

Company No. 05480165

## THE COMPANIES ACTS 1985 AND 1989

PRIVATE COMPANY LIMITED BY SHARES

## RESOLUTIONS IN WRITING

of


## IP (HUMBER) LIMITED (the "Company")

International Power plc, being the sole member of the Company who at the date of these resolutions is entitled to attend and vote at a general meeting of the Company, RESOLVES, in accordance with section 381A of the Companies Act 1985 (the "Act"), to pass the following as written resolutions:

1. THAT the authorised share capital of the Company be increased from £10,000 to £160,000,000 by the creation of 159,990,000 shares of £1 each.
2. THAT the directors be generally and unconditionally authorised, pursuant to section 80 of the Act, to exercise all the powers of the Company to allot relevant securities (within the meaning of that section) up to an aggregate nominal amount of £159,999,999 for a period expiring (unless previously renewed, varied or revoked by the Company in general meeting) on 11<sup>th</sup> July 2010 but the Company may before such expiry make an offer or agreement which would be or might require relevant securities to be allotted after expiry of this authority and the directors may allot relevant securities pursuant to that offer or agreement as if the authority conferred by this resolution had not expired.

Signed by MARK WILLIAMSON  
for and on behalf of  
INTERNATIONAL POWER PLC:

Date: 11 July 2005

  
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