

**THE COMPANIES ACTS 1985 TO 1989****PRIVATE COMPANY LIMITED BY SHARES****WRITTEN RESOLUTIONS****of****PARSONS PEEBLES GENERATION LIMITED (the "Company")****(Registered in Scotland under company number SC281567)****dated 17th November 2006**

We, the undersigned, being all the members of the Company entitled to attend and vote at a general meeting of the Company, pass the following resolution as a written resolution to have effect in the case of the first and second resolutions as ordinary resolutions and in the case of the third resolution as a special resolution of the Company in general meeting pursuant to regulation 53 of Table A of the Companies (Tables A to F) Regulations 1985 as adopted as the Company's Articles of Association and hereby consent to the matters referred to therein

Ordinary Resolutions**1 Increase of capital**

THAT the authorised share capital of the Company be and is hereby increased from £100,000 to £500,000 divided into 500,000 Ordinary Shares of £1 each by the creation of an additional 400,000 Ordinary Shares of £1 each ranking pari passu in all respects with the existing Ordinary Shares of £1 each in the capital of the Company having the rights and privileges and being subject to the restrictions contained in the Articles of Association of the Company

2 Section 80 authority

THAT for the purposes of section 80 of the Companies Act 1985, 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(2) of the Companies Act 1985) subject always to the provisions of the Articles of Association of the Company provided that

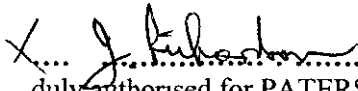
- (a) the maximum nominal amount of relevant securities to be allotted in pursuance of such authority shall be £400,000, and
- (b) this authority shall expire, unless sooner revoked or varied by the Company in general meeting on 1 November 2011 save that the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the Directors

may allot relevant securities in pursuance of such offer or agreement as if the power conferred hereby had not expired

Special Resolution

3 Section 89 Disapplication

THAT pursuant to section 95(1) of the Companies Act 1985, section 89(1) of that Act shall not apply to any allotment of equity securities (within the meaning of section 94 of the Act) up to a nominal amount of £400,000 in the capital of the Company

X... 
duly authorised for PATERSONS
QUARRIES LIMITED