

Company number 11915696

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION**

**OF**

**Covanta Green Protos Holding Limited**  
(the "Company")

**Passed on 30 November 2021**

The following resolutions were duly passed on **30 November 2021** by way of a written resolution under Chapter 2 of Part 13 of the Companies Act 2006 (the "Act").

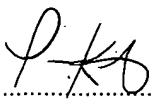
**ORDINARY RESOLUTIONS**

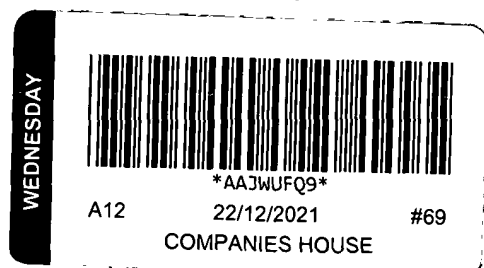
- 1 **THAT** in accordance with section 551 of the Act, the directors of the Company be generally and unconditionally authorised to allot 145,284 ordinary shares in the capital of the Company up to an aggregate nominal amount of £145,284, provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the date that is six months from the date of this Resolution.

This authority revokes and replaces all unexercised authorities previously granted to the directors but without prejudice to any allotment of shares already made or offered or agreed to be made pursuant to such authorities.

**SPECIAL RESOLUTION**

- 2 **THAT** in accordance with section 570 of the Act, the directors be generally empowered to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred by Resolutions 1, as if section 561(1) of the Act did not apply to such allotments.

Signed   
(Director)



## **AGREEMENT**

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

The undersigned, being entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions:

**Signed for and on behalf of COVANTA  
EUROPE INVESTMENTS LIMITED**



\_\_\_\_\_  
Date: 30 November 2021

**Signed for and on behalf of GREEN EMPIRE  
WTE HOLDINGS LIMITED**



\_\_\_\_\_  
Date: 30 November 2021

**Company number 11915696**

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION**

**OF**

**Covanta Green Protos Holding Limited**  
(the "**Company**")

**Circulation Date:** 30 November 2021

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**"), the directors of the Company propose that the following resolutions be passed as written resolutions (the "**Resolutions**").

**ORDINARY RESOLUTIONS**

- 1 **THAT** in accordance with section 551 of the Act, the directors of the Company be generally and unconditionally authorised to allot 145,284 ordinary shares in the capital of the Company up to an aggregate nominal amount of £145,284 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the date that is six months from the date of this Resolution.

This authority revokes and replaces all unexercised authorities previously granted to the directors but without prejudice to any allotment of shares already made or offered or agreed to be made pursuant to such authorities.

**SPECIAL RESOLUTION**

- 2 **THAT** in accordance with section 570 of the Act, the directors be generally empowered to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred by Resolutions 1 as if section 561(1) of the Act did not apply to such allotments.