

Company No: 6050675

The Companies Act 1985

Private Company Limited by Shares

ENRC LIMITED

(the "Company")

Written Resolution of the Sole Member

so being passed on July 9, 2007

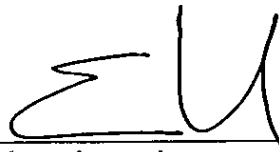
The undersigned, being at the date hereof a duly authorised representative of the sole member of the Company entitled to receive notice of and to attend and vote at a general meeting of the Company convened to consider and, if thought fit, pass the following resolution, and pursuant to section 381A of the Companies Act 1985, hereby passes the following resolution and agrees that such resolution shall be for all purposes as valid and effective as if the same had been passed at a general meeting of the Company duly convened and held, such resolution to take effect as a special resolution

Special Resolution

THAT the memorandum and articles of association of the Company be and are hereby amended as follows

Paragraph 5 of the memorandum of association of the Company, and paragraph 3 of the articles of association of the Company be and are hereby deleted in their entirety and be and are hereby replaced with the following paragraph with numbering as previously arranged

"The share capital of the Company is US\$2,500,000 divided into 250,000,000 ordinary shares of nominal value US\$0.01, ranking pari passu in all respects"



A duly authorised representative of
Eurasian Natural Resources Corporation Plc

