

WRITTEN RESOLUTION

Company No. 05046791

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

RESOLUTION IN WRITING

of

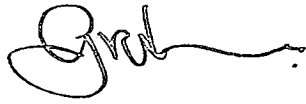
WALES & WEST UTILITIES LIMITED (the "Company")

We, being eligible members representing more than 75 per cent. of the total voting rights of eligible members who at the circulation date of this resolution would have been entitled to vote on the resolution, RESOLVE, in accordance with Chapter 2, Part 13 of the Companies Act 2006, to pass the following resolution which has been proposed as a special resolution:

SPECIAL RESOLUTION

THAT the existing share capital of the Company be reduced from £300,000,001 divided into 300,000,001 ordinary shares of £1.00 each to £1 divided into 1 ordinary share of £1.00, by cancelling and extinguishing 300,000,000 ordinary shares of £1.00 each in the capital of the Company which are registered in the name of Wales and West Utilities Holdings Limited and that the amount of such reduction be and is hereby credited to the distributable reserves of the Company.

[Signature page overleaf]



Signed _____

Print name: Graham Edwards

For and on behalf of Wales & West Utilities Holdings Limited

Dated: 7 December 2023

1. The circulation date of this resolution is 7 December 2023. This resolution has been sent to eligible members who would have been entitled to vote on the resolution on this date. Only such eligible members (or persons duly authorised on their behalf) should sign this resolution.
2. An eligible member can signify his, her or its agreement to the resolution by signing the resolution and by either delivering a copy of the signed resolution to an officer of the Company by hand or by sending a copy of the signed resolution in hard copy form by post to the Company's registered office or by email to Ivo.Basoski@CliffordChance.com..
3. This resolution must be passed within 15 days of the date of its circulation. If this resolution is not passed by such date it will lapse. The agreement of a member to this resolution is ineffective if signified after this date.