

PricewaterhouseCoopers
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The Directors
Cox Insurance Holdings Plc
Library House
New Road
Brentwood
Essex
CM14 4GD

23 January 2003

Dear Sirs,

Notice of resignation as auditors

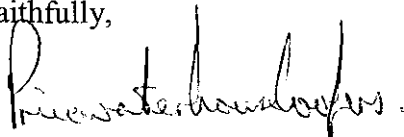
Cox Dedicated Corporate Member (No2.) Limited – Registration Number 2947508

Following the conversion of PricewaterhouseCoopers to a Limited Liability Partnership (LLP) from 1 January 2003, we have agreed with you that the new firm, PricewaterhouseCoopers LLP will be replacing us as auditors.

In accordance with Section 392 of the Companies Act 1985, we give notice that we are resigning as auditors of Cox Insurance Holdings Plc and its subsidiaries as listed in Appendix 1 with effect from 23 January 2003.

In accordance with Section 394 of the Companies Act 1985, we confirm that there are no circumstances connected with our resignation which we consider should be brought to the notice of the shareholders or creditors of Cox Insurance Holdings Plc and its subsidiaries as listed in Appendix 1.

Yours faithfully,



PricewaterhouseCoopers

