

**BUDGET WASTE INC.
REPORT OF THE MONITOR
HARDIE & KELLY INC.
February 3, 2009**

APPENDIX C

AMENDMENT TO AMENDED PLAN OF ARRANGEMENT

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The Company amends the Amended Plan of Arrangement by substituting the existing 4.2 with this new paragraph 4.2:

4.2 The Company proposes to fund its ongoing Plan and settlement of some or all of the obligations contained herein by the sale of assets. The major assets being sold are 12 yard bins. The Company has estimated the value of these bins to be achieved at auction as \$1400 net of auction costs or \$1590 Gross. The Company has estimated the total number of bins that will be sold pursuant to the auction process will be 1050 bins. To the extent that the aggregate sale of all bins by the Company exceeds an average net recovery of \$1400 per bin, the Company is prepared to place 66 and 2/3's of these excess funds in trust with the Monitor for distribution to the Unsecured Creditors on a pro rata basis, as set out above. The Company does not guarantee there will be any funds in excess of \$1400 per bin. The Company agrees that it will sell at least 1,050 bins, which shall be subject to this proposal. To the extent there is any excess as described herein, 66 and 2/3's of such excess will be made available, through the Monitor, for additional payments to the Unsecured Creditors.