

Company Number 472901

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION
OF
THE EJ COOK SCD PARTNERSHIP LIMITED
(the "Company")

Proposed by the board of directors of the Company
In accordance with Section 291 of the Companies Act 2006

SPECIAL RESOLUTION

THAT the application should be made requesting the Registrar of Companies to strike the Company off the register and dissolve it pursuant to the Section 1003 of the Companies Act 2006 and accordingly that the directors be and are hereby authorised to take all necessary or appropriate steps to procure the said striking off and dissolution and to deal with the matters related or incidental thereto

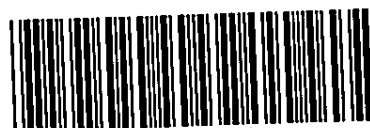
By order of the Board



Director

Dated 20 January 2011

THURSDAY



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27/01/2011

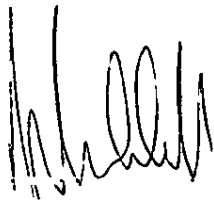
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COMPANIES HOUSE

**AGREEMENT BY ELIGIBLE MEMBERS
TO WRITTEN RESOLUTION**

We, being together all the eligible members of the Company

- (a) Confirm that we have received a copy of the above written resolution in accordance with section 291 of the Companies Act 2006, and
- (b) Hereby resolve and agree that the above resolution is passed as a written resolution pursuant to section 288 of the Companies Act 2006



For and on behalf of Costain Engineering & Construction Limited

Dated 20 January 2011



INFORMATION REQUIRED TO COMPLY WITH
SECTION 291(4) OF THE COMPANIES ACT

- 1 Eligible members are the members who would have been entitled to vote on the resolution on the circulation date of the written resolution
- 2 The circulation date of the written resolution is 20 January 2011 (the "Circulation Date")
- 3 The procedure for signifying agreement by an eligible member to a written resolution is as follows
 - (a) a member signifies his agreement to a proposed written resolution when the company receives from him (or someone acting on his behalf) an authenticated document
 - (i) identifying the resolution to which it relates, and
 - (ii) indication his agreement to the resolution
 - (b) The document must be sent to the company in hard copy form or in electronic form
 - (c) A member's agreement to a written resolution, once signified, may not be revoked
 - (d) A written resolution is passed when the required majority of eligible members have signified their agreement to it

The period for agreeing to the written resolution is the period of 28 days beginning with the Circulation Date (see section 297 Companies Act 2006)