

Company No. 04935008

THE COMPANIES ACTS 1985 AND 1989

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PRIVATE COMPANY LIMITED BY SHARES

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RESOLUTION IN WRITING

of

INDEPENDENT POWER NETWORKS LIMITED

Inexus Group (Holdings) Limited (the "Parent"), 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, **RESOLVES**, in accordance with section 381A of the Companies Act 1985, to pass the following as a written resolution:

1. **THAT** the authorised share capital of the Company be increased from £100 to £30,000 by the creation of 29,900 shares of £1.00 each.

SIGNATURE: \_\_\_\_\_

*R*

for and on behalf of

**INEXUS GROUP (HOLDINGS) LIMITED**

DATE: \_\_\_\_\_

*3/10/05*

