

WRITTEN RESOLUTION OF ALBION WATER LIMITED

PURSUANT TO TABLE A IN THE COMPANIES (TABLES A-F) REGULATIONS 1985 AS INCORPORATED IN THE COMPANY'S ARTICLES OF ASSOCIATION the following resolutions was passed as Elective and Ordinary Resolutions by the sole member of the Company on 28 August 2001.

ORDINARY RESOLUTION

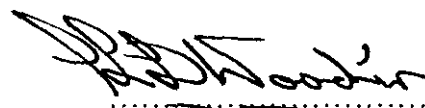
THAT PricewaterhouseCoopers be re-appointed Auditors of the Company.

ELECTIVE RESOLUTION

THAT it is unanimously resolved as an Elective Resolution in accordance with Section 379A of the Companies Act 1985 ("the Act") that the Company hereby elects pursuant to Section 386 of the Act, to dispense with the obligation to appoint auditors annually.

ORDINARY RESOLUTION

THAT consequent upon the passing of the Elective Resolution above, the Board of the Company be and is hereby authorised until further instruction to determine the remuneration of any auditors, whether appointed now or at any time in the future.



K D WOODIER
(Secretary)

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