DEXIA MANAGEMENT SERVICES LIMITED, Shackleton House, 4 Battle Bridge Lane, London, SE1 2RB (as Security Trustee)

and

DEXIA CRéDIT LOCAL, Shackleton House, 4 Battle Bridge Lane, London, SE1 2RB (as Facility Agent)

23 February 2011

Dear Sirs

North West Fire and Rescue Services PFI Project

To the Facility Agent, the Arranging Banks, the Security Trustee and the Original Lenders, each as defined in the Agreement referred to below.

I refer to the Loan Facilities Agreement dated 23 February 2011 between, amongst others, Balfour Beatty Fire and Rescue NW Limited (CN 07403391) of 6th Floor, 350 Euston Road, Regent's Place, London, NW1 3AX, Balfour Beatty Fire and Rescue Holdings Limited (CN 07404085) of 6th Floor, 350 Euston Road, Regent's Place, London, NW1 3AX and yourselves (the "Agreement"). Terms defined and references construed in the Agreement have the same meaning and construction in this Certificate.

I, Anthony Harold, being the Service Solicitor for Lancashire Combined Fire Authority (the "Authority") am duly authorised by the Authority to deliver this Certificate and make the following certification:

1. **"Alcatel" Letter**

   Attached at Appendix 1 is a true copy of the letter sent on behalf of the Authority to Safer Communities for the North West.

This certificate is given by me on behalf of the Authority without incurring personal liability.

Anthony Harold

on behalf of Lancashire Combined Fire Authority

APPENDIX 1

Merseyside FIRE & RESCUE SERVICE

"An Excellent Authority"

Derek Sharkey
Bid Manager
Safer Communities for the North West
C/o Cyril Sweett Investments Limited
2nd Floor
180 St. Vincent Street
Glasgow
G2 5SG

Colin Schofield
North West Fire PFI Project Manager
Service Headquarters
Bridle Road
Bootle
Merseyside
L30 4YD

Telephone: 0151 296 4000
(Your call may be recorded)

Extn: 4203 Mr C Schofield

Direct Line: 0151 296 4203
Fax: 0151 296 4224

Email: colinschofield@merseyfire.gov.uk

Web Site: www.merseyfire.gov.uk

Your ref: Our ref: PFI/SST/CS/AM Date: 23rd March 2010

Dear Derek,

North West Fire and Rescue Services PFI Project ("the Project")

Thank you for submitting your Final Tender for the Project.

The evaluation process is now complete and the purpose of this letter is to inform you of our decision to award the contract for the Project to Balfour Beatty Fire and Rescue.

As you are aware, we undertook a detailed review of the Final Tenders received in accordance with the disclosed evaluation methodology and criteria set out in section 4 and Appendices 8 & 9 of the Call for Final Tenders. The criteria and weightings for the qualitative evaluation were:

(a) Technical 70%;
(b) Financial and Commercial 20%; and
(c) Legal and Contractual 10%.

The above criteria were further sub-divided into sub-criteria which were detailed in Appendices 8 & 9 of the Call for Final Tenders which are discussed further below.

In addition, a quantitative evaluation of the Net Present Value of the total Annual Unitary Payment was also undertaken as set out in Appendix 8 of the Call for Final Tenders.

As a result of the evaluation carried out in accordance with the evaluation methodology disclosed in the Call for Final Tenders, the Authorities have decided that the most economically advantageous tender was submitted by Balfour Beatty Fire and Rescue.

Beacon Authority 2004-2005 Services for Older People

Energy Efficiency Accredited

Positive About Disabled People

In respect of the evaluation of your Final Tender, the overall scores obtained by you and Balfour Beatty Fire & Rescue were as follows:-

NAME OF BIDDER	OVERALL SCORE
Balfour Beatty Fire and Rescue	75.89%
Safer Communities for the North West	65.79%

This letter includes the following information required in accordance with the Public Contracts Regulations 2006:

1. The criteria for the award of the contract;
2. Your overall scores and a breakdown of your scores against each criterion and sub-criterion;
3. The successful tender's overall scores with a breakdown of its scores set against each criterion and sub-criterion;
4. The reasons for the decision, including the characteristics and relative advantages of the successful tender.

The details of our decision by reference to the points referred to above are set out in Schedule 1 of this notice.

In accordance with the timetable for the Project previously shared with you, the contract is currently scheduled to be entered into in October 2010.

On behalf of the Project Team and the three Authorities, I would like to express my sincere thanks for the effort made in developing your proposals and submitting your Final Tender. If you require any further information or a de-brief meeting please let me know as soon as possible and I will arrange a suitably convenient time.

Yours sincerely

Colin Schofield
Project Manager
North West Fire and Rescue Services PFI Project.

Schedule 1

1. The criteria for the award of the contract

The most economically advantageous tender based upon the published qualitative and quantitative evaluation as set out in Section 4 and Appendix 8 of the Call for Final Tenders (copies attached)

2. Your overall scores and a breakdown of your scores against each criterion and sub-criterion

Attached to this letter (completed Appendix 9 of the Call for Final Tenders)

3. The successful tender's overall scores with a breakdown of its scores set against each criterion and sub-criterion

Attached to this letter (completed Appendix 9 of the Call for Final Tenders)

4. A narrative of the characteristics and relative advantages of the successful tender compared with the unsuccessful tender.

Attached to this letter.