

Company Number: 4547949

NATIONAL GRID TWENTY LIMITED
(the "Company")

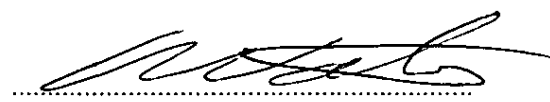
MEMORANDUM OF COMPLIANCE

Memorandum of compliance made for the purposes of section 644(5) of the Companies Act 2006 (the "Act") on 16 October 2009

We, the Directors named below (being all the Directors of the Company as at the date of this memorandum), confirm that the solvency statement made by us pursuant to section 643 of the Act dated 16 October 2009:

- (i) was made not more than 15 days before the date on which the resolutions resolving to reduce the Company's share capital were passed; and
- (ii) was provided to the sole member of the Company on 16 October 2009 in accordance with section 642(2) of the Act.

Signed by:


CHRISTOPHER JOHN WATERS

Date 16/10/09


MARK ANTONY DAVID FLAWN

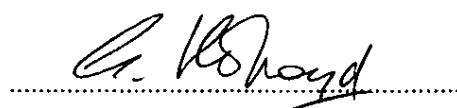
Date 16/10/09


ALEXANDRA MORTON LEWIS

Date 16/10/09


ANDREW JONATHAN AGG

Date 16/10/09


GEOFFREY HOLROYD

Date 16/10/09


MELISSA JANE SELLARS

Date 16/10/09



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