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The Directors
Commercial Union Holdings (France) Limited
St. Helen's
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England

28 November 2001

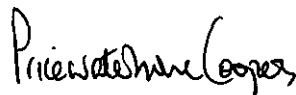
Dear Sirs

Notice of resignation as auditors - Commercial Union Holdings (France) Limited

In accordance with Section 392 of the Companies Act 1985, we give notice that we are resigning as auditors of Commercial Union Holdings (France) Limited, registered number 2180195 with effect from 28th November 2001.

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 Commercial Union Holdings (France) Limited.

Yours faithfully



PricewaterhouseCoopers

