

To: Whitbread Group PLC

Whitbread Court, Houghton Hall Business Park, Porz Avenue, Dunstable, Bedfordshire,
LU5 5XE

**DIRECTION ISSUED BY THE WATER SERVICES REGULATION AUTHORITY PURSUANT
TO CONDITION A2 OF THE WATER SUPPLY LICENCE ISSUED UNDER SECTION 17A OF
THE WATER INDUSTRY ACT 1991**

Whereas:

1. A decision has been taken to grant a water supply licence (the "Licence") to the company to whom this Direction is addressed (the "Licensee"), under section 17A of the Water Industry Act 1991 (the "Act").
2. The Licence will be subject to the standard conditions for water supply and sewerage licences determined by the Secretary of State.
3. The Water Services Regulation Authority ("Ofwat") has the power pursuant to paragraph (1) of standard condition A2 to direct that any of the conditions in Part A other than conditions 1, 2, 10 and 11, and any condition in any other Part, shall have effect from such date as Ofwat may specify.

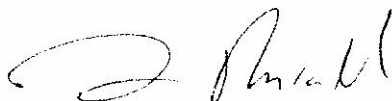
Now therefore:

4. Ofwat hereby directs that the conditions set out below shall have effect in the Licence of the Licensee.

A3 Conduct of Licensee
A5 Emergencies and Unplanned Events
A6 Provision of Information to Relevant Undertakers
A8 Provision of Information to the Authority
A9 Licence Fees
B1 Market Arrangements Code

5. This direction shall take effect on the date that the Licence comes into effect and will remain in effect until such time as Ofwat directs otherwise or revokes the Licence of the Licensee.

Signed for and on behalf of the Water Services Regulatory Authority



John Russell

Senior Director — Strategy and Planning

29 August 2017