PRINT COPY Company No. 02264638

THE COMPANIES ACT 1985 to 1989

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION of the SOLE MEMBER of

SUEZ ENVIRONMENT UK LIMITED ("the Company")

Pursuant to Section 381A of the Companies Act 1985, we, being the sole member of the Company for the time being entitled to receive notice of and to attend and vote at General Meetings of the Company hereby resolve as follows:-

ORDINARY RESOLUTION

IT WAS RESOLVED THAT the recommendation of the Directors that a dividend of £0.03 pence per share on the ordinary shares of £1 each, totalling £13,700,000.00 be declared in respect of the financial period ended 31 December 2007 be and is hereby approved.

Thus signed (Søle Member):-

SUEZ ENVIRONNEMENT SA

Dated that 11st day of DECEMBER 2008

AATURDAY. 31/01/2009 620
COMPANIES HOUSE

JMK/RES/817SEUK