

CERTIFIED TO BE A TRUE AND
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CMS CAMERON MCKENNA LLP

DATE 13/6/2014
CMS Cameron McKenna LLP
Mitre House, 160 Aldersgate Street
London EC1A 4DD

OSCA ENVIRONMENTAL SERVICES LIMITED

Company No. SC161196
(registered in Scotland)
(the "Company")

SATURDAY



SCT 14/06/2014 #600
COMPANIES HOUSE

WRITTEN RESOLUTIONS

Defined terms used in this document have the same meanings as in a £10,000,000 facilities agreement to be made between, amongst others, (1) Offshore Containers Holdings Limited as the Borrower, (2) Offshore Containers Holdings Limited's Subsidiaries as listed in Part I of Schedule 1 therein, (3) Barclays Bank plc as the Arranger, (4) the financial institutions as listed in Part II of Schedule 1 therein as the Original Lenders, (5) the financial institutions as listed in Part III of Schedule 1 therein as the Original Hedge Counterparties, (6) Barclays Bank plc as the Agent, (7) Barclays Bank plc as the Security Agent, and (8) Barclays Bank plc as the Overdraft Bank (the "Facilities Agreement") unless otherwise defined herein.

Pursuant to section 288 of Chapter 2 of Part 13 of the Companies Act 2006, the Directors of the Company propose that the following resolutions be passed as special resolutions (the "Special Resolutions") and ordinary resolutions (the "Ordinary Resolutions") and we, the undersigned, being the 100 per cent. of all the eligible members of the Company who (at the date of circulation of this resolution) are entitled to vote on the Special Resolutions and the Ordinary Resolutions, hereby agree pursuant to section 288 of the Companies Act 2006 to the passing of the Special Resolutions and the Ordinary Resolutions by way of written resolutions **THAT:**

SPECIAL RESOLUTIONS

- 1.1 the articles of association of the Company be altered by the removal of the existing Article 6 in its entirety and adoption of a new article as Article 6 as follows:

"6. LIEN

The Company shall have a first and paramount lien on every share, not being a fully paid share, for all monies (whether presently payable or not) payable at a fixed time or called in respect of that share. The directors may at any time declare any share to be wholly or partly exempt from the provisions of this article. The Company's lien on a share (not being a fully paid share) shall extend to any amount payable in respect of it. The lien conferred by this article shall attach to all shares (not being a fully paid share) registered in the name of any person indebted or under liability to the Company, whether such person is the sole holder thereof or one of two or more joint holders thereof."

ORDINARY RESOLUTIONS

- 2.1 the provisions of, and transactions contemplated by, the following documents will promote the success of the Company for the benefit of its members and that the provisions of, and transactions contemplated by, the following documents be and are hereby approved:
- 2.1.1 a final draft of the Facilities Agreement;
 - 2.1.2 a final draft floating charge to be made, amongst others, between (1) the Company as the Chargor and (2) the Barclays Bank plc as the Security Agent;
 - 2.1.3 a draft formalities certificate of the Company in relation to certain factual information and certifying certain documents in connection with the Finance Documents; and

- 2.1.4 any other Finance Documents to which any member of the Group (the Company and the Company's group of companies) is to be a party and any other documents ancillary or related thereto,
- 2.2 the documents referred to in paragraphs 2.1.1 to 2.1.4 above, are collectively referred to below as the "Documents" and individually as a "Document";
3. the Company execute, deliver and perform its obligations under the Documents;
4. any Director be and is hereby authorised to do all such acts and things and agree and execute all such documents as may be required to implement the transactions contemplated by the Documents on the basis that if any document needs to be executed as a deed that the same be executed by the Company in the manner prescribed by section 44 of the Companies Act 2006;
5. any Director of the Company be authorised to execute the Documents, or such certificate, notices, communications or other documents as may be required, on behalf of the Company subject to such amendments and modifications as the Director executing the same may in his absolute discretion agree and so that the Director's signature of the Documents shall be conclusive evidence of the agreement to such amendments or modifications; and
6. any Director or the Secretary of the Company is and are hereby authorised to sign and deliver all such certificates and notices, communications or other documents as may be required in connection with the Documents.

AGREEMENT

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

The undersigned being all the persons entitled to vote on the Special Resolutions and the Ordinary Resolutions on the Circulation Date hereby irrevocably agree to the Special Resolutions and the Ordinary Resolutions.

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Offshore Containers Holdings Limited

Date: 12 JUNE 2014

NOTES:

1. You can choose to agree to all of the resolutions or none of them but you cannot agree to only some of the resolutions. If you agree to all of the resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company by delivery to Bernard Yuen at CMS Cameron McKenna LLP, Mitre House 160 Aldersgate Street, London EC1A 4DD acting on behalf of the Company.

If you do not agree to all of the resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.

2. Once you have indicated your agreement to the resolutions you may not revoke your agreement.
3. Unless by the date at the end of the 28 days period beginning on the circulation date sufficient agreement has been received for the resolutions to pass, they will lapse. If you agree to the resolutions, please ensure that your agreement reaches us before or on this date.