

Company No. 3724230

THE COMPANIES ACTS 1985 AND 1989

---

PRIVATE COMPANY LIMITED BY SHARES

---

RESOLUTION IN WRITING

of

MACQUARIE EUROPEAN INFRASTRUCTURE LIMITED

We, Macquarie Infrastructure Group International Limited, being the sole member of the Company who at the date of this resolution is entitled to attend and vote at a general meeting of the Company, RESOLVE, in accordance with section 381A of the Companies Act 1985, to pass the following as a written resolution:

THAT a cash dividend of £365,469,443.07 be and is hereby declared on the Company's ordinary share capital and be paid to the shareholder on the register as at the date of this resolution.

SIGNATURE: 

As lawful attorney for and on behalf of Macquarie Infrastructure Group International Limited

DATE: 24 August 2006

TIME: 14:40

Date sent to auditors: 20 August 2006

