

**Written resolutions of the board of directors of**

**Tetra Tech UK Holdings Limited (Company)**

**(registered in England under company number 05909611)**

We, the undersigned, being the directors of the Company, RESOLVE pursuant to article 8(2) of the Model Articles<sup>1</sup> (as incorporated in the articles of association of the Company (**Articles**)) that:

**1. Approval of Tax Strategy**

- 1.1 The directors had been asked to consider, and if thought fit, approve the Company's tax strategy document, pursuant to its statutory obligation under para 16(2), Schedule 19 of the UK's Finance Act (2016) for itself and its UK group (**Tax Strategy**)<sup>2</sup>.
- 1.2 The directors confirm that they have considered their general duties, including those contained in the Companies Act 2006 (**Act**)<sup>3</sup> in considering such matters.

**2. Disclosure of interests**

- 2.1 Pursuant to the Act and the Articles, the directors are required to declare the nature and extent of any interests (direct or indirect) in any proposed or existing transaction or arrangement with the Company and update any declaration of interest which has become inaccurate or incomplete.
- 2.2 It is noted, for the purposes of these resolutions, that neither of the directors had any interest to declare or update.

**3. Documentation for review**

- 3.1 The directors noted the annexed draft form of the Tax Strategy.

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<sup>1</sup> The Companies (Model Articles) Regulations 2008 (SI 2008/3229), Schedule 1 (Model Articles for private companies limited by shares – see Model Article 8(2):

<https://www.legislation.gov.uk/ukksi/2008/3229/schedule/1/made>). See [here](#) for the current Articles.

<sup>2</sup> <https://www.legislation.gov.uk/ukpga/2016/24/schedule/19>

<sup>3</sup> See: <https://www.legislation.gov.uk/ukpga/2006/46/part/10/chapter/2>

#### **4. Consideration of the documents**

4.1 The directors considered the draft form of the Tax Strategy.

4.2 It was noted that the Company and its UK group met the qualifying criteria to prepare and publish a tax strategy, containing the information required by paragraph 17 of Schedule 19 Finance Act (2016).

#### **5. Resolutions**

Following consideration, including consideration of the matters referred to in section 172(1) of the Act<sup>4</sup>, the directors resolved that:

5.1 adopting the Tax Strategy would promote the success of the Company for the benefit of its members as a whole; and

5.2 the terms of the Tax Strategy in the form reviewed be and are hereby approved.

#### **6. Filing and publishing**

Any director and/or company secretary or their delegate(s) be and is hereby instructed to:

6.1 make all necessary and appropriate entries in the books and registers of the Company; and

6.2 liaise with the Company's applicable subsidiaries to:

(a) publish the Tax Strategy on their websites (since the Company does not have its own website) and include a link to the Tax Strategy in a prominent place on such websites; and

(b) where applicable, publish the Tax Strategy on their intranet sites (since the Company does not have its own intranet).

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<sup>4</sup> See: <https://www.legislation.gov.uk/ukpga/2006/46/section/172>

*The above resolutions shall take effect upon approval by the last director signing below.*

Signed by

Date



19-Feb-2025

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**C. J. Green**



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Richard Alan Lemmon (Feb 19, 2025 06:29 PST)

19-Feb-2025

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**R. A. Lemmon**