Company No. 2366678

THE COMPANIES ACT 1985

UNITED UTILITIES WATER LIMITED

At a duly convened general meeting of United Utilities Water Limited held on 12 July 2001 the following special resolution was passed:

IT WAS RESOLVED

THAT pursuant to the provisions of S43, Companies Act 1985, the Company be reregistered as a public company with effect from 31 August 2001 and that the memorandum of association of the Company be thereupon altered as follows:

- (i) by deletion of the existing clause 1 and substituting therefor the following clauses to be numbered 1 and 2
- '1. The Company's name is "United Utilities Water PLC".
- 2. The Company is to be a public company';
- (ii) by renumbering the existing clauses 2, 3, 4 and 5 as clauses 3, 4, 5 and 6.

Chairman

EDX COMPANIES HOUSE 9 /8/01