

Price Waterhouse



23 July 1998

PRIVATE AND CONFIDENTIAL

The Directors
Humber Power Limited
South Humber Bank Power Station
South Marsh Road
STALLINGBOROUGH
North East Lincolnshire
DN41 8BZ

Dear Sirs

HUMBER POWER LIMITED (COMPANY NO 2571241)
HUMBERLAND LIMITED (COMPANY NO 2949541)

Following the merger of Price Waterhouse and Coopers & Lybrand from 1 July 1998, we have agreed that the new firm, PricewaterhouseCoopers will be replacing us as auditors. In accordance with Section 392 of the Companies Act 1985 we give notice that we are resigning as auditors of the above companies with effect from 29 July 1998.

In accordance with Section 394 of the Companies Act 1985, we confirm that there are no circumstances connected with our ceasing to hold office as auditors to the companies listed above that we consider should be brought to the attention of the companies' members or creditors.

Yours faithfully

PRICE WATERHOUSE

DIC/IF/JPP

