

MID SOUTHERN WATER LIMITED (the "Company")

Company No. 02635467

PRIVATE COMPANY LIMITED BY SHARES

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

DATE PASSED: 27th February 2013

I, the undersigned, being the secretary of the Company, hereby certify that the following written resolutions were circulated to all eligible members of the Company and that the written resolutions were received, duly signed by the relevant majority of members and were duly passed on the date stated above.

SPECIAL RESOLUTIONS:

RESOLUTION 1

THAT the capital of the Company of £3,710,279 (comprising 3,454,257 ordinary shares of £1 each, 59,070 non-voting ordinary shares of £1 each and the share premium of £196,952) be reduced to £1 by

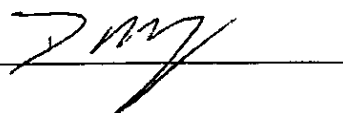
- (i) cancelling and extinguishing 3,454,256 ordinary shares of £1 each, registered in the Company's register of members in the name of Mid-Sussex Water Limited, 4
- (ii) cancelling and extinguishing 59,070 non-voting ordinary shares of £1 each, registered in the Company's register of members in the name of Mid-Sussex Water Limited, and
- (iii) cancelling the whole of the share premium account of £196,952 of the Company 13

RESOLUTION 2

THAT the requisite entries be made in the Company's statutory records and accounts upon the registration of the capital reduction sanctioned pursuant to Resolution 1 and the sum of £3,710,278 (being the share capital sum cancelled by Resolution 1) is credited to the profit and loss account of the Company

Signed

David Murphy
Secretary



Date 27/2/2013



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01/03/2013

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