Company Number: 4925493

THE COMPANIES ACT 1985 PRIVATE COMPANY LIMITED BY SHARES WRITTEN RESOLUTION OF THE BOARD OF DIRECTORS

OF

CARBON REGISTRY SERVICES LIMITED passed on 23rd November 2005

Pursuant to the articles of association of the company, the undersigned, being the Director of the company, hereby resolve:

That the applications from those named below for allotment to them of the noted shares for the relevant aggregate consideration be accepted and those shares in the capital of the Company be allotted and duly noted in the Company's Share Register.

Graham Clevett – 430 10p Ordinary Shares for a consideration of £43.00

Philip Metcalfe - 430 10p Ordinary Shares for a consideration of £43.00

Tony Baldry - 30 10p Ordinary Shares for a consideration of £3.00

Lynton Jones – 30 10p Ordinary Shares for a consideration of £3.00

Steven Moran – 20 10p Ordinary Shares for a consideration of £3.00

Sourna Daneshvar – 50 10p Ordinary Shares for a consideration of £5.00

Signed: Graham P. Clevers

Dated: 23 November 2005

COMPANIES HOUSE