

COMPANIES ACT 1985

**HIE INVERNESS AND EAST HIGHLAND**

Registered in Scotland No. SC124797

("the Company")

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WRITTEN RESOLUTION of the SOLE SHAREHOLDER of the Company  
pursuant to Section 381A of the Companies Act 1985 (as amended)

Passed on 18<sup>th</sup> April 2006

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We, the undersigned being the sole member of the Company who, at the date hereof, would be entitled to receive notice of and to attend and vote at a general meeting of the Company, HEREBY RESOLVE as follows:

That the Articles of Association of the Company be amended by the deletion of Article 36 and substitution of the following in substitution therefor:

"36. The Company shall have a minimum of 7 and a maximum of 18 Directors."

*Alan Macdonald*  
For and on behalf of Highlands & Islands Enterprise

18/04/06  
Date

Presented by: Ledingham Chalmers LLP,  
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