

**Company Number: 8241182**

The Companies Act 2006

Company Limited by Shares

**RWE Npower Retail Limited**

Circulated on 10<sup>th</sup> December 2012 ("the Circulation Date")

Written Resolution of Member in Lieu of Meeting pursuant to Chapter 2 of Part 13 of the Companies Act 2006

## **WRITTEN RESOLUTION**

We, the undersigned, being all the members of the company who, at the date of this resolution would be entitled to attend and vote at general meetings of the company **HEREBY PASS** the following resolution as a special resolution

**It is resolved:**

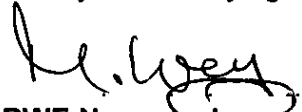
**THAT** the name of the company be changed to

RWE Npower Group Limited

## **AGREEMENT**

Please read the notes at the end of this document before signifying your agreement to the Resolution

The undersigned, a person entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agrees to the Resolution

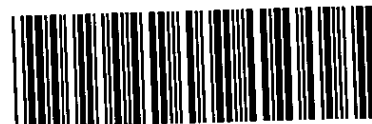
  
**RWE Npower plc**

Dated 11/12/12

## **NOTES**

- 1 If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company Secretary at Trigonos, Windmill Hill Business Park, Whitehill Way, Swindon, SN5 6PB
- 2 If you do not agree to the Resolution, you do not need to do anything you will not be deemed to agree if you fail to reply
- 3 Once you have indicated your agreement to the Resolution, you may not revoke your agreement
- 4 Unless sufficient agreement has been received for the Resolution to pass before the end of the period of 28 days beginning on the Circulation Date, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date

TUESDAY



\*A1NK7QFY\*

A27

11/12/2012

#164

COMPANIES HOUSE



**FILE COPY**

**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 8241182

The Registrar of Companies for England and Wales hereby certifies that  
under the Companies Act 2006:

**RWE NPOWER RETAIL LIMITED**

a company incorporated as private limited by shares; having its registered  
office situated in England/Wales; has changed its name to:

**RWE NPOWER GROUP LIMITED**

Given at Companies House on **12th December 2012**

