

NOTICE OF EXTRAORDINARY RESOLUTION

TXU DIRECT SALES LIMITED

(Number of Company 03181389)

(Pursuant to Section 378(1) of the Companies Act 1985 and Section 84(1)(c) of the Insolvency Act 1986)

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Passed: 30 September 2003

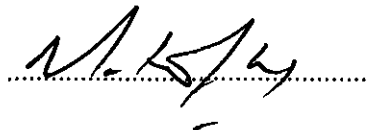
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At an EXTRAORDINARY GENERAL MEETING of the Company, duly convened and held at Becket House, 1 Lambeth Palace Road, London, SE1 7EU on 30 September 2003, the following resolution was passed as an EXTRAORDINARY RESOLUTION:

"THAT it has been proved to the satisfaction of this meeting that the Company cannot by reason of its liabilities continue its business, and that the Company be wound up voluntarily".

"THAT the Joint Liquidators be authorised to divide all or any part of the assets of the Company in specie as they shall think fit amongst the members of the Company. "

Signature



Name of signatory

Martin Stanley

Chairman

