

Company number 2222066

THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
OF
AES Electric Ltd
(the Company)

In accordance with Chapter 2 of Part 13 of the Companies Act 2006, the directors of the company proposed that the following resolution be passed as a special resolution

Special resolution

That the Company reduce its share capital from £30,309,352 divided into 30,309,352 Ordinary shares of £1 each to £10,309,352 divided into 10,309,352 Ordinary shares of £1 each by cancelling and extinguishing 20,000,000 Ordinary shares of £1 each

AGREEMENT OF ELIGIBLE MEMBER

The undersigned, being the sole eligible member on *12th December 13* (the "circulation date"), irrevocably agrees to the resolution set out above

Signed by


for and on behalf of AES UK Holdings Ltd

Date *12th December 2013*



The sole eligible member must signify its agreement to the proposed resolution as follows

- (i) **by hand**, by delivering a signed copy to the Directors, AES Electric Ltd, 37-39 Kew Foot Road, Richmond, TW9 2SS
- (ii) **by post**, by sending a signed copy the Directors, AES Electric Ltd, 37-39 Kew Foot Road, Richmond, TW9 2SS,
- (iii) **by fax**, by sending a signed copy to +44 20 8332 9078 for the attention of the Directors of AES Electric Ltd, or
- (iv) **by e-mail**, by replying to this e-mail and indicating its agreement to the proposed resolution or by sending a scanned signed copy of the resolutions to *eugenya.eickhoff@aes.com*

The sole eligible member must signify its agreement to the proposed resolution by *12/13/13* (date)
However, if the sole eligible member does not agree with the proposed resolution, it does not need to reply. Once the sole eligible member has signified its agreement to the proposed resolution, its agreement may not be revoked. The proposed resolution will lapse if it is not passed by

20 Dec 2013