

Company No. 5615669


THE COMPANIES ACTS 1985 AND 1989
PRIVATE COMPANY LIMITED BY SHARES
E.ON UK ENERGY SERVICES LIMITED
WRITTEN RESOLUTIONS OF THE COMPANY

The following resolutions were passed as written resolutions by the sole member of the Company entitled to receive notice of and to attend and vote at general meetings of the Company on 8 June 2006.

WRITTEN RESOLUTIONS

- 1 That the authorised share capital of the Company be increased from £1,000 to £1,000,000 by the creation of 999,000 ordinary shares of £1 each in the capital of the Company, each ranking pari passu for all purposes with the existing ordinary shares of £1 each in the capital of the Company.
- 2 That the directors are generally and unconditionally authorised, for the purposes of Section 80 of the Companies Act 1985, to exercise any power of the Company to allot, and grant rights to subscribe for or convert securities into, shares of the Company up to the amount of £1,000,000 for the period of 5 years from the date of the adoption of this resolution and the directors may, after that period, allot any shares or grant any such rights under this authority in pursuance of an offer or agreement so to do made by the Company within that period. The authority hereby given may at any time (subject to the said Section 80) be renewed, revoked or varied by ordinary resolution of the Company in general meeting.

Certified:


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James Jones
Secretary

Date: 8 June 2006

