Registered Number: 3102176

THE COMPANIES ACTS 1985 AND 1989

COMPANY LIMITED BY SHARES

ELECTIVE RESOLUTIONS

-of-

ALBION WATER LIMITED

At an Extraordinary General Meeting of the Company held at Peninsula House, Rydon Lane, Exeter on 12 February 2004 the following Resolution was passed as an Elective Resolution:-

ELECTIVE RESOLUTION

THAT as an Elective Resolution in accordance with Section 379A of the Companies Act 1985 ("the Act") the Company elect:-

pursuant to Section 386 of the Act, to dispense with the obligation to appoint auditors annually.

K D Woodier Company Secretary

ASO *AZOYMSP1*

COMPANIES HOUSE

0352 18/02/04