

Arthur Andersen

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23 April 2002

NDS Group plc

One London Road

Staines

Middlesex TW184EX

For the attention of Mr Rick Medlock

1950497

Dear Sirs

We hereby submit our resignation as auditor of NDS Group plc with effect from 23 April 2002.

As required by section 394(1) of the Companies Act 1985, we confirm that there are no circumstances which we consider should be brought to the attention of the members or the creditors of the Company.

Yours faithfully

Arthur Andersen

A.K. Anderson

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COMPANIES HOUSE 02/05/02