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288a

Please complete in typescript,
or in bold black capitals.

CHFP025

Appointment of director or secretary (NOT for resignation (use Form 288b) or change of particulars (use Form 288c))

Company Number 4314442

Company Name in full National Grid (US) Partner 2 Limited

Date of appointment Day Month Year 04 02 2002 †Date of Birth Day Month Year 27 01 1967

Appointment form

Appointment as director

X

as secretary

Please mark the appropriate box. If appointment is as a director and secretary mark both boxes.

NAME

*Style / Title

Mr.

*Honours etc

Notes on completion
appear on reverse.

Forename(s)

Charles Ralph Ambrose

Surname

Carter

Previous Forename(s)

Previous

Surname(s)

Usual residential address

Ketley Oast, Rosemary Lane, Flimwell

Post town

Wadhurst

Postcode

TN5 7PS

County / Region

East Sussex

Country

United Kingdom

†Nationality

British

†Business occupation

Chartered Accountant

†Other directorships
(additional space overleaf)

See attached schedule

I consent to act as ** director / ~~secretary~~ of the above named company

* Voluntary details.

† Directors only.

**Please delete as appropriate

Consent signature

Charles Carter

Date

04/02/2002

A director, secretary etc must sign the form below.

Signed

A. C. Carter

Date

04/02/2002

(** a director / secretary / administrator / administrative receiver / receiver manager / receiver)

Please give the name, address,
telephone number and, if available,
a DX number and Exchange of
the person Companies House should
contact if there is any query.

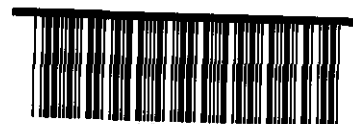
CMS Cameron McKenna

Mitre House, 160 Aldersgate Street, London, EC1A 4DD

Tel 020 7367 3000

DX number 135316

DX exchange BARBICAN 2



LD3
COMPANIES HOUSE

0304
28/03/02

When you have completed and signed the form please send it to the
Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff
for companies registered in England and Wales

or

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB

for companies registered in Scotland

DX 235 Edinburgh

Company Number

4314442

† Directors only.

† Other directorships

N/A.

NOTES

Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line.

Give previous forenames or surname(s) except:

- for a married woman, the name by which she was known before marriage need not be given.
- for names not used since the age of 18 or for at least 20 years

A peer or individual known by a title may state the title instead of or in addition to the forenames and surname and need not give the name by which that person was known before he or she adopted the title or succeeded to it.

Other directorships.

Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years.

You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was

- dormant
- a parent company which wholly owned the company making the return, or
- another wholly owned subsidiary of the same parent company.