

G

COMPANIES FORM No. 123

Notice of increase in nominal capital

123

CHFP025

Please do not
write in
this margin

Pursuant to section 123 of the Companies Act 1985

Please complete
legibly, preferably
in black type, or
bold block lettering

To the Registrar of Companies
(Address overleaf)

For official use

Company number

1111

03181389

Name of company

* TXU DIRECT SALES LIMITED (IN LIQUIDATION)

* insert full name
of company

gives notice in accordance with section 123 of the above Act that by resolution of the company
dated 2 AUGUST 2005 the nominal capital of the company has been

increased by £ 20,000,000 beyond the registered capital of £ 500,000,000.

A copy of the resolution authorising the increase is attached. †

The conditions (eg. voting rights, dividend rights, winding-up rights etc.) subject to which the new
shares have been or are to be issued are as follows :

Please see attached.

† the copy must be
printed or in some
other form approved
by the registrar

Please tick here if
continued overleaf

✓

‡ Insert
Director,
Secretary,
Administrator,
Administrative
Receiver or
Receiver
(Scotland) as
appropriate

Signed

Designation ‡

JOINT
LIQUIDATOR

Date

2 AUGUST 2005

Presentor's name address and
reference (if any) :

Herbert Smith
Exchange House
Primrose Street
London

EC2A 2HS

4964/30850086

For official Use
General Section

Post room



A35
COMPANIES HOUSE

A855F7Q4

0572
11/08/05

2005 DEFERRED SHARES

The 2005 Deferred Shares shall confer upon the holders the following rights subject to the following restrictions, namely:

Income

The holders of the 2005 Deferred Shares shall not be entitled to participate in the profits of the Company.

Capital

The holders of the 2005 Deferred Shares shall not have any right to participate in any distribution of the Company's assets on a winding up or other distribution except that after the return of £1,000,000 in respect of each share of every other class of share in the capital of the Company, there shall be distributed amongst the holders of the 2005 Deferred Shares the excess pro rata to the number of 2005 Deferred Shares in issue.

Voting and General Meetings

The holders of the 2005 Deferred Shares shall not be entitled in respect of their holdings of such shares to receive notice of any General Meeting or to attend, speak or vote at any General Meeting.

Issue

Any administrator or liquidator appointed to the Company in accordance with the provisions of the Insolvency Act 1986 have the power to issue and allot the 2005 Deferred Shares.