

**YORKSHIRE WATER SERVICES LTD NON HOUSEHOLD RETAIL  
COMMITTEE  
TERMS OF REFERENCE**

**DUTIES**

The duties of the Committee shall be to:

- review and provide the strategic direction for management of the Non-Household Retail (“NHHR”) Business (the “Business”) operated on behalf of Yorkshire Water Services Limited (the “Company”) by Kelda Retail (Yorkshire) Limited (“Kelda Retail”);
- keep under review key financial information and material operational issues concerning the Business;
- ensure that the Business acts in a manner consistent with the statutory and regulatory responsibilities of the Company;
- receive reports from the Company’s contract manager and, as required, Kelda Retail or others, on the performance of Kelda Retail in operating the Business on behalf of the Company and more generally on any significant matters or issues pertaining to NHHR;
- keep under review the effectiveness of and controls of the contractual arrangement pursuant to which the Business is operated by Kelda Retail on the Company’s behalf;
- report to the Board in relation to key financial information, material operational or performance issues and other material developments or issues affecting the Business or NHHR more generally.

**MEMBERSHIP**

The members of the Committee shall be appointed by the Board and shall comprise at least two directors.

**CHAIRMAN**

The Chairman of the Committee shall be appointed by the Board.

**Yorkshire Water Non Household Retail Committee Terms of Reference**  
Adopted by the Board of Yorkshire Water Services Limited on 21 April 2016

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<b>ATTENDANCE</b>	Individuals such as the Compliance Officer may be invited to attend for all or part of any meeting of the Committee.
<b>FREQUENCY OF MEETINGS</b>	The Committee shall meet at least twice a year and at such other times as the chairman of the Committee shall require.
<b>ADVISERS</b>	The Committee shall be entitled to seek appropriate professional advice inside and outside the Group.
<b>SECRETARY</b>	The Company Secretary shall be the secretary of the Committee.
<b>QUORUM</b>	The quorum of the Committee shall be governed by the Company's Articles of Association from time to time.
<b>MINUTES</b>	The minutes of meetings of the Committee shall be circulated to all members of the Committee and made available on request to other members of the Board.
<b>REPORTING RESPONSIBILITIES</b>	The Committee chairman shall report formally to the Board on its proceedings after each meeting on all matters within its duties.