

The Directors
Lloyds TSB Group plc
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17 January 2003

Dear Sirs

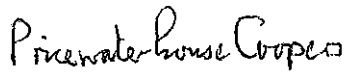
Notice of resignation as auditors

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 Lloyds TSB Group plc, registered number 95000 with effect from 24 January 2003 and its subsidiaries listed in Appendix I.

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 Lloyds TSB Group plc or its subsidiaries

Yours faithfully,


PricewaterhouseCoopers



Company name	Company No.
Lloyds TSB Group plc	95000
Lloyds TSB Bank plc	2065
A.C.L. Limited	0744977
Abbey Life Investment Services Limited	1299559
Abbey Life Property Development Limited	2123240
Abbey Life Services Limited	2133148
Abbey Life Trust Securities Limited	843568
Abbey Life Trustee Services Limited	1451364
ACL Autolease Holdings Limited	3674114
A G Finance Limited	1923956
AIC Services Limited	2610528
Ambassador Insurance Company Limited	2123239
Amberdate Limited	2574129
AN Vehicle Finance Limited	2165062
Azedcrest Limited	1589656
B.C.H. Leasing Limited	2682737
B.C.H. Rentals Limited	2586760
Birchcrown Finance Limited	1583334
Black Horse (TRF) Limited	3845557
Black Horse Finance Limited	2123008
Blue Harbour Limited	2157292
C.T.S.B. Leasing Limited	1237716
Car Ownership Finance Limited	3985681
Cardnet Merchant Services Limited	735844
Carlease Limited	461898
CashFriday Limited	2557171
Caveminster Limited	2569981
Cedar Holdings Limited	606795
Chambers & Remington Nominees Limited	2299415
Chartered Leasing Limited	0704002
Chartered Trust Group plc	2498806
Coate Homes Limited	750739
Conquest Securities Limited	1580616
Create Services Limited	4502461
CTL Limited	0645093
Dalroad 1 plc	178033
Dealer Employee Car Scheme Limited	830682
Eastcheap Funding Limited	4305023
Endeavour Marine Services Limited	74289
Enterprise Car Finance Limited	3226433
Eurolead Services Holdings Limited	04050949
Evansville Limited	1598402
Exclusive Finance No. 1 Limited	2220175