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I hereby certify this to be a true copy of the original

Miss E. C. Ward
Solicitor
2 April 1997

Legal Services

Magnox Electric plc
Berkeley Centre
Berkeley
Gloucestershire
GL13 9PB

THE COMPANIES ACT 1985

SPECIAL RESOLUTION

of

MAGNOX ELECTRIC plc ("the Company")

(passed on 19 March 1997)

THAT pursuant to Article 57 of the Company's Articles of Association, we being all the members of the Company for the time being entitled to receive notice of and to attend and vote at General Meetings of the Company HEREBY RESOLVE as follows:

SPECIAL RESOLUTION

THAT with effect from the passing of this Resolution, the Memorandum and Articles of Association of the Company be altered as follows:-

- (i) Paragraph 22A of Clause 4 of the Memorandum of Association of the Company shall be deleted and the following paragraph 22A shall be inserted in its place:-

"To provide any guarantee or indemnity in respect of the performance or discharge of any obligation or liability by, or otherwise for the benefit of, any person."

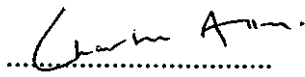
- (ii) In Article 76(1) a new sub-clause 76(1)(g) shall be inserted as follows:-

"that no guarantee or indemnity shall be provided by the Company."

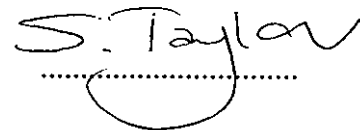
- (iii) In Article 76(1)(e) the word "and" be deleted from the end of the sub-paragraph.



- (iv) In Article 76(1)(f) the full stop at the end of the sub-paragraph be deleted and “;and” be inserted in its place.


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For and on behalf of
the Solicitor for the
affairs of Her
Majesty's Treasury


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For and on behalf of
Secretary of State for
Trade and Industry