

PRIVATE COMPANY LIMITED BY SHARES

COPY WRITTEN RESOLUTIONS

of

AMEC Earth and Environmental (UK) Limited (the "Company")

(Registered in England and Wales under company number 4987981)

Circulation Date:

The following written resolution was passed as a special resolution on 15 December 2014 by the requisite majority of eligible members in accordance with Chapter 2 of Part 13 of the Companies Act 2006

SPECIAL RESOLUTION:

That the name of the Company be changed to Amec Foster Wheeler Earth and Environmental (UK) Limited



Company Secretary





FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company Number 4987981

The Registrar of Companies for England and Wales hereby certifies that
under the Companies Act 2006:

AMEC EARTH AND ENVIRONMENTAL (UK) LIMITED

a company incorporated as private limited by shares; having its registered
office situated in England and Wales; has changed its name to:

**AMEC FOSTER WHEELER EARTH AND ENVIRONMENTAL
(UK) LIMITED**

Given at Companies House on **22nd December 2014**



Companies House



**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**