

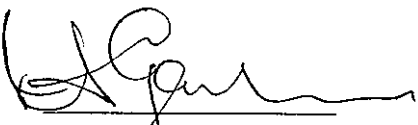
**THE COMPANIES ACT 1985**  
**COMPANY LIMITED BY SHARES**

**Special Resolution**  
**of**  
**the holders of 'A' Shares in**  
**British Gas Trading Limited**

**At an Extraordinary General Meeting** of the holders of 'A' Shares of the Company duly convened and held on 23 December 1996 at The Adelphi, 1-11 John Adam Street, London WC2N 6HT the following Resolution was duly passed as a Special Resolution:

**Special Resolution**

That Article 4 of the Articles of Association of the company be amended by the deletion from paragraph 4.4.1 of the phrase "but in point of time immediately prior thereto" and the substitution therefore of the phrase "and in point of time simultaneously therewith".

  
Chairman

