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E ON AG
Form U5A
July 01, 2002

Date of Filing: July 1, 2002

File No. _____

Securities and Exchange Commission
Washington, D.C.

FORM U5A

NOTIFICATION OF REGISTRATION
Filed under Section 5(a) of the
Public Utility Holding Company Act of 1935

The undersigned holding companies hereby notify the Securities and Exchange Commission that they register under and pursuant to the provisions of Section 5(a) of the Public Utility Holding Company Act of 1935 and furnish the following information as to the registrants and subsidiary companies thereof:

1. Exact name of registrants:

- (a) E.ON AG;
- (b) E.ON US Verwaltungs GmbH;
- (c) E.ON UK Verwaltungs GmbH;
- (d) E.ON UK plc.

2. Address of principal executive offices:

E.ON AG, E.ON US Verwaltungs GmbH and E.ON UK Verwaltungs GmbH are located at:

E.ON-Platz 1
40479 Dusseldorf,
Germany

E.ON UK plc is located at

1 Berkeley Street
London W1J8DJ, Great Britain

3. Name and address of officer to whom notices and communications should be addressed:

Notices with respect to all registrants should be sent to:

Ulrich Hueppe
General Counsel, Executive Vice President
Dr. Guntram Wuerzberg
Vice President General Legal Affairs
E.ON AG
E.ON-Platz 1
40479 Dusseldorf,
Germany

4. Required information regarding the registrant and each subsidiary company thereof (indented to reflect parent-subsidiary relationships):

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See Exhibit A hereto.

SIGNATURES

Pursuant to the requirements of the Public Utility Holding Company Act of 1935, the registrants have caused this notification of registration to be duly signed on their behalf in the Cities of Dusseldorf, Germany, and London, Great Britain on the 27th and 26th days of June, 2002, respectively.

E.ON AG

By: /s/ Dr. Erhard Schipporeit

By: /s/ Dr. Rolf Pohlig

Name: Dr. Erhard Schipporeit
Title: Member of the Board of Management

Dr. Rolf Pohlig
Executive Vice Predsident

E.ON US Verwaltungs GmbH

By: /s/ Michael C. Wilhelm

By: /s/ Dr. Rolf Pohlig

Name: Michael C. Wilhelm
Title: Managing Director

Dr. Rolf Pohlig
Managing Director

E.ON UK Verwaltungs GmbH

By: /s/ Michael C. Wilhelm

By: /s/ Hans Gisbert Ulmke

Name: Michael C. Wilhelm
Title: Managing Director

Hans Gisbert Ulmke
Managing Director

Attest: /s/ Dr. Patrick Wolff

Dr. Patrick Wolff
Counsel
E.ON AG

E.ON UK plc.

By: /s/ Stefan Hloch

By: /s/ Arnold Groet

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Name: Stefan Hloch
Title: Director

Arnold Groet
Director

Attest: /s/ Mr. James Quinn

Mr. James Quinn
Slaughter and May

VERIFICATION

Dusseldorf, Germany

The undersigned being duly sworn and deposes state that they have duly executed the attached notification of registration dated June 27, 2002 for and on behalf of:

1. E.ON AG;

that Dr. Erhard Schipporeit is a Member of the Board of Management and that Dr. Rolf Pohlig is a Executive Vice President of E.ON AG, and that they are authorized to sign on behalf of E.ON AG; and that all action by stockholders, directors and other bodies necessary to authorize deponents to execute and file such instrument has been taken. Deponents further say that they are familiar with such instrument and the contents thereof, and that the facts therein set forth are true to the best of their knowledge, information and belief.

/s/ Dr. Erhard Schipporeit

Dr. Erhard Schipporeit
Member of the Board of Management

/s/ Dr. Rolf Pohlig

Dr. Rolf Pohlig
Executive Vice Predsident

2. E.ON US Verwaltungs GmbH

that Michael C. Wilhelm is a Managing Director and that Heinrich Montag is a Managing Director of E.ON US Verwaltungs GmbH, and that they are authorized to sign on behalf of E.ON US Verwaltungs GmbH; and that all action by stockholders, directors and other bodies necessary to authorize deponents to execute and file such instrument has been taken. Deponents further say that they are familiar with such instrument and the contents thereof, and that the facts therein set forth are true to the best of their knowledge, information and belief.

/s/ Michael C. Wilhelm

Michael C. Wilhelm
Managing Director

/s/ Dr. Rolf Pohlig

Dr. Rolf Pohlig
Managing Director

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3. E.ON UK Verwaltungs GmbH

that Michael C. Wilhelm is a Managing Director and that Hans Gisbert Ulmke is a Managing Director of E.ON UK Verwaltungs GmbH, and that they are authorized to sign on behalf of E.ON UK Verwaltungs GmbH; and that all action by stockholders, directors and other bodies necessary to authorize deponents to execute and file such instrument has been taken. Deponents further say that they are familiar with such instrument and the contents thereof, and that the facts therein set forth are true to the best of their knowledge, information and belief.

/s/ Michael C. Wilhelm

/s/ Hans Gisbert Ulmke

Michael C. Wilhelm
Managing Director

Hans Gisbert Ulmke
Managing Director

(Official Seal)

Subscribed and sworn to before me, Dr. Armin Hauschild

a Notary Public,

Zimmerman-Hauschild

NOTARE

this 27 day of June, 2002.

Schadow Arkaden - Blumenstr. 28

40212 Dusseldorf

/s/ Dr. Armin Hauschild

Tel: 0211/86 525-0

My commission expires: August, 2035

Fax: 0211/86 52 525

File No. H 1847 / 2002

I, the undersigned Dr. Armin Hauschild, a German Notary duly admitted and sworn in with official residence at Dusseldorf, Germany, herewith authenticate the signature.

given before me by
Dr. Erhard Schipporeit
with business address 40479 Dusseldorf, E.ON-Platz 1
personally known to me

given before me four times by
Dr. Rolf Pohlig
with business address 40479 Dusseldorf, E.ON-Platz 1
personally known to me

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given before me three times by
Mr. Michael C. Wilhelm
with business address 40479 Dusseldorf, E.ON-Platz 1
personally known to me

given before me twice by
Mr. Hans Gisbert Ulmke
with business address 40479 Dusseldorf, E.ON-Platz 1
personally known to me

given before me by
Dr. Patrick Wolff
with business address 40479 Dusseldorf, E.ON-Platz 1
personally known to me

Dusseldorf, this 27th day of June, 2002

Dr. Hauschild, Notary

[Seal]

VERIFICATION

London, Great Britain

The undersigned being duly sworn and deposes state that they have duly executed the attached notification of registration dated June 26, 2002 for and on behalf of:

4. E.ON UK plc.

that Stefan Hloch is a Director and that Arnold Groet is a Director of E.ON UK plc, and that they are authorized to sign on behalf of E.ON UK plc.; and that all action by stockholders, directors and other bodies necessary to authorize deponents to execute and file such instrument has been taken. Deponents further say that they are familiar with such instrument and the contents thereof, and that the facts therein set forth are true to the best of their knowledge, information and belief.

/s/ Stefan Hloch

/s/ Arnold Groet

Name: Stefan Hloch
Title: Director

Name: Arnold Groet
Title: Director

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(Official Seal)

Subscribed and sworn to before me,

a Notary Public,

this 26th day of June, 2002.

/s/ Ruth M. Campbell

My commission expires:

Notary Public London, England

(Ruth M. Campbell)

My Commission Expires With Life

Cheeswrights

10 Philpot Lane

London

EC3M 8AA

Notaries Public

Exhibit Index

A Information About the Registrants and their Subsidiaries.