

No:- 2206141

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES

RESOLUTIONS

OF

CAIRD ENVIRONMENTAL LIMITED

At an Extraordinary General Meeting of the above named Company duly convened and held at 33, SHERBOURNE STREET, LONDON.

on NINETEEN day the 26TH day of OCTOBER 1988 the following Resolutions were duly proposed and passed as Special Resolutions:-

SPECIAL RESOLUTIONS

1. THAT the Memorandum of Association of the Company be altered with respect to its objects by inserting the following new sub-clause (ii) immediately after sub-clause (i) of Clause 3 thereof:-

(ii) Either with or without the Company receiving any consideration direct or indirect from giving any such guarantee to guarantee either by personal covenant or by mortgaging or charging all or any part of the undertaking property and assets present and future and uncalled capital of the Company or by both such methods, the performance of any contract or obligation whatsoever of any person firm or company, and in particular (but without limiting the generality of the foregoing) of any subsidiary as defined by Section 736 of the Companies Act 1985 or of the company which is for the time being the Company's holding company as defined by the said Section, or another subsidiary, as defined by the said Section, of the Company's holding company or otherwise associated with the Company in business.

2. THAT the forms of guarantee and debenture in favour of Yorkshire Bank PLC now produced to the Meeting be and the same are hereby approved and the Directors are hereby authorised to procure the execution under seal of such documents by the Company.

Presented by:-

Booth & Co., (Ref: MAC/RPEB)
Sovereign House,
South Parade,
Leeds LS1 1HQ.


B.R. MASTERSON
Chairman of the Meeting