

# London Electricity Group plc

Company No:  
2366852

The Companies Acts 1985 and 1989

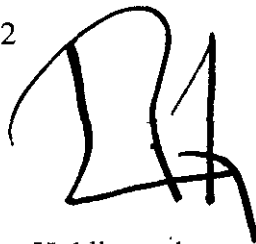
We, the undersigned, being all the Members for the time being of the above-named Company entitled to receive notice of and to attend and vote at General Meetings hereby pass the following Resolutions as Ordinary Resolutions and agree that the said Resolutions shall, pursuant to the Articles of Association of the Company, for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held.

## Ordinary Resolutions

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1. *"That the capital of the Company be increased from £800,000,001 to £1,300,000,001 by the creation of 857,191,840 ORDINARY OF 58 1/3 PENCE shares of £0.5833 each ranking pari passu in all respects with the existing ORDINARY OF 58 1/3 PENCE shares in the capital of the Company."*
2. *"That the directors be and they are hereby generally and unconditionally authorised pursuant to section 80 of the Companies Act 1985 to exercise any power of the Company to allot and grant rights to subscribe for or to convert securities into shares of the Company up to a maximum nominal amount equal to the nominal amount of the authorised but unissued share capital at the date of the passing of this resolution. Provided that the authority hereby given shall expire 5 years after the passing of this resolution unless previously renewed or varied save that the directors may, notwithstanding such expiry, allot any shares or grant any such rights under this authority in pursuance of an offer or agreement so to do made by the Company before the expiry of this authority."*

Passed on: 25<sup>th</sup> July 2002



London Electricity Group Holdings plc  
(Member: £0.5833 Ordinary Shareholder)



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