

Please complete in typescript, or in bold black capitals.

COMPANIES HOUSE FEE PAID EDINBURGH

Application by a private company for re-registration as a public company

CHFP055

Company Number 189125

Company Name in full

SP Distribution Limited

SP Distribution plc

applies to be re-registered as a public company by the name of:

Please insert full name of company amended to make it appropriate for this company as a public limited company.

Please delete if section 44 of

the Act does not apply.

and for that purpose delivers the following documents for registration:

- 1. A declaration on form 43(3)(e) by a director or secretary, according to section 43(3)(e) of the Companies Act 1985
- 2. A printed copy of the memorandum and articles as altered in pursuance of the special resolution under section 43(1)(a) of the above Act
- 3. A copy of the auditors written statement in relation to section 43(3)(b) of the above Act
- 4. A copy of the relevant balance sheet with the auditors unqualified report
- 5- A copy of any valuation report.

Signed

27 OCT 2002

† Please delete as appropriate.

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query

Assistant Secretary **ScottishPower** 1 Atlantic Quay

rl/ secretary

Glasgow G2 8SP Tel: 0141 566 4600

COMPANIES HOUSE

31/10/02

Form revised July 1998

When you have completed and signed the form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff for companies registered in England and Wales or

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB DX 235 Edinburgh for companies registered in Scotland