

## COMPANIES FORM No. 123

**G****Notice of increase  
in nominal capital****123**

CHFP025

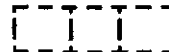
Please do not  
write in  
this margin

Pursuant to section 123 of the Companies Act 1985

Please complete  
legibly, preferably  
in black type, or  
bold block letteringTo the Registrar of Companies  
(Address overleaf)

For official use

Company number



SC136162

Name of company

\* INFRATIL KENT FACILITIES LIMITED

\* insert full name  
of companygives notice in accordance with section 123 of the above Act that by resolution of the company  
dated 31 may 2006 the nominal capital of the company has beenincreased by £ 15,000,000 beyond the registered capital of £ 100† the copy must be  
printed or in some  
other form approved  
by the registrar

A copy of the resolution authorising the increase is attached †

The conditions (eg voting rights, dividend rights, winding-up rights etc) subject to which the new  
shares have been or are to be issued are as follows

The holders of the Preference Shares shall be entitled to be paid out of the profits of the Company available for dividends a non-cumulative preferential dividend in respect of each Dividend Period at the Dividend Rate on the nominal capital for the time being paid up or credited as paid up thereon

To the extent that the Company does not have sufficient profits available for dividends in respect of any Dividend Period, no dividend shall be payable in respect of that Dividend Period and the holders of the Preference Shares shall not be entitled to any accrued rights in respect of that Dividend Period in

Please tick here if  
continued overleaf☒† Insert  
Director,  
Secretary,  
Administrator,  
Administrative  
Receiver or  
Receiver  
(Scotland) as  
appropriate

Signed

Designation † DIRECTORDate 31 may 2006Presenter's name address and  
reference (if any)

Simmons & Simmons  
CityPoint  
One Ropemaker Street  
London  
EC2Y 9SS

For official Use  
General Section

Post room

SCT ST35CQEZ 0158  
COMPANIES HOUSE 19/06/06

COMPANIES HOUSE 14/06/06

## Notes

The address for companies registered in England and Wales or Wales is -

The Registrar of Companies  
Companies House  
Crown Way  
Cardiff  
CF14 3UZ

or, for companies registered in Scotland -

The Registrar of Companies  
Companies House  
37 Castle Terrace  
Edinburgh  
EH1 2EB

subsequent years. The Preference Shares shall rank, as regards the payment of dividends, in priority to the payment of any dividends to the holders of any other class of shares. No dividends or other distributions may be declared, paid or made on any other class of shares in respect of any Dividend Period unless the preference dividend on the Preference Shares has been paid in full in respect of such Dividend Period.

The Preference Shares shall not confer any further right to participate in the profits of the Company on the holders thereof. On a distribution of assets on a winding-up or other return of capital (otherwise than on a purchase by the Company of any of its shares in accordance with the provisions of these Articles) the surplus assets of the Company remaining after payment of its liabilities shall be applied in priority to any payment to the holders of any other class of shares in paying to the holders of the Preference Shares a sum in cash equal to (i) the capital paid up or credited as paid up on such shares and (ii) all arrears or deficiencies of preferential dividends on the Preference Shares held by them which have been declared and become due and payable, to be calculated up to and including the date of the commencement of the winding-up (in the case of a winding-up) or the return of capital (in any other case). The holders of the Preference Shares shall not be entitled to any further right to participate in the assets of the Company.

The holders of the Preference Shares shall not be entitled to receive notice of or to attend or vote at any general meeting of the Company and shall only be entitled to receive notice of and to attend and vote at class meetings for the class of shares that they hold.

(Definitions as in article 8 of the Company's Articles of Association. The rights attaching to the Preference Shares and the limitations to which they are subject are set out in article 8 of the Company's Articles of Association.)