

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

NOTICE OF RESOLUTIONS PASSED OF  
NEVIN ENERGY RESOURCES LIMITED (the "Company")  
(company number SC320427)

By written resolutions passed on 23 December 2010, the following resolutions were duly passed as ordinary and special resolutions:

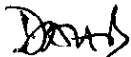
**ORDINARY RESOLUTION**

1. **THAT**, pursuant to and in accordance with section 551 of the Act, the Directors be and hereby are unconditionally authorised to exercise for the period of 5 years from the date when this resolution is passed all the powers of the Company to allot "A" Ordinary Shares of £0.10 (ten pence) each in the capital of the Company (the "A" Ordinary Shares") or to grant rights to subscribe for, or to convert any security into, "A" Ordinary Shares up to an aggregate nominal amount of £84,116.70, such authority to be limited to the issue of up to, in aggregate, 841,167 "A" Ordinary Shares as shall be required in order to effect and implement the terms of an investment agreement proposed to be entered into on or about the date hereof and made between the Company (1), the Directors (2), Foresight VCT plc (3), Foresight 2 VCT plc (4), Foresight 3 VCT plc (5), Foresight 4 VCT plc (6), Keydata Income VCT 1 plc (7), Keydata Income VCT 2 plc (8) and Docherty Heat and Energy Distributor Limited (9).

**SPECIAL RESOLUTIONS**

2. **THAT**, the provisions of article 5 of the articles of association of the Company be and hereby are disapplied and waived in respect of the proposed issue of the "A" Ordinary Shares pursuant to the authority conferred by resolution 2 above.

3. **THAT**, to the extent that consent is required from the holders of Ordinary Shares of £1.00 each in the capital of the Company to the passing of any of the above resolutions, by agreeing to the above resolutions, such consent is hereby given by the holders of at least 75% of the issued shares of such class.



Director

