

Circulation date: April 2016

ABERDEEN INFRASTRUCTURE (NO 3) LIMITED

(the "Company")

Registered Number : 06632304

WRITTEN RESOLUTION OF THE MEMBERS OF THE COMPANY

We, the undersigned being the Sole member of the Company entitled to vote on this resolution on its circulation date **HEREBY RESOLVES TO APPROVE THAT:**

(1) the Company hereby applies for an audit exemption pursuant to section 479A of the Companies Act 2006 (the "Companies Act") in order to have the accounts of the Company unaudited for the year ended 31 December 2015

Iain

Director *Iain Stokes*

For and on behalf of Aberdeen Finance GP Limited acting in its capacity as General Partner of Aberdeen Infrastructure Partners LP Inc – Sole Member

Date *12 April 2016*

Notes:

Members can signify their agreement to the resolution by signing and returning the resolution

The resolution must be passed before the end of the period of 28 days beginning with the circulation date stated above, if it is not to lapse

WEDNESDAY



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22/06/2016

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