

**SOLVENCY STATEMENT BY THE DIRECTORS IN RELATION TO A REDUCTION OF CAPITAL
FOR THE PURPOSES OF SECTION 642 OF THE COMPANIES ACT 2006**

DATED: 27th February 2013

Company Name: MID SOUTHERN WATER LIMITED (the "Company")

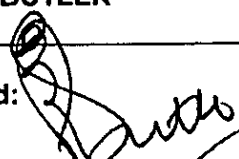
Company Number: 02635467

We, PAUL BUTLER and JOANNE STIMPSON, being all the directors for the time being of the Company state as follows:

1. That the Company is proposing to make a reduction of capital pursuant to the provisions of Sections 642-644 of the Companies Act 2006.
2. That we have made full enquiry into the affairs and prospects of the Company and have formed the opinion that:
 - a) as regards the affairs of the Company at the date of this statement, there is no ground on which the Company could be found to be unable to pay or otherwise discharge its debts; and
 - b) the Company will be able to pay or otherwise discharge its debts as they fall due during the year immediately following the date of this statement.

PAUL BUTLER

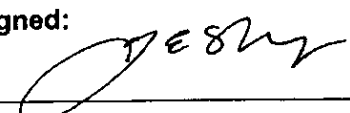
Signed:



Date: 27/2/2013

JOANNE STIMPSON

Signed:



Date: 27/2/2013

**Presenter name and
address:**

**Deloitte LLP
2 New Street Square
London
EC4A 3BZ**

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