

NI026331

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

AES (NI) Limited (the "Company")

Date of Circulation: 23rd October 2009

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as special resolutions.

SPECIAL RESOLUTIONS

IT IS RESOLVED:-


1. **THAT** a dividend of £ 0.0381 per ordinary share be declared and approved on the Company's shares and paid to the shareholders of the Company;
2. **THAT** the declaration, approval and payment of a dividend of £0.2176 per ordinary share which was paid to the shareholders of the Company on 26th June 2009 be and is hereby ratified; and
3. **THAT** the payment of £11,079,698 of interest due under loan stock which was paid by the Company on 26th June 2009 be and is hereby ratified.

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the resolution.

The undersigned, being the members of the Company for the time being entitled to vote on the resolutions set out above on 3 day of Nov 2009, hereby irrevocably agrees to the resolution set out above:

Signed



Dated

3/11/09

THURSDAY



A9LR9EWE

A31

12/11/2009

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COMPANIES HOUSE