

EDF TRADING LIMITED (THE "COMPANY")Written Resolutions

WRITTEN SPECIAL RESOLUTION of the holder of all of the issued shares of €1 each in the capital of the Company in lieu of a general meeting passed pursuant to Article 83 of the Company's Articles of Association and section 381A of the Companies Act 1985 (the "Act").

We, Electricité de France, being the holder of all of the issued shares in the capital of the Company, hereby RESOLVE as follows:

THAT clause 110 shall be modified as follows, "Subject to the provisions of the Act, the Board shall appoint a Chief Executive, who shall be an employee of the Company and may be a Director. Notwithstanding the foregoing, at any time after the date of adoption of these Articles, the Board may appoint one or more or their number to any other executive office under the Company and may enter into an agreement with any Director for his employment by the Company or for the provision by him of any services outside the scope of the ordinary duties of a director. Any appointment of a Director to an executive office shall terminate if he ceases to be a Director, but without prejudice to any claim to damages for breach of the contract of service between the Director and the Company. Any appointment of a Chief Executive shall terminate if he ceases to be an employee of the Company.

The execution of the employment contract between the Company and the Chief Executive of the Company, or any amendment or variation thereof, requires the prior approval of the Board of Directors and the signature of the chairman of the Board".

For and on behalf of Electricité de France



By:

David CAMUS.

26:02:04

Date

