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The Directors  
TUI Aircraft Leasing Limited  
TUI Travel House  
Crawley Business Quarter  
Fleming Way  
Crawley  
West Sussex  
RH10 9QL

22 July 2010

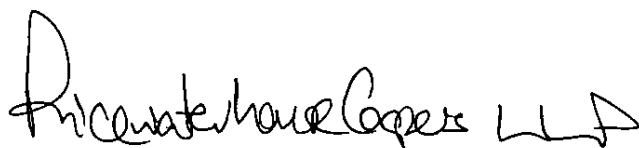
Dear Sirs,

**Notice of resignation as auditors**

In accordance with Section 516 of the Companies Act 2006 (the Act), we give notice that we are resigning as auditors of TUI Aircraft Leasing Limited, registered number 02331211 with effect from 22 July 2010, which is before the end of our term of office

We enclose our statement of circumstances in accordance with Section 519 of the Act

Yours faithfully,



PricewaterhouseCoopers LLP

THURSDAY



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19/08/2010  
COMPANIES HOUSE

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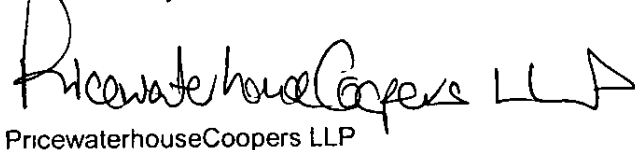
22 July 2010

Dear Sirs,

**Statement of Circumstances connected with our ceasing to hold office as Auditors**

In accordance with Section 519 of the Companies Act 2006, we confirm that there are no circumstances connected with our ceasing to hold office as auditors of TUI Aircraft Leasing Limited, registered no 02331211 (the Company) effective from 22 July 2010, which we consider should be brought to the notice of the Company's shareholder or creditors

Yours faithfully,

  
PricewaterhouseCoopers LLP