

Company Number: 02751074

PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS
of
VIRIDOR WASTE KENT LIMITED
(the "**Company**")

CIRCULATION DATE: 13 September 2021

PASSED ON: 13 September 2021

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that resolution 1 is passed as an ordinary resolution and resolution 2 is passed as a special resolution (together, the "**Resolutions**" and each a "**Resolution**").

Ordinary Resolution

1. **THAT**, with effect from the time of passing of this Resolution the directors of the Company be and are hereby generally and unconditionally authorised, pursuant to section 551 of the Companies Act 2006 (the "**Act**"), to allot shares in the Company or grant rights to subscribe for or convert any security into shares in the Company up to an aggregate nominal amount of £1.00 provided that this authority shall expire on the fifth anniversary of the passing of this Resolution, save that the Company may before such expiry make an offer or agreement which would or might require shares to be allotted or subscription rights or conversion rights to be granted after such expiry and the directors may allot shares or grant subscription rights or conversion rights in pursuance of any such offer or agreement as if the authority conferred by this Resolution had not expired.

This authority shall be in substitution for all subsisting authorities previously conferred on the directors in accordance with section 551 of the Act to the extent unexercised.

Special Resolution

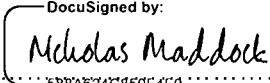
2. **THAT**, the articles of association attached to these Resolutions in the Appendix for the purposes of identification be adopted as the articles of association of the Company in substitution for and to the exclusion of all the existing articles of association of the Company.

AGREEMENT

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

I/We, the undersigned, being a member of the Company entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions as indicated above:

Signed

DocuSigned by:

588A624C850F4F0

Name of person
signing: Nicholas Maddock

Please write your name in
block capital letters

For and on behalf of: **Viridor Waste Management Limited**

Date: 13 September 2021

Company Number: 02751074

NOTES

1. You may choose to agree to all of the Resolutions or none of them; however, you may not agree to some only of the Resolutions.
2. If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company by email by attaching a scanned copy of the signed documents to an e-mail and sending it to Scarlett Guy of Ashfords LLP at s.guy@ashfords.co.uk
3. You may not return the Resolutions to the Company by any other method.
4. If you do not agree to the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.
5. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
6. Unless within 28 days of the circulation date sufficient agreement has been received for the Resolutions to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.