

A PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
OF
GLID WIND FARMS TOPCO LIMITED
Company Number: 6707821
(the "Company")

PROPOSED BY THE BOARD OF DIRECTORS OF THE COMPANY IN ACCORDANCE WITH
SECTION 291 OF THE COMPANIES ACT 2006

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution (**Resolution**)

SPECIAL RESOLUTION

That the share capital of the Company be reduced from £187,151,998 00 to £500,000 00 by cancelling and extinguishing 186,651,998 issued ordinary shares of £1 00 each for the purpose of creating a distributable reserve of £186,651,998, such cancellation to be effected pro rata in respect of members' shareholdings

INFORMATION REQUIRED TO COMPLY WITH SECTION 291 (4) COMPANIES ACT 2006

- 1 Eligible members are the members who would have been entitled to vote on the resolution on the circulation date of the written resolution
- 2 The circulation date of the written resolution is 14 December 2010 (the "**Circulation Date**")
- 3 The procedure for signifying agreement by eligible members to a written resolution is as follows
 - (A) a member signifies its agreement to a proposed written resolution when the Company receives from it an authenticated document –
 - (i) identifying the resolution to which it relates, and
 - (ii) indicating its agreement to the resolution,
 - (B) the document must be sent to the Company in hard copy form,
 - (C) a member's agreement to a written resolution, once signified, may not be revoked, and
 - (D) a written resolution is passed when the required majority of eligible members have signified their agreement to it
- 4 The period for agreeing to the written resolution is the period of 15 days beginning with the Circulation Date

Certified as a
true and correct copy

TUESDAY



LD8 *LE123Q4Z* 127
21/12/2010
COMPANIES HOUSE

Solicitor

AGREEMENT BY ELIGIBLE MEMBER(S) TO WRITTEN RESOLUTIONS

We, being the eligible members(s) of the Company

- 1 confirm that we have received a copy of the above written resolution in accordance with Section 291 of the Companies Act 2006, and
- 2 hereby resolve and agree that the above resolution be passed as a written resolution pursuant to Section 288 of the Companies Act 2006 and that the resolution shall take effect as a special resolution

Signed by

On behalf of GLID Limited

Date 15 DECEMBER 2010



Signed by MARTIN ROBERTSON

On behalf of Ranelagh Nominees Limited

Date 16 DECEMBER 2010

