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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

THURSDAY



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