

# COMPANIES ACT 1985

## RESOLUTION OF THE SHAREHOLDERS OF UNITED ENERGY plc



PASSED 12 June 1996

At the Annual General Meeting of the above Company duly convened and held at 62 Threadneedle Street, London EC2 8HP, the following Resolution was duly passed:

THAT

Pursuant to Resolution 16(2) of the Uncertificated Securities Regulation 1996 ("The Regulations") IT WAS RESOLVED that:

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

- (a) by the insertion in the third line of Article 31.1, after the words "to a person of whom it does not approve ....", of the words "PROVIDED THAT such refusal shall not prevent dealings in such shares from taking place on an open and proper basis ....." ;
- (b) by the deletion of the words "when the said notice under Section 212 (or as otherwise provided in this Article) has ...." where they appear in Articles 40.1 and 40.3 and the substitution therefor of the words "within seven days of the said notice under Section 212 (or as otherwise provided in this Article) having ....." and by the deletion of the words "shall only apply for so long as the information requested pursuant to this Article 40.2 has not been supplied to the Company or until the Board is satisfied ....." where they appear in Article 40.2 and the substitution therefor of the words "shall cease to apply no later than seven days after the