

Private and Confidential

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25 May 2005

Our ref: H\NGT\Transco\Blackwater\Resignation as auditors – Blackwater G Limited

Dear Sirs,

Notice of resignation as auditors

In accordance with Section 392 of the Companies Act 1985, we give notice that we are resigning as auditors of Blackwater G Limited, registered number 5167021 with effect from 1st June 2005.

Statutory notice under Section 394

In accordance with Section 394 of the Companies Act 1985, we confirm that there are no circumstances connected with our resignation which we consider should be brought to the notice of the shareholders or creditors of Blackwater G Limited.

Yours faithfully,



PricewaterhouseCoopers LLP

