

## 3i Infrastructure Limited – Extraordinary General Meeting

An Extraordinary General Meeting of 3i Infrastructure Limited was held on Monday 10 September 2007 at 16 Palace Street, London SW1E 5JD.

Voting was conducted on a show of hands and the resolution below was duly passed as an ordinary resolution:

**“THAT** the completion of the related party transaction (the **“Transaction”**), including the performance of all of the Company's obligations under the partnership agreement, the co-investment agreement and the investment management agreement (the agreements as described in the document of which this notice forms part), the incorporation of a Mauritian limited liability company with 3i Group plc (as a limited partner in various English limited partnerships) and any other agreement or arrangement incidental or ancillary to the agreements to which the Company and/or 3i Group plc is or are party in connection with the Transaction, be and are hereby approved and that the directors of the Company be and are hereby authorised to take all such steps as may be necessary or desirable in relation thereto including, without limitation, to cause the partnership agreement, the co-investment agreement, the investment management agreement, the incorporation of the Mauritian limited liability company and any other agreement or arrangement incidental or ancillary to them to which the Company and/or 3i Group plc is or are party in connection with the Transaction, and all matters provided therein or related thereto, to be completed and, at their discretion, to amend, waive, vary or extend any of the terms of any such agreement or any document referred to in them or otherwise connected with the Transaction in whatever way they may consider to be necessary or desirable provided that any such amendment, waiver, variation or extension (as the case may be) is non-material.”