

Company Registration No: 02435863

THE COMPANIES ACT 2006

Company Limited by Shares

Written Resolutions

Of

THAMES WATER DRAINAGE SERVICES LIMITED (the "Company")

The following resolutions were passed as resolutions of the Company on ⁸~~27~~ September 2018 pursuant to Chapter 2 of Part 13 of the Companies Act 2006. _{JE}

SPECIAL RESOLUTIONS

1. THAT, the Company be wound up voluntarily under section 84(1)(b) of the Insolvency Act 1986.
2. THAT, the Joint Liquidators be authorised to: (i) distribute to the sole member of the Company in specie the whole or any part of the assets, (ii) value any assets and determine how the distribution shall be carried out, and (iii) vest the whole or any part of the assets in trustees upon such trust for the benefit of the sole member as the Joint Liquidators so determine, but no member shall be compelled to accept any assets upon which there is a liability.

ORDINARY RESOLUTIONS

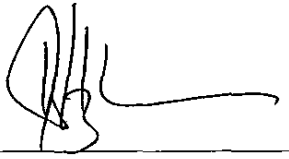
3. THAT, subject to the passing of the above special resolutions, Emma Cray and David Matthew Hammond both of PricewaterhouseCoopers LLP, Cornwall Court, 19 Cornwall Street, Birmingham B3 2DT be appointed as Joint Liquidators of Thames Water Drainage Services Limited, for the purpose of winding up the Company's affairs and distributing its assets, and any act required or authorised under any enactment to be done by the Joint Liquidators is to be done by all or any one or more of the persons for the time being holding office..
4. THAT the Joint Liquidators' fees be fixed by reference to the time properly given by the Joint Liquidators and their staff in attending to matters arising in the winding-up, including those falling outside of statutory duties undertaken at the request of the sole member, such remuneration to be drawn monthly, or at such longer intervals as they may determine.
5. THAT the Company's books and records be held by the sole member to the order of the Joint Liquidators, and may not be destroyed without the permission of the Liquidator which will not be forthcoming until twelve months after dissolution of the Company.

THURSDAY



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6. THAT the Certificate of Appointment of the Joint Liquidators attaching copies of these resolutions be signed for and on behalf of the sole member.

A handwritten signature in black ink, consisting of a large, stylized 'S' followed by a horizontal line.

Secretary

Thames Water Drainage Services Limited
Clearwater Court
Vastern Road
Reading
Berkshire
RG1 8DB