

Company Number SC255292

THE COMPANIES ACTS 1985 AND 1989
PRIVATE COMPANY LIMITED BY SHARES
CAIRN ENERGY LUMBINI LIMITED

WRITTEN RESOLUTION

(Dated: 12th June 2005)

We, the undersigned, being the sole member of Cairn Energy Lumbini Limited (the "Company") entitled to attend and vote at a general meeting of the Company on the date hereof at which the undernoted resolution was proposed, pursuant to section 381A of the Companies Act 1985 hereby pass the following resolution as a written resolution of the Company, to have effect as if passed as an elective resolution at a general meeting of the Company duly convened and held:

THAT

- (i) pursuant to section 252 of the Act, the Company dispense with the requirement to lay its annual accounts and reports before the Company in general meeting;
- (ii) pursuant to section 366A of the Act, the Company dispense with the requirement to hold annual general meetings.

Malcolm Chow

.....
For and on behalf of Cairn Energy Nepal Holdings Limited

12th June 2005
.....
Date

