta ((586) 933-3812 or dbarretta@gflenv.com)
Sam Caramagno ((734) 812-5732) or scaramagno@gflenv.com)

City of Madison Heights

By: _____

Name: _____

Title: _____