Company Number: 3109613

THE COMPANIES ACT 1985
Public Company Limited by Shares

WRITTEN RESOLUTION

OF

TEG ENVIRONMENTAL PLC

Dated: 21 November 1995

Pursuant to Regulation 53 of the Companies Tables (A to F) Regulations 1985 (as amended) (which by Article 1 of the Company's Articles of Association shall apply to the Company save insofar as they are excluded or varied thereby) WE, being all the members of the Company for the time being entitled to receive notice of and attend and vote at General Meetings of the Company, HEREBY RESOLVE THAT the Schedule of expenses (attached hereto and initialled by all the shareholders) prepared by Messrs Beavis Walker detailing the expenses incurred by the founders of the Company in incorporating the Company and preparing for an offer for subscription for shares in the Company to be made BE AND IS HEREBY (APPROVED.

R. BILBOROUGH

A. HEYWORTH

KLO *KP4XSGQ8* 248
COMPANIES HOUSE 23/11/95

JDS/245824.1

TEG ENVIRONMENTAL PLC

OFFER FOR SUBSCRIPTION -

SCHEDULE OF ESTIMATED EXPENSES

	£	
Sponsors Fees	20,000	
Legal Fees	15,000	٨
Reporting Accountants Fees	3 ,000	Ry
Printing and Despatch of Prospectus and Sundry Expenditure	3,000	
	£4 0 ,000	

(NB: this figure excludes any commissions which, under the terms contained within the prospectus, may be payable to intermediaries introducing investors).

N. l.