No. 01633971

The Companies Act 1985 Company Limited by Shares Special Resolution

of

NORTHERN & SHELL PLC

At an Extraordinary General Meeting of the Company duly convened and held at Linklaters, One Silk Street, London EC2Y 8HQ on2.Z... November 2000, the following Special Resolution was passed

Special Resolution

1 THAT Articles 33 and 50 are deleted from the Articles of Association of the Company and such Articles of Association are renumbered accordingly.

Chairman

LGAE1H7T 0486
COMPANIES HOUSE 05/12/00