

Company No. 03292728

THE COMPANIES ACTS 1985 and 2006

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PRIVATE COMPANY LIMITED BY SHARES

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WRITTEN RESOLUTION

of

**PENDINE WIND FARM LIMITED**  
(the "Company")

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Circulation Date  
22<sup>nd</sup> December 2008

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Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose the following Written Resolution as an Ordinary Resolution:

ORDINARY RESOLUTION

- I      THAT the authorised share capital of the Company be and it is hereby increased from £1,000.00 to £10,000,000.00 by the creation of 9,999,000 additional ordinary shares of £1.00 each.

**Please read the Notes attached before signifying your agreement to the Written Resolution.**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, we, the undersigned, being the sole eligible member of the Company who would have been entitled to vote on the resolution set out above on the Circulation Date stated above hereby irrevocably agree to the resolution, as an Ordinary Resolution:



duly authorised for and  
on behalf of Nuon UK Limited

22/12/08

Date of Signature



- 1 If you agree to the proposed Written Resolution please sign and date this document overleaf on the dotted line where indicated and return it to the Company using one of the following methods, in each case by no later than 5pm on the date 28 days after the Circulation Date stated overleaf:
  - (a) by hand or by post to the Company's registered office at 15 Cuxhaven Way, Longrock, Penzance, Cornwall, TR13 9SY, UK
  - (b) by electronic mail addressed to [rob.baylis@nuonrenewables.com](mailto:rob.baylis@nuonrenewables.com)
- 2 If you do not agree to the Written Resolution you do not need to do anything. You will not be deemed to agree if you fail to reply.
- 3 The Written Resolution will lapse if the agreement of the required majority of eligible members is not received by the Company by 5pm on the date 28 days after the Circulation Date stated overleaf. If the Company does not receive this signed document from you by this date and time it will not be counted in determining whether the Written Resolution is passed.
- 4 The Written Resolution is passed on the date and time that the Company receives the agreement of the required majority of eligible members. The required majority for an Ordinary Resolution is eligible members representing a simple majority of the total voting rights of eligible members.
- 5 You may not revoke your agreement to the Written Resolution once you have signed and returned this document to the Company.
- 6 If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.