

The Directors  
GDF Suez Energy UK Limited  
1 City Walk  
Leeds  
LS11 9DX  
United Kingdom

21 July 2011

Dear Sirs

**GDF SUEZ Energy UK Limited – Registered Number 02706333**

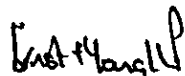
In accordance with section 516 of the Companies Act 2006, we write to notify you of our resignation as auditor of GDF SUEZ Energy UK Limited. This resignation takes effect from the date on which you receive this letter.

In accordance with section 519(2) of that Act, we confirm that there are no circumstances connected with our resignation which we consider should be brought to the attention of the members or creditors of the company.

We draw your attention to the fact that GDF SUEZ Energy UK Limited has its own statutory obligations where we have ceased to hold office (as detailed, in particular, in Sections 517, 520 and 523 of the Act), including, depending on the circumstances, the requirement to notify the appropriate audit authority if we cease to hold office before the end of our term of office as auditors. Further guidance on this notification has been issued by the appropriate audit authorities - the Professional Oversight Board (POB) and the Institute of Chartered Accountants in England and Wales (ICAEW) and can be found on <http://www.frc.org.uk/pob/regulation/companies.cfm> and <http://www.icaew.com/index.cfm?route=155861> respectively.

If you have any questions on your legal obligations we recommend that you seek legal advice.

Yours faithfully



Ernst & Young LLP

FRIDAY



\*AP8ACW8X\*  
A02 29/07/2011 234  
COMPANIES HOUSE



INVESTOR IN PEOPLE

The UK firm Ernst & Young LLP is a limited liability partnership registered in England and Wales with registered number OC300001 and is a member firm of Ernst & Young Global Limited. A list of members' names is available for inspection at 1 More London Place London SE1 2AF the firm's principal place of business and registered office.