

SC158615

WRITTEN ELECTIVE RESOLUTIONS OF

CH2M HILL IDC (UK) LIMITED

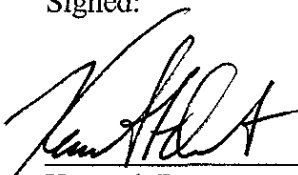
We, the undersigned, being all the Members for the time being of the above-named Company entitled to receive notice of and to attend and vote at General Meetings HEREBY PASS the following resolutions as Elective Resolutions and agree that the said resolutions shall, pursuant to Section 381A of the Companies Act 1985, for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held.


It is resolved:

1. THAT pursuant to Section 366A of the Companies Act 1985 the Company hereby elects to dispense with the holding of Annual General Meetings in 2003 and subsequent years until this election is revoked.
2. THAT pursuant to Section 252 of the Companies Act 1985 the Company hereby elects to dispense with the laying of accounts and reports before the Company in General Meeting.
3. THAT pursuant to Section 386 of the Companies Act 1985 the Company hereby elects to dispense with the obligation to appoint auditors annually.

Date: *Jan 29, 2003*

Signed:

  
\_\_\_\_\_  
Kenneth Durant

  
\_\_\_\_\_  
For and on behalf of  
CH2M Hill Industrial Design Corporation



**OSWALDS  
24 GREAT KING STREET  
EDINBURGH  
EH3 6QN  
TEL: 0131 557 6966**

The above is a true record of a written resolution passed pursuant to Section 381A of the Companies Act 1985.

  
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(Authorised signatory of Jordan Company Secretaries Limited - Secretary)