

Company No 08101550

AFFINITY WATER ACQUISITIONS (INVESTMENTS) LIMITED

(the "Company")

Written Resolution of the Members of the Company

Circulation Date: 20 December 2012

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution (the "Resolution")

Special Resolution

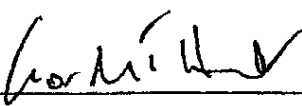
THAT, the directors of the Company having on 20 December 2012 made a solvency statement in accordance with sections 642 and 643 of the Companies Act 2006, the Company's share capital be reduced by £337,368,888.45 by reducing the nominal value of the issued ordinary A shares in the capital of the Company registered in the name of Infracapital F2 Rft S.à r.l and MSIP Dalis B.V from £1 each to £0.01 each.

Agreement

Please read the notes at the end of this document before signifying your agreement to the Resolution.

The undersigned, being each a person entitled to vote on the Resolution on 20 December 2012 hereby irrevocably agrees to the Resolution:

Signed for and on behalf of MSIP Dalis BV:


By G.M.T. Hunt

Its Director A

Date 20 December 2012


By Stichting MSRE Management

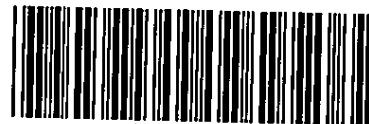
Its Attorney-in-fact

By G.M.T. Hunt

Its jointly authorised director

Date 20 December 2012

FRIDAY

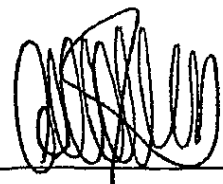


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21/12/2012

#302

COMPANIES HOUSE


By Stichting MSRE Management

Its Attorney-in-fact

By C.C. Kok

Its jointly authorised director

Date 20 December 2012

Signed for and on behalf of Infracapital Rlt F2 Sarl:

By:

Its Category "A" Manager

Date.

By

Its Category "B" Manager

Date.

NOTES

- 1 If you agree to the Resolution please indicate your agreement by signing and dating this document where indicated above and returning it to the Company by hand or by post.
- 2 If you do not agree to the Resolution, you do not need to do anything. you will not be deemed to agree if you fail to reply
- 3 Once you have indicated your agreement to the Resolution, you may not revoke your agreement
- 4 Unless, by midnight on ~~31 JANUARY~~ 2013, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before this time

The above Special Resolution was passed as a written resolution pursuant to Chapter 2 of Part 13 of the Companies Act 2006 on ~~30 DECEMBER~~ 2012, the signatories being duly authorised to sign the written resolution on behalf of the members of the Company who were entitled to vote on the resolution on the date on which the Resolution was first circulated.



Secretary

Company No 08101550

AFFINITY WATER ACQUISITIONS (INVESTMENTS) LIMITED

(the "Company")

Written Resolution of the Members of the Company

Circulation Date: 20 December 2012

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution (the "**Resolution**")

Special Resolution

THAT, the directors of the Company having on 20 December 2012 made a solvency statement in accordance with sections 642 and 643 of the Companies Act 2006, the Company's share capital be reduced by £337,368,888 45 by reducing the nominal value of the issued ordinary A shares in the capital of the Company registered in the name of Infracapital F2 Rift S à r l and MSIP Dalis B V from £1 each to £0 01 each.

Agreement

Please read the notes at the end of this document before signifying your agreement to the Resolution

The undersigned, being each a person entitled to vote on the Resolution on 20 December 2012 hereby irrevocably agrees to the Resolution

Signed for and on behalf of MSIP Dalis BV:

By

Its jointly authorised Managing Director

A

Date

By Stichting MSRE Management

Its Attorney-in-fact

By

Its jointly authorised director

By Stichting MSRE Management

Its Attorney-in-fact

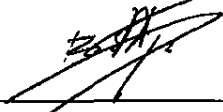
By

Its jointly authorised director

Date

Date

Signed for and on behalf of Infracapital Rift F2 Sarl:

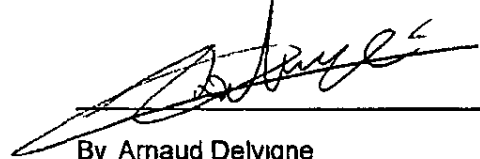


By Antonio Botija

Its. Category "A" Manager

Date

20 DECEMBER 2012



By Arnaud Delvigne

Its. Category "B" Manager

Date

20 DECEMBER 2012

NOTES

- 1 If you agree to the Resolution please indicate your agreement by signing and dating this document where indicated above and returning it to the Company by hand or by post
- 2 If you do not agree to the Resolution, you do not need to do anything you will not be deemed to agree if you fail to reply
- 3 Once you have indicated your agreement to the Resolution, you may not revoke your agreement
- 4 Unless, by midnight on 17 JANUARY 2013, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before this time

The above Special Resolution was passed as a written resolution pursuant to Chapter 2 of Part 13 of the Companies Act 2006 on 20 DECEMBER 2012, the signatories being duly authorised to sign the written resolution on behalf of the members of the Company who were entitled to vote on the resolution on the date on which the Resolution was first circulated



Secretary