

SHARE PREMIUM REDUCTION - WRITTEN RESOLUTIONS

NORTH WEST WATER INTERNATIONAL LIMITED (the "Company")

Company No. 2374797

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION OF THE COMPANY PROPOSED BY THE DIRECTORS AND HAVING EFFECT AS A SPECIAL RESOLUTION OF THE COMPANY PURSUANT TO THE PROVISIONS OF PART 13 OF THE COMPANIES ACT 2006

CIRCULATION DATE: 21 August 2023

SPECIAL RESOLUTION:

THAT the issued share capital of the Company of £12.00 (comprising 12 ordinary shares of £1.00 each) be reduced to £1 by:

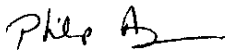
- (i) Cancelling and extinguishing 11 ordinary shares of £1.00 each registered in the Company's register of members in the name of United Utilities PLC (each of which is fully paid up) and the amount by which the share capital is reduced be credited to the Company's distributable reserves.

AND the share premium account of the Company be reduced by £45,000,000 from £45,000,000 to £nil. The £45,000,000 balance of the share premium reserve account is to be credited to the Company's current year reserve.

The undersigned, being as at the circulation date the sole members of the Company pursuant to the provisions of Part 13 of the Companies Act 2006, hereby agree to the resolution set out above.

Signed:

Date: 21/08/2023



Duly authorised, for and on behalf of United
Utilities PLC

TO THE MEMBER:

Please read the following explanatory notes:

NOTES

1. Under the provisions of Part 13 of the Companies Act 2006, the written resolution's will lapse if they are not passed by the end of a period of 28 days beginning with the Circulation Date; however, to comply with the requirements of the Companies Act 2006 in connection with a reduction of capital, the Written Resolution[s] approving the reduction of capital must be passed no later than 15 days of the date of the solvency statement of the directors.
2. The written resolutions are passed on the date and at the time when the relevant majority of eligible members have *signified* their agreement to them.
3. The relevant majority in the case of a Special Resolution, is eligible members holding not less than 75% of the total voting rights of all eligible members.
4. Your agreement is *signified* when the Company receives from you an *authenticated* form of this document.
5. This document is *authenticated* when it is signed and dated by you in the spaces provided.
6. Your agreement, once signified, may not be revoked.
7. If this document is being authenticated by a person acting on behalf of the shareholder/member, then that person must ensure that he is duly authorised to do so.

