


**The Companies Act 1985**  
**Company Number: 3184332**  
**ELECTIVE RESOLUTIONS OF**  
**Surrey Waste Management Limited**  
(the "Company")

Pursuant to Section 378 of the Companies Act 1985 ("the Act") we, the undersigned, being all the members of the above named Company who at the date hereof would be entitled to receive notice of, attend and vote at a general meeting of the Company, **HEREBY PASS** the following Elective Resolutions and agree that the said resolutions shall, for all purposes, be valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held.

It is resolved :

1. **THAT** pursuant to Section 366A of the Act the Company hereby elects to dispense with the holding of Annual General Meetings in 1999 and subsequent years until this election is revoked.
2. **THAT** pursuant to Section 252 of the Act the Company hereby elects to dispense with the laying of accounts before the Company in General Meeting.
3. **THAT** pursuant to Section 386 of the Act the Company hereby elects to dispense with the obligation to appoint auditors annually.

Dated this **1<sup>st</sup>** Day of **October 1999**

  
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Authorised Signatory for  
**S.I.T.A. (GB) Limited**

