

Company Number SC234510

**THE COMPANIES ACTS 1985 AND 1989**  
**COMPANY LIMITED BY SHARES**  
**CAIRN ENERGY EXPLORATION AND PRODUCTION COMPANY LIMITED**

**WRITTEN RESOLUTION**

**(dated 23 November 2005)**

Pursuant to Regulation 53 of Table A as prescribed by the Companies (Tables A to F) Regulations 1985 (as amended), the sole member of Cairn Energy Exploration And Production Company Limited ("the Company") entitled to attend and vote at a general meeting of the Company passed the following resolutions as written resolutions of the Company on 23 November 2005 to have effect as if resolution 1 had been passed as an ordinary resolution and resolution 2 passed as an elective resolution at a general meeting of the Company duly convened and held:

1. That the authorised share capital of the Company be and is hereby increased from £100 to £5,100,000 divided into 5,100,000 shares of £1.00 each by the creation of an additional 5,099,900 Shares of £1.00 each ranking *pari passu* in all respects with the existing shares of £1.00 each in the capital of the Company.
2. That the Directors be and are hereby authorised generally and unconditionally to exercise all of the powers of the Company to allot relevant securities (within the meaning of section 80 of the Companies Act 1985) subject always to the provisions of the Articles of Association of the Company provided that the maximum nominal amount of relevant securities to be allotted in pursuance of such authority shall be the nominal amount of the unissued share capital of the Company from time to time while this authority is in force and it is hereby elected pursuant to section 80A of the Companies Act 1985 that this authority shall continue in force until revoked or varied by the Company in general meeting.

.....*Aimee Hood*.....  
Secretary

