

**Company No: 03782700**

**THE COMPANIES ACT 2006  
COMPANY LIMITED BY SHARES  
RESOLUTION(S) IN WRITING  
of  
EGGBOROUGH POWER LIMITED  
("Company")**

**Passed the 26 April day of 2013**

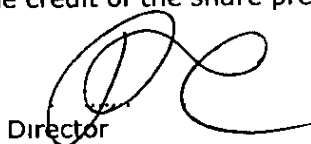
By a written resolution agreed to in accordance with Chapter 2 of Part 13 of the Companies Act 2006 by or on behalf of the required number of the members of the Company who, at the date of circulating the resolution, were entitled to vote on the resolution the following resolution of the Company was duly passed:

**SPECIAL RESOLUTION**

THAT, the share capital of the Company be reduced from £90,069,460 divided into 90,069,460 ordinary shares of £1.00 each to £82,000,000 divided into 82,000,000 ordinary shares of £1.00 each and that such reduction be effected by cancelling and extinguishing (i) 8,069,460 of the existing issued ordinary shares of £1.00 each registered in the name of Eggborough Holdco 2 S a r l, and (ii) the whole of the amount standing to the credit of the share premium account, being £55,572,000

Signed

Director



Dated

26 April 2013

TUESDAY

COMPANIES HOUSE



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\*L27CT1FV\*

30/04/2013

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