

To the Company Secretaries of:

Central Networks East Plc

Company Number 2366923
WESTWOOD WAY
WESTWOOD BUSINESS PARK
COVENTRY
CV4 8LG

Central Networks West Plc

Company Number 3600574
WESTWOOD WAY
WESTWOOD BUSINESS PARK
COVENTRY
CV4 8LG

EDF Energy Networks (EPN) Plc

Company Number 2366906
40 GROSVENOR PLACE
VICTORIA
LONDON
SW1X 7EN

EDF Energy Networks (LPN) PLC

Company Number 3929195
40 GROSVENOR PLACE
VICTORIA
LONDON
SW1X 7EN

EDF Energy Networks (SPN) PLC

Company Number 3043097
40 GROSVENOR PLACE
VICTORIA
LONDON
SW1X 7EN

Electricity North West Limited

Company Number 2366949
DALTON HOUSE
104 DALTON AVENUE
BIRCHWOOD PARK
BIRCHWOOD
WARRINGTON
WA3 6YF

Northern Electric Distribution Limited

Company Number 2906593
LLOYDS COURT
78 GREY STREET
NEWCASTLE UPON TYNE
NE1 6AF

Scottish Hydro Electric Power Distribution Plc

Company Number SC213460
INVERALMOND HOUSE
200 DUNKELD ROAD
PERTH
PH1 3AQ

Southern Electric Power Distribution Plc

Company 4094290
55 VASTERN ROAD
READING
BERKSHIRE
RG1 8BU

SP Distribution Limited

Company Number SC189125
1 ATLANTIC QUAY
ROBERTSON STREET
GLASGOW
G2 8SP

SP Manweb Plc

Company Number 2366937
3 PRENTON WAY
PRENTON
CH43 3ET

Western Power Distribution (South Wales) Plc

Company Number 2366985
AVONBANK
FEEDER ROAD
BRISTOL
BS2 0TB

Western Power Distribution (South West) Plc

Company Number 2366894
AVONBANK
FEEDER ROAD
BRISTOL
AVON
BS2 0TB

Yorkshire Electricity Distribution Plc

Company Number 4112320
LLOYDS COURT
78 GREY STREET
NEWCASTLE UPON TYNE
NE1 6AF

**MODIFICATION PURSUANT TO SECTION 11 OF THE ELECTRICITY ACT 1989 OF
CERTAIN ELECTRICITY DISTRIBUTION LICENCES GRANTED OR TREATED AS
GRANTED UNDER SECTION 6(1)(C) OF THE ELECTRICITY ACT 1989, AND**

**NOTICE PURSUANT TO SECTION 49A OF THE ELECTRICITY ACT 1989 OF THE
REASONS FOR THE DECISION OF THE GAS AND ELECTRICITY MARKETS
AUTHORITY TO MODIFY THE ELECTRICITY DISTRIBUTION LICENCES**

WHEREAS

1. In accordance with section 11(2) of the Electricity Act 1989 (the “Act”), the Gas and Electricity Markets Authority (the “Authority”) gave notice on 29 April 2008 on the Ofgem website (www.ofgem.gov.uk) (the “Notice”)¹ that it proposed to modify each of the electricity distribution licences treated as granted under section 6(c) of the Act (the “Licences”) to the following electricity distributors (the “Licensees”):
 - a. Central Networks East Plc (Company Number 2366923)
 - b. Central Networks West Plc (Company Number 3600574)
 - c. EDF Energy Networks (EPN) Plc (Company Number 2366906)
 - d. EDF Energy Networks (LPN) Plc (Company Number 3929195)
 - e. EDF Energy Networks (SPN) Plc (Company Number 3043097)
 - f. Electricity North West Limited (Company Number 2366949)
 - g. Northern Electric Distribution Limited (Company Number 2906593)
 - h. Scottish Hydro Electric Power Distribution Plc (Company Number SC213460)
 - i. Southern Electric Power Distribution Plc (Company Number 4094290)
 - j. SP Distribution Limited (Company Number SC189125)
 - k. SP Manweb Plc (Company Number 2366937)
 - l. Western Power Distribution (South Wales) Plc (Company Number 2366985)
 - m. Western Power Distribution (South West) Plc (Company Number 2366894)
 - n. Yorkshire Electricity Distribution Plc (Company Number 4112320)
2. The Notice proposed to modify special condition A1 of the Licences so that, when the modification made under section 11A of the Act to implement the Distribution Licence Review takes effect, the special conditions of the Licences will retain their current meaning.
3. In accordance with section 11(4) of the Act, the Authority gave notice of its intention to make the modifications to the Secretary of State and has not received a direction not to make the modification.
4. Each of the Licensees has given their consent to the modification of their Licence in the manner as set out in the attached Schedule.
5. In accordance with section 49A of the Act, the reasons for the decision of the Authority to make the licence modification changes are contained in the Notice.

¹ <http://www.ofgem.gov.uk/Pages/MoreInformation.aspx?docid=95&refer=Licensing/Work/Notices/ModNotice>

NOW THEREFORE

In accordance with its powers under section 11 of the Act the Authority hereby modifies each of the Licences treated as granted to the Licensees under section 6(1)(c) of the Act in the manner contained in the attached Schedule with effect on and from 1 June 2008.

This document also constitutes the notice of reasons under section 49A of the Act for the Authority's decision to modify the Licences.

Dated the 30th day of May 2008

The official seal of the Gas and Electricity Markets Authority here affixed is authenticated by the signature of

A handwritten signature in black ink, appearing to read 'Rachel Fletcher', written over a light blue horizontal line.

Rachel Fletcher

Director, Distribution

Authorised on behalf of the Gas and Electricity Markets Authority

Schedule 1

Paragraph 1 of special condition A1 shall be amended by the inclusion of the following underlined wording.

SPECIAL CONDITION A1 - Definitions and interpretation

1. Unless the context otherwise requires, words and expressions used in the standard conditions of this licence in the form which those conditions were in force at 31 May 2008 have the same meaning when used in the special conditions.