

Coopers
& Lybrand

business assurance
business recovery and insolvency
corporate finance
management consulting
tax and human resource advice

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your reference

our reference

The Directors
Thames Water Group of Companies
Blake House
Manor Farm Road
Reading
RG2 0JN

Company No: 2249185
THAMES WATER
PRODUCTS LIMITED

20 October 1998

Dear Sirs,

Following the merger of Price Waterhouse and Coopers & Lybrand from 1 July 1998, we have agreed with you that the new firm, PricewaterhouseCoopers will be replacing us as auditors. In accordance with Section 392 of the Companies Act 1985 we give notice that we are resigning as auditors of

Connect 2020 Limited, Thames Water International Services Holdings Limited, Thames Water International Services Limited, Thames Water Overseas Limited, Thames Water Overseas Consultancy Limited, PWT Projects Limited, Water Projects International Limited, Thames Water Products Limited, Simon Hartley Limited, PCI Membrane Systems Limited, TM Products Limited, Thames Water Technologies, Thames Water Environmental Services Limited, Metro Rod Plc, Morgan Collis Group Limited, Subterra Limited, Thames Water Contracting Plc, Thames Water Management Limited, Kennet Properties Limited, Thames Water Investments Limited, Thames Water Property Limited, Thames Water Developments Limited, Binnie Thames Water Limited, St James Homes Limited, Brophy Group Limited, Innova Park Management Company Limited, London Streetworks Limited, Paterson Candy Holst Limited, Subterra Holding Limited, Thames Water (UK) Pension Trustees Limited, Thames Water Pension Trustees (MIS) Limited, Thames Water Pension Trustees Limited, Thames Water Products Overseas, Thames Water Share Scheme Trustees Limited, Thames Water Utilities Finance Plc with immediate effect.

In accordance with Section 394 of the Companies Act 1985, we confirm that there are no circumstances connected with our ceasing to hold office as auditors to the Company that we consider should be brought to the attention of the Company's members or creditors.

Yours faithfully,

Coopers & Lybrand
Coopers & Lybrand

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INVESTOR IN PEOPLE

Lists of the names of the partners in the United Kingdom firms of Coopers & Lybrand and its associate partnerships are open to inspection at the above address and at 1 Embankment Place, London WC2N 6NN, which is the principal place of business.

All partners in the associate partnerships are authorised to conduct business as agents of, and all contracts for services to clients are with, Coopers & Lybrand. Coopers & Lybrand is authorised by the Institute of Chartered Accountants in England and Wales to carry on investment business.

Coopers & Lybrand is a member of Coopers & Lybrand International, a limited liability association incorporated in Switzerland.