

**Directors' Certificate on Threshold Compliance
Statement (Clause 7(1)(c))**

We, ANDY HUNTER and NOEL McLEOD,
being directors of Wellington Electricity Lines Limited certify that,
having made all reasonable enquiry, to the best of our knowledge and
belief, the attached Joint Price Threshold Compliance Statement of
Wellington Electricity Lines Limited and Vector Limited, and related
information, prepared for the purposes of the Commerce Act
(Electricity Distribution Thresholds) Notice 2004 complies with the
requirements of this notice.



Director



Director