Company No: 2746641

THE COMPANIES ACT 1985 COMPANY LIMITED BY SHARES

ELECTIVE RESOLUTION of MIDLANDS ELECTRICITY RETAIL LIMITED

passed 9 September 1994

At the Extraordinary General Meeting of the Company held at Bicoster on 9 September 1994 the following resolution was duly passed as an Elective Resolution:

ELECTIVE RESOLUTION

"That the Company dispense with the need to hold Annual General Meetings in accordance with S.366A Companies Act 1985".

J Bradley
Secretary

A12 *A5SG04MD* 396 COMPANIES HOUSE 13/09/94