

Company No. 06238467

THE COMPANIES ACTS 1985 TO 1989

COMPANY LIMITED BY SHARES

RESOLUTIONS

- of -

John Laing (The Broad Gauge) Limited


Dated 25 May 2006

We the undersigned being the sole of the above-named Company for the time being entitled to attend and vote and general meetings of the Company **RESOLVE** that the following resolutions be passed by way of written resolution

ELECTIVE RESOLUTIONS

That in accordance with section 379A of the Companies Act 1985 the Company elects pursuant to section 252 of that Act to dispense with the laying of accounts and reports before the Company in general meeting in respect of the current and subsequent financial years

That in accordance with section 379A of the Companies Act 1985 the Company elects pursuant to section 366A of that Act to dispense with the holding of annual general meetings in respect of the year 2007 and subsequent years


Authorised Signatory
For & on behalf of
DWS Nominees Limited

