

KPMG Audit Plc

Canary Wharf (38th Floor) 1 Canada Square London E14 5AG United Kingdom Tel +44 (0) 20 7311 1000 Fax +44 (0) 20 7311 3311 DX 38050 Blackfriars

The Directors
MEPC Limited
4th Floor
Lloyds Chambers
1 Portsoken Street
London
E1 8LW

24 September 2004

Dear Sirs

Notice of resignation - MEPC Limited (no. 420575)

KPMG Audit Plc hereby give notice of our resignation as auditors of the company with effect from 24 September 2004.

We enclose our statutory statement given in connection with our ceasing to act.

Yours faithfully

KPMG Audit Plc

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24 September 2004

Dear Sirs

Statement to the directors of MEPC Limited (no. 420575) in ceasing to hold office as auditors pursuant to section 394 of the Companies Act 1985

In accordance with section 394 of the Companies Act 1985, we confirm that there are no circumstances connected with our ceasing to hold office that we consider should be brought to the attention of the company's members or creditors.

Yours faithfully

Khoc Holishe

KPMG Audit Plc