

**Written Resolution of Members in Lieu of Meeting
Pursuant to Companies Act 2006, s 288**

**Company Number: 2947177
Scarcroft Leasing (Mar)**

The Companies Act 2006

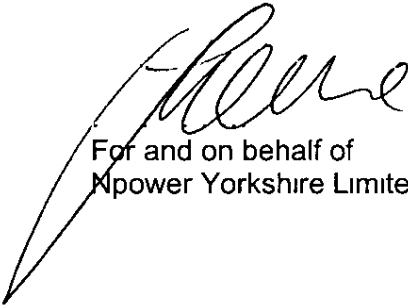
Unlimited Company

WE, the undersigned, being the sole shareholder of the company entitled to vote on these resolution(s) resolve as follows

Special Resolution

THAT the share capital of the Company be reduced to zero by cancelling and extinguishing 10,000 ordinary shares of £1 each registered in the name of Npower Yorkshire Limited and returning the amount of £10,000 in respect of such shares to the shareholder

Dated 27th June 2008



For and on behalf of
Npower Yorkshire Limited

THURSDAY



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A03

03/07/2008

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