

**THE COMPANIES ACT 1985 AND 1989**  
**PRIVATE COMPANY LIMITED BY SHARES**  
**KENTON UTILITIES AND DEVELOPMENTS LIMITED**  
**COMPANY NUMBER 1062438**


**WRITTEN RESOLUTIONS OF**  
**KENTON UTILITIES AND DEVELOPMENTS LIMITED**

**Dated the 25 day of February 1998**

We, being the holders of the whole of the issued share capital of Kenton Utilities and Developments Limited hereby unanimously resolve as Special Resolutions as follows:-

1. **SPECIAL RESOLUTIONS**

- (1) THAT the Directors of the Company be hereby directed to supply and give to Utilitec plc (and to such of Utilitec plc's directors, employees, agents and advisers as the board of Utilitec plc may specify in writing from time to time) all such information, co-operation and assistance as Utilitec plc (or such other persons) may from time to time specify or request in connection with the development by it of proposals for the future of the Company and its business.
- (2) THAT the Directors shall not be deemed to be in breach of their fiduciary or contractual duties to the extent of their proper compliance with Resolution (1) set out above.

  
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For and on behalf of Utilitec plc

