

E736809

The Companies Act 1985 (as amended)

Carillion Private Finance (SECURE) Limited

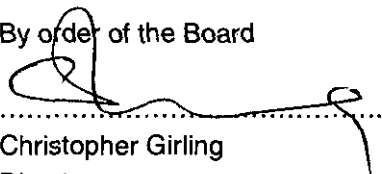
Notice is hereby given that an Extraordinary General Meeting of the above-named Company will be held at 7 Clifford Street, London, W1S 2FT on the 30 June 2006 for the purpose of considering, and if thought fit, passing the following resolution which will be proposed as an ordinary resolution:

Ordinary Resolution

That, pursuant to section 80 of the Companies Act 1985, the directors be authorised generally and unconditionally to allot relevant securities (as defined in section 80 of the Companies Act 1985) up to an aggregate nominal amount of £10,000,000 provided that this authority, unless renewed, shall expire on the date five years from the date on which the resolution is passed save that the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the directors may allot the relevant securities to be allotted after such expiry and the directors may allot the relevant securities in pursuance of such offer or agreement as if the authority conferred hereby had not expired.

Registered Office:
Birch Street
Wolverhampton
WV1 4HY

By order of the Board



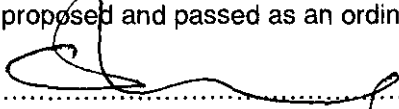
Christopher Girling
Director

Dated 30 June, 2006

Any member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of him. A proxy need not be a member of the Company.



We, being the holders of the entire issued share capital of the Company, hereby consent to the above mentioned meeting being held on less than 21 days' notice and to the resolution being proposed and passed as an ordinary resolution.

A handwritten signature in black ink, consisting of a large, stylized 'C' followed by a horizontal line and a small flourish.

for and on behalf of Carillion Private Finance Limited