COMPANY NUMBER

2180720

THE COMPANIES ACT 1985

AND

THE COMPANIES ACT 1989

COMPANY LIMITED BY SHARES

ORDINARY RESOLUTION

Pursuant to Section 380 Companies Act 1985 of Yorkshire Water First Finance Limited passed 20 September 1996

At an Annual General Meeting of the Members of the above named company, duly convened and held at 2 The Embankment, Sovereign Street, Leeds, LS1 4BG on 20 September 1996, the following ORDINARY RESOLUTION was duly passed:

ELECTION OF AUDITORS

It was proposed by the Chairman and RESOLVED as an Ordinary Resolution THAT Ernst & Young be appointed as auditors of the company in place of the retiring auditors Price Waterhouse and that the directors be authorised to fix their remuneration.

Chairman

A03 *ABJHKP93* 134 COMPANIES HOUSE 25/09/96

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