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Private and Confidential

The Directors

Initial Contract Services Ltd (2329448)  
Trafalgar House  
47-49 King Street  
Dudley  
DY2 8PS

26 March 2003

Dear Sirs,

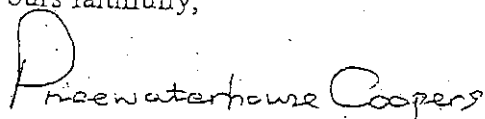
Notice of resignation as auditors

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 Rentokil Initial plc, registered number 224814, and its subsidiary undertakings in the United Kingdom as listed in Appendix A\* with effect from 26 March 2003.

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 Rentokil Initial plc.

Yours faithfully,



PricewaterhouseCoopers

