

Company number 02366678

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

UNITED UTILITES WATER LIMITED (the "Company")

PROPOSED BY THE BOARD OF DIRECTORS OF THE COMPANY IN ACCORDANCE WITH  
SECTION 291 OF THE COMPANIES ACT 2006

**1. Resolution 1 – authority to allot – ordinary resolution**

THAT the directors shall have the powers given by section 550 of the Companies Act 2006.

**2. Resolution 2 – capitalisation of profits – ordinary resolution**

THAT the £130,000,000 that will stand to the credit of the Company's capital redemption reserve following the redemption of the 130,000,000 7% cumulative redeemable preference shares of £1 each (the "**Preference Share Redemption**") be and is hereby capitalised and appropriated as capital to the sole shareholder of the Company and that the directors be and are hereby authorised to apply such sum in paying up in full 130,000,000 ordinary shares of £1 each in the capital of the Company and to allot and issue such new shares, credited as fully paid up, to the sole shareholder of the Company.

By order of the Board:



Secretary

..30 September 2020.....

Date

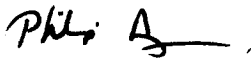
**INFORMATION REQUIRED TO COMPLY WITH SECTION 291(4) OF THE COMPANIES ACT  
2006**

1. Eligible members are the members who would have been entitled to vote on the resolutions on the circulation date of the written resolutions.
2. The circulation date of the written resolutions is 30 September 2020 (the “**Circulation Date**”).
3. The procedure for signifying agreement by an eligible member to the written resolutions is as follows:
  - (A) A member signifies his agreement to the proposed written resolutions when the company receives from him (or someone acting on his behalf) an authenticated document:
    - (i) identifying the resolutions to which it relates, and
    - (ii) indicating his agreement to the resolutions.
  - (B) The document must be sent to the company in hard copy form or in electronic form.
  - (C) A member's agreement to the written resolutions, once signified, may not be revoked.
  - (D) The written resolutions are passed when the required majority of eligible members have signified their agreement to them.
4. The period for agreeing to the written resolutions is the period of 28 days beginning with the Circulation Date (see Section 297 Companies Act 2006).

## AGREEMENT BY ELIGIBLE MEMBERS TO WRITTEN RESOLUTION

I, being the sole member of the Company:

1. confirm that I have received a copy of the above written resolutions in accordance with section 291 of the Companies Act 2006; and
2. hereby resolve and agree that the above resolutions are passed as written resolutions pursuant to Section 288 of the Companies Act 2006 and that resolutions 1 and 2 shall take effect as ordinary resolutions.



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**United Utilities North West Limited**

**Name:** PHIL ASPIN, DIRECTOR

**Title:** 30 September 2020