

Company Number: 2366852



**Companies Act 1985
and
Companies Act 1989**

Public Company Limited by Shares

**Ordinary Resolution
of
London Electricity plc**

At an Extraordinary General Meeting of the Company held at Westminster Central Hall, Storey's Gate, Westminster, London SW1 on 17 January 1996 at 10.00am, the following resolution was passed as an Ordinary Resolution of the Company:-

Ordinary Resolution

1. THAT, subject to the admission of the new ordinary shares of 58 $\frac{1}{3}$ p each in the capital of the Company referred to in sub-paragraphs (b) and (c) of this resolution to the Official List of London Stock Exchange Limited becoming effective in accordance with the rules of London Stock Exchange Limited ("Effective Admission"):
 - (a) each issued and each authorised but unissued ordinary share of 50p in the capital of the Company be and is hereby sub-divided into six ordinary shares of 8 $\frac{1}{3}$ p each in the capital of the Company;
 - (b) immediately thereafter, in respect of each holding of existing ordinary shares at the close of business on 17 January 1996, every seven of the issued ordinary shares of 8 $\frac{1}{3}$ p each in the capital of the Company arising as a result of the sub-division referred to in sub-paragraph (a) of this resolution be and are hereby consolidated into one new ordinary share of 58 $\frac{1}{3}$ p in the capital of the Company PROVIDED THAT there shall be no consolidation in respect of that part of any holding of ordinary shares of 8 $\frac{1}{3}$ p each in the capital of the Company which holding is not exactly divisible by seven; and
 - (c) immediately thereafter, in respect of the authorised but unissued existing ordinary shares at the close of business on 17 January 1996, every seven of the authorised but unissued ordinary shares of 8 $\frac{1}{3}$ p each in the capital of the Company arising as a result of the sub-division referred to in sub-paragraph (a) of this resolution be and are hereby consolidated into one new ordinary share of 58 $\frac{1}{3}$ p in the capital of the Company PROVIDED THAT there shall be no consolidation of such part of the total number

of authorised but unissued ordinary shares of 8 $\frac{1}{3}$ p each in the capital of the Company which is not exactly divisible by seven.



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Company Secretary