

THE COMPANIES ACT 1985

HARTLEPOOL WATER PLC

(Company Number 3017251)

NOTICE OF BOARD RESOLUTION
PASSED UNDER REGULATION 16 (2) OF
THE UNCERTIFICATED SECURITIES REGULATIONS 1995

("the Regulations")

(pursuant to section 380 (4) of the
Companies Act 1985)

At a meeting of the directors of the Company duly convened and held on the 23rd day of February 1996, the following resolution was duly passed as a resolution of the Company:

THAT:

- (a) Title to the 10,000,000 Ordinary Shares of 10p each in the capital of the Company (in issue or to be issued) ("the Shares") may be transferred by means of a relevant system (as defined in the Regulations);
- (b) Such relevant system shall include the relevant system of which CRESTCo Limited is to be the Operator (as defined in the Regulations);
- (c) The Shares shall not include any shares referred to in Regulation 17 of the Regulations; and
- (d) This Resolution shall become effective immediately.

...*A. J. Bateman*.....
Director

