



"A share premium account or a capital redemption reserve and any reserve or profit and loss account which is not available for distribution may, for the purposes of this Article, only be applied in paying up in full or in part unissued Shares to be allotted to members of the Company as fully or partly paid bonus Shares."

- (3) THAT pursuant to and in accordance with Section 80 of the Companies Act 1985 (the "Act") the Board be and is hereby generally and unconditionally authorised to exercise all powers of the Company to allot relevant securities (within the meaning of Section 80 of the Act) up to an aggregate nominal amount of £56,066,260;
- (4) THAT the sum of £17,820,940p standing to the credit of the Revaluation Reserve in the books of account of the Company be capitalised and applied in paying up as to 0.0001 pence each 17,820,940 unissued Deferred Shares of £1 each to be allotted to existing ordinary shareholders of the Company by way of bonus issue as Deferred Shares of £1 each credited as partly paid as to 0.0001pence each as follows:

Member	Bonus Issue (number of Deferred Shares)
Amerada Hess Limited	891,047
BG Energy Holdings Limited	3,564,188
Conoco (UK) Limited	1,782,094
Distrigaz SA	1,782,094
TotalFinaElf Gas and Power UK Limited	1,782,094
National Power Plc	891,047
OAO Gazprom	1,782,094
Ruhrgas UK Exploration and Production Limited	1,782,094
Snam International Gas UK Limited SNAM INTERNATIONAL BV	891,047
BP Gas Marketing Limited	1,782,094
BG North Sea Holdings Limited	891,047
	17,820,940

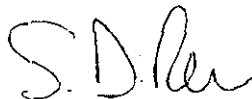
(the "Bonus Issue");

- (5) THAT subject to a clearance from the Inland Revenue being received, pursuant to section 707 of the Income and Corporation Taxes Act 1988, as amended in relation to the proposed capitalisations and subsequent capital reductions set out in these resolutions that the sum of £17,820,922.17906 be capitalised and applied in paying up in full the amounts remaining unpaid on each and every Deferred Share of £1 each in the capital of the Company; and

(2)

- (6) THAT subject to and conditional upon resolution (3) above being approved and taking effect the share capital of the Company be reduced by cancelling and extinguishing each and every Deferred Share of £1 each in the capital of the Company.

Signature:



Print name:

S. D. Roser

Date:

21/9/2000

duly authorised for and on behalf of Amerada Hess Limited

Signature:

Print name:

Date:

2000

duly authorised for and on behalf of BG Energy Holdings Limited

Signature:

Print name:

Date:

2000

duly authorised for and on behalf of Conoco (UK) Limited

Signature:

Print name:

Date:

2000

duly authorised for and on behalf of Distrigaz SA

Signature:

Print name:

Date:

2000

duly authorised for and on behalf of TotalFinaElf Gas and Power UK Limited

- (6) THAT subject to and conditional upon resolution (3) above being approved and taking effect the share capital of the Company be reduced by cancelling and extinguishing each and every Deferred Share of £1 each in the capital of the Company.

Signature:

Print name:

Date:

2000

duly authorised for and on behalf of Amerada Hess Limited

Signature:



Print name:

J. V. SURRALL

Date:

20/9/2000

duly authorised for and on behalf of BG Energy Holdings Limited

Signature:

Print name:

Date:

2000

duly authorised for and on behalf of Conoco (UK) Limited

Signature:

Print name:

Date:

2000

duly authorised for and on behalf of Distrigaz SA

Signature:

Print name:

Date:

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duly authorised for and on behalf of TotalFinaElf Gas and Power UK Limited

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Print name:

Date:

2000

duly authorised for and on behalf of Amerada Hess Limited

Signature:

Print name:

Date:

2000

duly authorised for and on behalf of BG Energy Holdings Limited

Signature:



Print name: M. D. GRIFFITHS

Date: 20 / 9 / 2000

duly authorised for and on behalf of Conoco (UK) Limited

Signature:

Print name:

Date:

2000

duly authorised for and on behalf of Distrigaz SA

Signature:

Print name:

Date:

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duly authorised for and on behalf of TotalFinaElf Gas and Power UK Limited

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Print name:

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Print name:

Date:

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duly authorised for and on behalf of Distrigaz SA

Signature:



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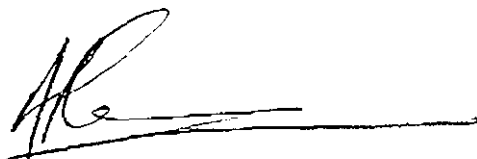
DOMINIQUE LEGROS

Date:

20 July 2000

duly authorised for and on behalf of TotalFinaElf Gas and Power UK Limited

Signature:



Print name:

Mr A. P. Coore-Annon

Date: *22/9/2000*

duly authorised for and on behalf of National Power Plc

Signature:

Print name:

Date:

2000

duly authorised for and on behalf of OAO Gazprom

Signature:

Print name:

Date:

2000

duly authorised for and on behalf of Ruhrgas UK Exploration & Production Limited

Signature:

Print name:

Date:

2000

duly authorised for and on behalf of Snam International Limited

Signature:

Print name:

Date:

2000

duly authorised for and on behalf of BP Gas Marketing Limited

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Signature:

Print name:

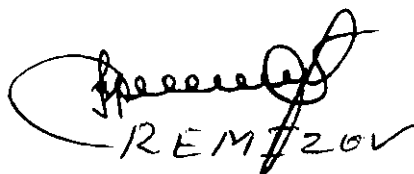
Date:

2000

duly authorised for and on behalf of National Power Plc

Signature:

Print name:

 REMIZOV

Date: 22.09.2000

duly authorised for and on behalf of OAO Gazprom

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Signature:

Print name:

Date:

2000

duly authorised for and on behalf of Ruhrgas UK Exploration & Production Limited

Signature:

Print name:

Date:

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duly authorised for and on behalf of Snam International Limited

Signature:

Print name:

Date:

2000

duly authorised for and on behalf of BP Gas Marketing Limited

Signature:

Print name:

Date:

2000

duly authorised for and on behalf of National Power Plc

Signature:

Print name:

Date:

2000

duly authorised for and on behalf of OAO Gazprom

Signature:

Neumann

Print name:

DR. L. NEUMANN

Date:

22/09/2000

duly authorised for and on behalf of Ruhrgas UK Exploration & Production Limited

Signature:

Print name:

Date:

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duly authorised for and on behalf of Snam International Limited

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Print name:

Date:

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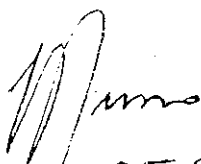
Print name:

Date:

2000

duly authorised for and on behalf of Ruhrgas UK Exploration & Production Limited

Signature:



Print name: SALVATORE RUSSO

Date: 22/9/ 2000

duly authorised for and on behalf of ~~Snam International Limited~~ *SNAM INTERNATIONAL BV*

Signature:

Print name:

Date:

2000

duly authorised for and on behalf of BP Gas Marketing Limited

Signature:

Print name:

Date:

2000

duly authorised for and on behalf of National Power Plc

Signature:

Print name:

Date:

2000

duly authorised for and on behalf of OAO Gazprom

Signature:

Print name:

Date:

2000

duly authorised for and on behalf of Ruhrgas UK Exploration & Production Limited

Signature:

Print name:

Date:

2000

duly authorised for and on behalf of Snam International Limited

Signature:



Print name:

D. B. MATHEN

Date:

19 / 9 / 2000

duly authorised for and on behalf of BP Gas Marketing Limited

Signature:



Print name:

S. J. SURRAU

Date: 20/9/2000

duly authorised for and on behalf of BG North Sea Holdings Limited