

Lower Fitzwilliam Street, Dublin 2, Ireland. Telephone: 01-702 7102 / 676 5831. Fax: 01-677 8463.

Sráid MacLiam Íochtar, Baile Átha Cliath 2, Éire.

International Swaps and Derivatives Association, Inc.

Your ref:

One New Change London EC4M 9OO

Our ref:

UK

Dear Sirs,

EMU Protocol - Adherence

The purpose of this letter is to confirm our adherence to the ISDA EMU Protocol as published by the International Swaps and Derivatives Association, Inc. on 6th May, 1998 (the "Protocol"). The letter constitutes an Adherence Letter as referred to in the Protocol.

The definitions and provisions contained in the Protocol are incorporated into this Adherence Letter, which supplements and forms part of each ISDA Master Agreement between us and each other Adhering Party.

1. Special Terms

| Annex 1 | ISDA EMU Continuity Provision | Applicable |
|---------|-------------------------------|------------|
| Annex 2 | Price Sources | Applicable |
| Annex 3 | Payment Netting | Applicable |
| Annex 4 | EMU Definitions | Applicable |
| Annex 5 | Bond Definitions | Applicable |

2. Appointment as Agent and Release

We hereby appoint ISDA as our agent for the limited purposes of the Protocol and accordingly we waive, and hereby release ISDA from, any rights, claims, actions or causes of action whatsoever (whether in contract, tort or otherwise) arising out of or in any way relating to this Adherence Letter or our adherence to the Protocol or any actions contemplated as being required by ISDA.

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3. Payment

We enclose payment of US\$500, or represent that we have previously made payment of that amount to you, in respect of our adherence to the EMU Protocol.

4. Contact Details

Our contact details for the purposes of this Adherence Letter are:

Name:

Geraldine Heavey

Address:

ESB Head Office, Lr Fitzwilliam Street, Dublin 2

Telephone:

00353 1 7026401

Fax:

00353 1 6778463

We consent to the publication of the conformed copy of this letter by ISDA and to the disclosure by ISDA of the contents of this letter.

Yours faithfully

By: Valerie Little
Valerie Little
Group Treasurer

30 September, 1998