

Company No: 6140457

**RESOLUTION OF
NATIONAL GRID UK PENSION SCHEME TRUSTEE LIMITED ('the Company')**

The following Special Resolution was passed by the members of the Company at a General Meeting held on 25 September 2013, at the offices of Sacker & Partners LLP, 20 Gresham Street, London EC2V 7JE

'SPECIAL RESOLUTION:

That the Articles of Association of the Company be amended as follows:

(i) Article 17(2) shall be amended by replacing all references to 5 years in that Article with a reference to 6 years

(ii) The following is added to the end of Article 6(2)

"For the avoidance of doubt, this may include prevailing over the voting requirements set out in Article 7(1) and/or the quorum requirements set out in Article 10(2) "

A copy of the amended Articles of Association is at Annex A to this Resolution.



**D C Forward
Secretary**



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