

No. 3618559

THE COMPANIES ACT 1985

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AN UNLIMITED COMPANY HAVING A SHARE CAPITAL

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WRITTEN RESOLUTIONS

of

DRAX OUSE

(Passed 30 November 2005)

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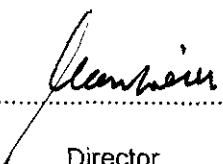
In accordance with section 381A Companies Act 1985 the following Resolutions were agreed to and were duly passed on 30 November 2005 as Special Resolutions:

**SPECIAL RESOLUTION**

- 1 THAT the issued share capital of the Company, consisting of £1,000,001 divided into 1,000,001 ordinary shares of £1 each ("**Ordinary Shares**"), on which there has been paid £1.00 per Ordinary Share, be reduced to £1,000.001, divided into 1,000,001 Ordinary Shares of £0.001 each and the whole of the amount standing to the credit of the share premium account of the Company as at 30 November 2005 be cancelled.

**ORDINARY RESOLUTION**

- 2 THAT an interim dividend of £1,473,296,635 be paid to the shareholder of the Company.

  
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Director

