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Company number 00515680

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

SITA Waste Handling Ltd (Company)

PASSED ON 17 December 2012

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that

- The Resolutions below be passed as special resolution (**Special Resolution**).

SPECIAL RESOLUTION

1. **THAT** a reduction in the Company's share capital (the "**Capital Reduction**") in accordance with the procedure set out in sections 641 to 643 of the Act by cancelling and extinguishing all except 1 (one) of the existing issued ordinary shares of £1.00 each in the capital of the Company, registered in the name of the Member (Sole Shareholder) so that the issued share capital of the Company is reduced by £9,999.00 to £1.00

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Special Resolutions.

The undersigned, a member entitled to vote on the above resolution on 17 December 2012, hereby irrevocably agrees to the Special Resolution

Signed by C CHAPRON
ON BEHALF OF **SITA South East
Limited**



Copy: Auditors

