

DEED OF COVENANT

THIS INDENTURE made the 25th day of May 2023

BETWEEN

Declan O'Brien and Sandra O'Brien both of Graigue, Cappagh, Co. Waterford (hereinafter together called "the **Grantors**") which expression shall include their executors, heirs, successors in title and assigns) of the one part
AND EMP Energy Limited, trading as EMPOWER incorporated and registered in Ireland with company number 630312 and having its registered office at 2 Dublin Landings, North Wall Quay, North Dock, Dublin D01 V4A3 (hereinafter called "the **Grantee**") of the other part.

WHEREAS:-

- A. The Grantors are the registered owners of the lands comprised in the schedule hereto (hereinafter called "the Grantors' Lands")
- B. Subject to obtaining all necessary and relevant planning permissions the Grantee intends to develop on the Grantors' Lands, and other property at Dyrick Hill, Co. Waterford, a wind farm with the objective of harnessing wind energy to generate electricity for commercial sale (hereinafter called "the Wind Project") and,
- C. Subject to the Grantors obtaining vacant possession of the Grantors' Lands from the current tenant in occupation thereof since in or around 2012.
- D. This agreement is supplemental to an agreement to Lease and an option agreement of even date entered into between the Grantor and the Grantee (hereinafter called "the Agreement to Lease and the Option Agreement").
- E. The Grantors at the request of the Grantee has agreed to execute these presents for the purpose of covenanting with the Grantee not to use the Grantor's Lands for residential purposes in the event that the Project should proceed.

NOW THIS INDENTURE made in pursuance of the said agreement between the Grantors and the Grantee and in consideration of the Agreement to Lease and the Option Agreement **WITNESSETH** as follows:-

- 1. The Grantors as registered owners of Folio 5861 of the Register of Freeholders County of Waterford **COVENANT** with the Grantee that in the event that the Grantee shall, at their absolute discretion,

proceed with the Wind Project the Grantors, shall not use, or allow to be used, the Grantor's Lands as residential property for the duration of the Wind Project to the intent that the burden of this covenant shall run with and bind the Grantor's Lands and every part thereof.

2. The Grantors hereby further **COVENANT** not to transfer, assign or let the Grantor's Lands (other than by way of Mortgage) or enter into any transaction, disposition or assurance involving a change, or a contract for a change in the ownership of the Grantor's Lands, without first ensuring that the person becoming, or contracting to become, as a result of that transfer, transaction or disposition, enters into a direct and binding covenant with the Grantee to observe and perform the covenants contained herein.
3. The Grantors, jointly and severally, hereby **INDEMNIFY** the Grantee against all losses, actions, proceedings, costs, damages, expenses, claims and demands arising out of or in connection with any failure by the Grantees to comply with the covenant contained herein.
4. The Grantees hereby acknowledges and confirms that the benefit of this deed of covenant shall be assignable by the Grantees and shall be enforceable for the benefit of the Grantees and the Wind Project and each and every part thereof and the owners from time to time thereof
5. The Grantors hereby **ASSENT** to the registration of this Deed of Covenant as a burden on Folio 5861 of the Register of Freeholders County of Waterford

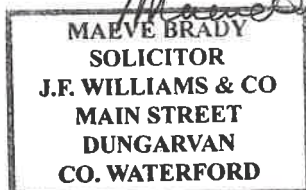
SCHEDULE

All that the part of the property comprised in Folio 5861 of the Register County Waterford and shown more particularly outlined in Red and marked with the letter "A" on the map attached hereto.

IN WITNESS whereof the Grantors have has hereunto set their hands and the Common Seal of the Grantee has been affixed hereto the day and year first herein **WRITTEN**.

SIGNED AND DELIVERED

by the said **DECLAN O'BRIEN AND SANDRA O'BRIEN**
in the presence of:-



Sandra O'Brien
Declan O'Brien

PRESENT when the Common Seal
of the **GRANTEE** was affixed
hereto:-

615550 mE, 605630 mN

The Property
Registration Authority
An tÚdarás
Clárúcháin Maoine



Folio: WD5861

This map should be read in conjunction with the folio.

Registry maps are based on OSi topographic mapping. Where registry maps are printed at a scale that is larger than the OSi published scale, accuracy is limited to that of the original OSi map scale.

For details of the terms of use and limitations as to scale, accuracy and other conditions relating to Land Registry maps, see www.prai.ie.

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(centre-line of parcel(s) edged)

- Freehold
- Leasehold
- SubLeasehold

Burdens (may not all be represented on map)

- Right of Way / Wayleave
- Turbary
- Pipeline
- Well
- Pump
- Septic Tank
- Soak Pit



A full list of burdens and their symbology can be found at: www.landdirect.ie

The registry operates a non-conclusive boundary system. The Registry Map identifies properties not boundaries meaning neither the description of land in a register nor its identification by reference to a registry map is conclusive as to the boundaries or extent. (see Section 85 of the Registration of Title Act, 1964). As inserted by Section 62 of the Registration of Deed and Title Act 2006.



Letter of Consent

To whomever it may concern

Date: 25th day of May 2023

Re: Proposed wind and/or solar electricity generating and/or storage facility together with all required and necessary ancillary works including for connecting the development to the national electricity grid developed or intended to be developed at Dyrick Hill, Waterford ("the Project")

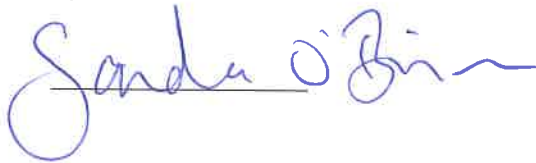
Applicant: EMP Energy Limited, a company registered in Ireland under company registration number 630312 and trading as EMPower ("EMPower")

We **Declan and Sandra O'Brien** of Graigue, Modeligo, Cappagh, Co. Waterford, as owners of the lands comprised in folios WD22289F, WD20451F and WD5861 hereby consent to:

- 1) Any application for a grant of planning permission for the above-referenced Project made or to be made by EMPower (or by EMPower's subsidiary company, Dyrick Hill Wind Farm Limited), or by anyone else authorised by EMPower to act on its behalf; and
- 2) Any application for a grid connection for the above referenced Project made or to be made by EMPower (or by EMPower's subsidiary company, Dyrick Hill Wind Farm Limited), or by anyone else authorised by EMPower to act on its behalf

Yours faithfully,

Signed:



Signed:



Planning Reference: _____

Date: _____

To Whomever it May Concern:

Dear Madam / Sir,

Consent to planning application

I, Brendan Power, of Lickoran, Ballinamult, County Waterford am the owner of all the property comprised in Folio WD17460F (**Property**).

EMP Energy Limited, a company registered in Ireland under registration number 630312 and trading as Empower (**Developer**), is developing a wind farm project at Dyrick Hill, Co. Waterford (**Project**). The Developer, or its subsidiary company, Dyrick Hill Wind Farm Limited, a company registered in Ireland under registration number 688381 (**Subsidiary**), intends to apply for planning permission for the Project.

I have signed an option agreement with the Developer in relation to the Project; and I hereby consent to the inclusion of the Property in all planning applications relating to the Project that may be submitted by the Developer or by the Subsidiary or by any other associated company, or by anyone acting on their behalf.

Yours faithfully,


Brendan Power

Planning Reference: _____

Date: _____

12 Oct. 2022

To Whomever it May Concern:

Dear Madam / Sir,


Consent to planning application

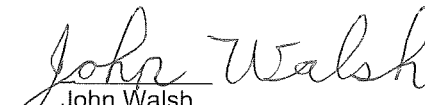
We, Eamon Walsh and John Walsh, both of Knocknaskeagh, Cappoquin, Co. Waterford, own the property comprised in Folio number 11262, Co. Waterford (**Property**).

EMP Energy Limited, a company registered in Ireland under registration number 630312 and trading as Empower (**Developer**), is developing a wind farm project at Dyrick Hill, Co. Waterford (**Project**). The Developer, or its subsidiary company, Dyrick Hill Wind Farm Limited, a company registered in Ireland under registration number 688381 (**Subsidiary**), intends to apply for planning permission for the Project.

We have signed an option to lease agreement with the Developer in relation to the Project; and we hereby consent to the inclusion of the Property in all planning applications relating to the Project that may be submitted by the Developer or by the Subsidiary or by any other associated company, or by anyone acting on their behalf.

Yours faithfully,


Eamon Walsh


John Walsh

Planning Reference: _____

Date: _____

To Whomever it May Concern:

Dear Madam / Sir,

Consent to planning application

I, Michael Coyne of Boolahallagh, Ballinamult, County Waterford am the owner of all the property comprised in Folios WD26176F and WD17414F (**Property**).

EMP Energy Limited, a company registered in Ireland under registration number 630312 and trading as Empower (**Developer**), is developing a wind farm project at Dyrick Hill, Co. Waterford (**Project**). The Developer, or its subsidiary company, Dyrick Hill Wind Farm Limited, a company registered in Ireland under registration number 688381 (**Subsidiary**), intends to apply for planning permission for the Project.

I have signed an option to lease agreement with the Developer in relation to the Project; and I hereby consent to the inclusion of the Property in all planning applications relating to the Project that may be submitted by the Developer or by the Subsidiary or by any other associated company, or by anyone acting on their behalf.

Yours faithfully,



Michael Coyne

Planning Reference: _____

Date: _____

To Whomever it May Concern:

Dear Madam / Sir,

Consent to planning application

I, Rita Hickey of Lickoran, Ballinamult, County Waterford am the owner of all the property comprised in Folio WD9127 (**Property**).

person entitled to be registered
as owner

EMP Energy Limited, a company registered in Ireland under registration number 630312 and trading as Empower (**Developer**), is developing a wind farm project at Dyrick Hill, Co. Waterford (**Project**). The Developer, or its subsidiary company, Dyrick Hill Wind Farm Limited, a company registered in Ireland under registration number 688381 (**Subsidiary**), intends to apply for planning permission for the Project.

I have signed an option agreement with the Developer in relation to the Project; and I hereby consent to the inclusion of the Property in all planning applications relating to the Project that may be submitted by the Developer or by the Subsidiary or by any other associated company, or by anyone acting on their behalf.

Yours faithfully,


Rita Hickey

Planning Reference: _____

Date: _____

To Whomever it May Concern:

Dear Madam / Sir,

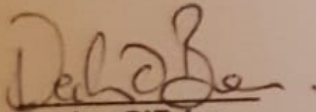
Consent to erection of temporary met mast

I confirm that I am the owner of all of the property comprised in Folio number 20451F Co. Waterford (**Property**).

EMP Energy Limited, a company registered in Ireland under registration number 630312 and trading as Empower (**Developer**), is developing a wind farm project at Dyrick Hill, Co. Waterford (**Project**). The Developer, or its subsidiary company, Dyrick Hill Wind Farm Limited, a company registered in Ireland under registration number 688381 (**Subsidiary**), needs to erect a temporary measurement tower with an anemometer (**Met Mast**) to measure wind data in relation to the Project.

I have signed an option agreement with the Developer; and I hereby confirm my consent originally given thereunder to the Developer or the Subsidiary erecting the said met mast on my Property.

Yours faithfully,



Declan O'Brien
Graigue
Modeligo
Cappagh
Co. Waterford

Planning Reference: _____

Date: _____

To Whomever it May Concern:

Dear Madam / Sir,

Consent to planning application

Ballyhane, Cappoquin

I, Frank Seery of Cappagh, Co. Waterford, am the owner of all the property comprised in Folio number 11327, Co. Waterford (**Property**).

EMP Energy Limited, a company registered in Ireland under registration number 630312 and trading as Empower (**Developer**), is developing a wind farm project at Dyrick Hill, Co. Waterford (**Project**). The Developer, or its subsidiary company, Dyrick Hill Wind Farm Limited, a company registered in Ireland under registration number 688381 (**Subsidiary**), intends to apply for planning permission for the Project.

I have signed an option to lease agreement with the Developer in relation to the Project; and I hereby consent to the inclusion of the Property in all planning applications relating to the Project that may be submitted by the Developer or by the Subsidiary or by any other associated company, or by anyone acting on their behalf.

Yours faithfully,


Frank Seery

Schedule 4: Letter of Consent

Planning Reference: _____

Date: _____

To Whomever it May Concern:

Dear Madam / Sir,

Consent to planning application

We confirm that we are the owner of all the property situated at Dyrick Hill, Co. Waterford, and shown outlined on the map attached to this letter (**Property**). EMP Energy Limited, a company registered in Ireland under registration number 630312 and trading as Empower (**Developer**), is developing a wind farm project at Dyrick Hill, Co. Waterford (**Project**). The Developer, or its subsidiary company, Dyrick Hill Wind Farm Limited, a company registered in Ireland under registration number 688381 (**Subsidiary**), intends to apply for planning permission for the Project. We have signed a land agreement (option and lease) with the Developer in relation to the Project; and we wish to confirm in this letter my consent to the Project (including consenting to the proposed locations of wind turbines and temporary and permanent met masts (together the Locations)). Accordingly, we hereby consent to the Locations, and to the inclusion of the Property in all planning applications relating to the Project that may be submitted by the Developer or by the Subsidiary or by any other associated company, or by anyone acting on their behalf.

Yours faithfully,

Liam Roche

Liam Roche
Castlevue,
Ardfinnian, Co. Tipperary

Elaine O'Grady

Elaine O'Grady
Broe Mountain,
Ballinamult, Co. Waterford

Gerard Burke

Ger Burke
Graigueavarra,
Cappagh, Co. Waterford

Mary C Flavin

Mary Flavin
Clarkstown,
Ardmore, Co. Waterford

Thomas Cusack

Thomas Cusack
Kilmacthomas, Co. Waterford

Joe Hart

Joe Hart
12 Springfield,
Dungarvan, Co. Waterford

Thomas V Kenneally

Thomas Kenneally
Lyrattim, Modeligo,
Dungarvan, Co. Waterford

Ellis O'Grady

Ellis O'Grady
Broe Mountain,
Ballinamult, Co. Waterford

Walter O'Grady

Walter O'Grady
Broe Mountain,
Ballinamult, Co. Waterford

James Flavin

James Flavin
Clarkstown,
Ardmore, Co. Waterford

Thomas Kiely

Thomas Kiely
Lyrattim,
Ballinamult, Co. Waterford

James Gough

James Gough
Vicarstown, Modeligo,
Dungarvan, Co. Waterford

Padraic McCarthy

Padraic McCarthy
Church Quarter, Modeligo,
Dungarvan, Co. Waterford

Larry Looby

Larry Looby
The District Hospital, Co. Waterford

Planning Reference: _____

Date: _____

To Whomever it May Concern:

Dear Madam / Sir,

Consent to planning application

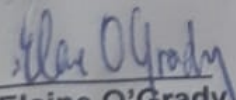
I, Elaine O'Grady of Broemountain, Ballinamult, Co. Waterford am the owner of all the property comprised in Folio 40450F (Eircode **E91 H280**).

EMP Energy Limited, a company registered in Ireland under registration number 630312 and trading as Empower (**Developer**), is developing a wind farm project at Dyrick Hill, Co. Waterford (**Project**). The Developer, or its subsidiary companies, Dyrick Hill Wind Farm Limited, a company registered in Ireland under registration number 688381 (**Subsidiary**), intends to apply for planning permission for the Project.

The Wind Energy Guidelines 2019 recommend all inhabited properties to be minimum setback distance of four times the blade tip height from each turbine. The proposed Dyrick Hill development has a maximum tip height of 185m and a recommend setback distance ($185\text{m} \times 4 = 740\text{m}$). The properties located in the Folio 40450F (Eircode **E91 H280**) are situated at a reduced setback distance of 708m from the closest turbine (T9) of the proposed Dyrick Hill Wind Farm development.

I have signed an option agreement with the Developer in relation to the Project; and I hereby consent to the Reduced Setback, and note that the Reduced Setback is predicted to be compliant and well within the 2006 noise Guidelines and recent 2022 An Bord Pleanála noise limits; and I hereby also consent to the inclusion of the Property in all planning applications relating to the Project that may be submitted by the Developer or by its Subsidiary, or by any other associated company, or by anyone acting on their behalf.

Yours faithfully,


Elaine O'Grady

** To discuss – this needs to be an objective parameter.*

Schedule 4: Letter of Consent

To Whomever It May Concern

Date: _____ 2020

Re: Dyrick Hill Wind Farm Project being developed by EMP Energy Limited, a company registered in Ireland under registration number 630312 and trading as Empower ('Project')

I, **Eilis O'Grady** of 8 Abbey Gardens, Abbeyside, Co. Waterford, hereby consent to: (i) any application for a grant of planning permission for the above-referenced Project made by Empower (or anyone authorised by Empower to act on its behalf); and (ii) to any application for a grid connection for the above-referenced Project made by Empower (or anyone authorised by Empower to act on its behalf).

Yours faithfully



Schedule 4: Letter of Consent

To Whomever It May Concern

Date: 5 - October 2020

Re: Dyrick Hill Wind Farm Project being developed by EMP Energy Limited, a company registered in Ireland under registration number 630312 and trading as Empower ('Project')

LICKORAN BALLINAMULT
I, **Felim Power** of ~~Graigus, Modeligo, Cappagh~~, Co. Waterford, hereby consent to: (i) any application for a grant of planning permission for the above-referenced Project made by Empower (or anyone authorised by Empower to act on its behalf); and (ii) to any application for a grid connection for the above-referenced Project made by Empower (or anyone authorised by Empower to act on its behalf).

Yours faithfully

Felim Power

Planning Reference: _____

Date: _____

To Whomever it May Concern:

Dear Madam / Sir,

Consent to planning application

Ballyhane, Cappoquin
I, Frank Seery of ~~Cappagh~~, Co. Waterford, am the owner of all the property comprised in Folio number 11327, Co. Waterford (**Property**).

EMP Energy Limited, a company registered in Ireland under registration number 630312 and trading as Empower (**Developer**), is developing a wind farm project at Dyrick Hill, Co. Waterford (**Project**). The Developer, or its subsidiary company, Dyrick Hill Wind Farm Limited, a company registered in Ireland under registration number 688381 (**Subsidiary**), intends to apply for planning permission for the Project.

I have signed an option to lease agreement with the Developer in relation to the Project; and I hereby consent to the inclusion of the Property in all planning applications relating to the Project that may be submitted by the Developer or by the Subsidiary or by any other associated company, or by anyone acting on their behalf.

Yours faithfully,


Frank Seery

Schedule 4: Letter of Consent

To Whomever It May Concern

Date: _____ 2020

Re: Dyrick Hill Wind Farm Project being developed by EMP Energy Limited, a company registered in Ireland under registration number 630312 and trading as Empower ('Project')

I, **Maureen Flynn** of Moonamelagh, Fenor, Co. Waterford, hereby consent to: (i) any application for a grant of planning permission for the above-referenced Project made by Empower (or anyone authorised by Empower to act on its behalf); and (ii) to any application for a grid connection for the above-referenced Project made by Empower (or anyone authorised by Empower to act on its behalf).

Yours faithfully

Maureen Flynn

Schedule 4: Letter of Consent

To Whomever It May Concern

Date:  2020

Re: Dyrick Hill Wind Farm Project being developed by EMP Energy Limited, a company registered in Ireland under registration number 630312 and trading as Empower ('Project')

Phoebe Leonard
We, ~~Edward Prendergast~~ and **Helen Nuding**, respectively of Ashgrove, Moorchurch Road, Julianstown, Co. Meath and of 36 Heather Lawn, Marley Wood, Dublin 16, hereby consent to:
(i) any application for a grant of planning permission for the above-referenced Project made by Empower (or anyone authorised by Empower to act on its behalf); and (ii) to any application for a grid connection for the above-referenced Project made by Empower (or anyone authorised by Empower to act on its behalf).

Yours faithfully

Phoebe M. Leonard
Phoebe Leonard, Legal Personal Representative of
Edward Prendergast Deceased
Helen Nuding
Helen Nuding

Planning Reference: _____

Date: _____

To Whomever it May Concern:

Dear Madam / Sir,

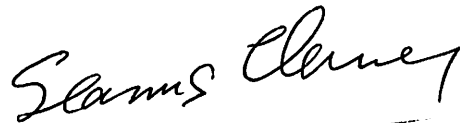
Consent to planning application

I, Seamus Clancy of Ashcroft, Abbeyside, Dungarvan, Co. Waterford, am the owner of all the property comprised in Folio numbers 1235F and 1561F, Co. Waterford (**Property**).

EMP Energy Limited, a company registered in Ireland under registration number 630312 and trading as Empower (**Developer**), is developing a wind farm project at Dyrick Hill, Co. Waterford (**Project**). The Developer, or its subsidiary company, Dyrick Hill Wind Farm Limited, a company registered in Ireland under registration number 688381 (**Subsidiary**), intends to apply for planning permission for the Project.

I have signed an option to lease agreement with the Developer in relation to the Project; and I hereby consent to the inclusion of the Property in all planning applications relating to the Project that may be submitted by the Developer or by the Subsidiary or by any other associated company, or by anyone acting on their behalf.

Yours faithfully,



Seamus Clancy