

**UNITED UTILITIES UTILITY SOLUTIONS LIMITED (the "Company")**  
**Company Number: 2268728**

**STATEMENT OF THE DIRECTORS OF THE COMPANY**

Made on 19 November 2012

1. THIS IS A STATEMENT OF THE DIRECTORS OF THE COMPANY FOR THE PURPOSES OF SECTION 644(5) OF THE COMPANIES ACT 2006 AND HAS BEEN SIGNED BY EACH OF THE DIRECTORS OF THE COMPANY
2. THE DIRECTORS OF THE COMPANY CONFIRM THAT THE SOLVENCY STATEMENT DATED TODAY AND MADE FOR THE PURPOSES OF SECTION 642 OF THE COMPANIES ACT 2006 IN THE FORM PRESCRIBED BY THE COMPANIES (REDUCTION OF SHARE CAPITAL) ORDER 2008 WAS
  - (a) made not more than 15 days before today's date (being the date on which the special written resolution to reduce the capital of the Company of £94,900,003 (comprising 94,900,003 ordinary shares of £1 each) be reduced to £1 by
    - Cancelling and extinguishing 94,900,002 ordinary shares of £1 each

in accordance with section 642(2) of the Companies Act 2006

Signed



J L GILMORE (on behalf of UU Secretariat Limited)



D M HANNON

  
S L HILLINGWORTH