

**STANDARD LIFE EUROPEAN PRIVATE EQUITY TRUST PLC**

**(Incorporated in Scotland under the Companies Act 1985 with registered number  
SC216638)**

**CLASS MEETING OF ORDINARY SHAREHOLDERS**

NOTICE IS HEREBY GIVEN that the following resolution was passed as an extraordinary resolution at a class meeting of the holders of the ordinary shares of 0.2p each in the capital of Standard Life European Private Equity Trust PLC (the "Company") held on 30 January 2006.

**EXTRAORDINARY RESOLUTION**

"That the holders of the ordinary shares of 0.2p each in the capital of the Company ("ordinary shares") hereby sanction and consent to:

- (i) the passing and carrying into effect of resolution 11 of the Company contained in the notice of the annual general meeting of the Company convened for 30 January 2006 (a copy of which is produced to the meeting and signed for the purpose of identification by the chairman of the meeting); and
- (ii) any effect on, variation or abrogation and/or deemed variation of or dealing with the rights attached to the ordinary shares which will or may result from the passing and carrying into effect of such resolution."

*Valerie Neekente*

Authorised signatory  
Edinburgh Fund Managers plc  
Company Secretary

