

THE COMPANIES ACTS 1985 AND 1989

WRITTEN RESOLUTIONS

OF

UNITED UTILITIES WATER PLC

On 22 March 2006, the members of the Company entitled to attend and vote at general meetings of the Company, agreed to and passed the following written resolutions:

- 1 That the authorised share capital of the Company be and is hereby increased from £973,437,000 to £1,373,437,000 by the creation of 400,000,000 ordinary shares of £1 each in the capital of the Company, such shares to rank pari passu in all respects with the existing shares in the capital of the Company; and
- 2 That the Directors be and they are hereby generally and unconditionally authorised in accordance with section 80 Companies Act 1985 to exercise all powers of the Company to allot relevant securities up to a maximum nominal amount equal to the nominal amount of the authorised but unissued share capital at the date of passing of this resolution for a period of five years from the date of the passing of this resolution but so that this authority shall allow the Company to make offers or agreements before the expiry of this authority which would or might require relevant securities to be allotted after such expiry.
- 3 That the directors be and are hereby empowered to allot any equity securities (as defined in section 94(2) of the Act) of the Company pursuant to the authority conferred by resolution 2 above as if section 89(1) of the Act did not apply to any such allotment provided that:
 - (a) the authority conferred by this resolution shall expire five years from the date of signing of this resolution except that the Company may before such expiry make offers or agreements which would or might require equity securities to be allotted after such expiry and notwithstanding such expiry the Directors may allot equity securities in pursuance of such offers or agreements; and
 - (b) the authority conferred by this resolution shall be limited to the allotment of equity securities of an aggregate nominal amount of £400,000,000.



.....
Company Secretary

