

Company number: 10336040

**THE COMPANIES ACT 2006**  
**COMPANY LIMITED BY SHARES**  
**Ordinary and Special resolutions**  
**Of**  
**Biffa plc**  
**(the 'Company')**

At the Annual General Meeting of the Company duly convened and held at the offices of Biffa plc, Coronation Road, Cressex, High Wycombe, Bucks, HP12 3TZ on 16 July 2020 the following resolutions were duly passed:

**ORDINARY RESOLUTIONS**

**Authority to allot shares**

**Resolution 13.**

That the Directors be generally and unconditionally authorised pursuant to and in accordance with Section 551 of the Companies Act 2006 (the "Act") to exercise all the powers of the Company to allot shares in the Company or grant rights to subscribe for or to convert any securities into shares in the Company:

- (i) up to an aggregate nominal amount of £833,333;
- (ii) comprising equity securities (as defined in Section 560(1) of the Act) up to a further nominal amount of £833,333 in connection with an offer by way of a rights issue;

such authorities to apply in substitution for all previous authorities pursuant to Section 551 of the Act and to expire at the end of the next AGM or on 16 October 2021, whichever is the earlier, but, in any case, so that the Company may, before such expiry, make offers and enter into agreements which would, or might, require shares to be allotted or rights to subscribe for or convert any securities into shares to be granted after the authority given by this resolution has expired.

For the purposes of this Resolution, "rights issue" means an offer to:

- I. ordinary shareholders in proportion (as near as may be practicable) to their existing holdings; and
- II. people who are holders of other equity securities if this is required by the rights of those securities or, if the Directors consider it necessary, as permitted by the rights of those securities,

to subscribe for further securities by means of the issue of a renounceable letter (or other negotiable instrument) which may be traded for a period before payment for the securities is due, but subject in both cases to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to treasury shares, fractional entitlements, record dates or legal, regulatory or practicable problems in, or under the laws of, any territory.

FRIDAY



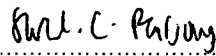
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17/07/2020  
COMPANIES HOUSE

## **SPECIAL RESOLUTIONS**

### **Notice of General Meetings**

#### **Resolution 16.**

That a general meeting other than an AGM may be called on not less than 14 clear days' notice.

  
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S Parsons

**Company Secretary**