

UNITED UTILITIES WATER LIMITED

Company Number. 02366678 (the "Company")

STATEMENT OF THE DIRECTORS OF THE COMPANY

made on **26** January 2015

- 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 26 January 2015 and made for the purposes of section 642 of the Companies Act 2006 in the form as prescribed by the Companies (Reduction of Share Capital) Order 2008 was
 - (A) made not more than 15 days before 26 January 2015 being the date of the passing of the special written resolution resolving that the share capital of the Company be reduced by cancelling and extinguishing (i) 1,006,637,158 issued ordinary shares of £1 each, (ii) the full amount standing to the credit of the share premium account as at the date of the resolution and (iii) all of the 93,437,000 issued zero coupon preference shares of £1 each, and
 - (B) provided to its member in accordance with section 642(2) of the Companies Act 2006

TUESDAY



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27/01/2015

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COMPANIES HOUSE

Signed



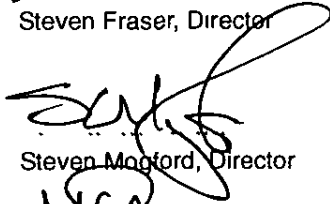
Dr Catherine Bell, Director



Mark Clare, Director



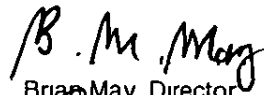
Steven Fraser, Director



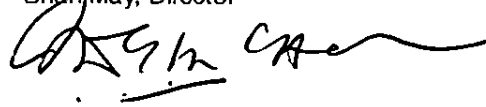
Steven Mofford, Director



Stephen A. Carter, Director



Brian May, Director



Dr John McAdam, Director



Russ Houlden, Director



Sara Weller, Director