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Private & confidential

The Directors
British Midland Plc
Donington Hall
Castle Donington
Derby
DE74 2SB

Our ref 1lp/04-092-2

22 May 2002

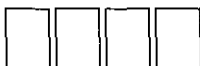
Dear Sirs

British Midland Plc - Registered number 2107441

We hereby give notice of our resignation as auditors of your company with effect from today.

Yours faithfully

KPMG



KPMG, a partnership established under English law, is a member of KPMG International, a Swiss association

KPMG is registered to carry on audit work and authorised to carry on investment business

by the Institute of Chartered Accountants in England and Wales. The principal place of

business is 8 Salisbury Square, London EC4Y 8BB where a list of partners' names is open to inspection



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Registrar of Companies
Companies House
Crown Way
Cardiff
CF14 3UZ

22 May 2002

Dear Sirs

Notice of resignation

On behalf of the companies stated in the attached letters, please find enclosed copies of our notice of resignation as auditors. There are no circumstances in relation to our resignation from these companies which we have brought to the attention of the companies' members or creditors and hence no statements of circumstances are enclosed.

Yours faithfully

KPMG

COMPANIES HOUSE

25/05/02



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