



**FILE COPY**

**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 3741098

The Registrar of Companies for England and Wales hereby certifies that

**NGG LIMITED**

having changed its name, is now incorporated under the name of

**NATIONAL GRID TWENTY TWO LIMITED**

Given at Companies House on **22nd June 2009**



**\*C03741098L\***

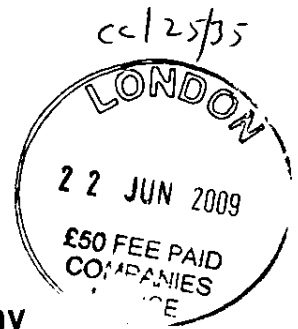


*Companies House*  
— for the record —



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES

NGG Limited  
Registered No. 3741098  
(the "Company")



**Written Resolution of the sole Member of the Company**

**Circulation date: 9 June 2009**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution be passed as a special resolution (the "**Resolution**").

**SPECIAL RESOLUTION**

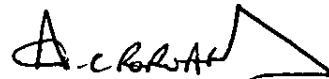
***THAT the name of the Company be changed to 'National Grid Twenty Two Limited'.***

**AGREEMENT**

Please read the notes at the end of this document before signifying your agreement to the Resolution.

The undersigned, a person entitled to vote on the Resolution on 9 June 2009 hereby irrevocably agrees to the Resolution:

Signed by NG Nominees Limited



Date

.....9 June 2009.....

The above Special Resolution was passed as a Written Resolution pursuant to Chapter 2 of Part 13 of the Companies Act 2006 before the date indicated below on which it would otherwise have lapsed, the signatory being the sole member of the Company.



Director/Secretary

**NOTES**

1. If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company either by hand or by post to the Company Secretary at 1-3 Strand, London WC2N 5EH

If you do not agree to the Resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.

2. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.

3. Unless, by 6 July 2009, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date.

MONDAY



LD1

"L4P2BAXY"

22/06/2009

COMPANIES HOUSE

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