

**SHAREHOLDERS' RESOLUTION**

**WELLINGTON WATER LIMITED**  
**(the Company)**

**Written resolutions of the Shareholders of the Company pursuant to sections 120 and 122 of the Companies Act 1993 (the Act) and dated 2014**

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- 1 The Shareholders who jointly hold 100 percent of Class A shares in Wellington Water Limited resolve and agree:
- 1.1 That the audited financial statements and the annual report of the Company for the year ended 30 June 2014 have been received.
  - 1.2 That the Auditor General is the auditor of the Company (as required by section 70 of the Local Government Act 2002) and will:
    - (a) hold office from the date of this resolution until the conclusion of the Company's next annual meeting; and
    - (b) audit the Company's financial statements and the group financial statements for the accounting period after the date of this resolution.
  - 1.3 That the auditor's fees and expenses are to be determined by the directors of the company (or their appointed officers) in consultation with the auditor.
  - 1.4 Not to hold an Annual General Meeting.

Signed by the Shareholders, by:

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Authorised person  
Hutt City Council

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Authorised person  
Porirua City Council

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Authorised person  
Upper Hutt City Council

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Authorised person  
Wellington City Council

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Authorised person  
Wellington Regional Council