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The Directors
Dresdner Investments (UK) Limited and its relevant subsidiaries
20 Fenchurch Street
London
EC3P 3DP

MORRIS (S.P.) HOLDINGS LIMITED
(COMPANY NO: 2873612)

20 January 2003

Reference: AHM/SRM/ND3

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 Dresdner Investments (UK) Limited and its relevant subsidiaries (listed in Appendix 1) with effect from 21 February 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 Dresdner Investments (UK) Limited and its relevant subsidiaries.

Yours faithfully,

PricewaterhouseCoopers

PricewaterhouseCoopers



Appendix 1

Subsidiaries of Dresdner Investments (UK) Limited for which PricewaterhouseCoopers acts as auditors

DRESDNER KLEINWORT WASSERSTEIN GROUP LIMITED
DRESDNER KLEINWORT BENSON PRIVATE EQUITY LIMITED
DRESDNER KLEINWORT CAPITAL INVESTMENT COMPANY LIMITED
DRESDNER KLEINWORT CAPITAL INVESTMENT TRUST LIMITED
DRESDNER KLEINWORT CAPITAL VENTURES MANAGEMENT LIMITED
DRESDNER KLEINWORT WASSERSTEIN (DRC) LIMITED
DRESDNER KLEINWORT WASSERSTEIN (LBDP) HOLDINGS LIMITED
DRESDNER KLEINWORT WASSERSTEIN (LBDP) LIMITED
DRESDNER KLEINWORT WASSERSTEIN LEASING DECEMBER (1) LIMITED
DRESDNER KLEINWORT WASSERSTEIN LEASING DECEMBER (4) LIMITED
DRESDNER KLEINWORT WASSERSTEIN LEASING LIMITED
DRESDNER KLEINWORT WASSERSTEIN LEASING MARCH (3) LIMITED
DRESDNER KLEINWORT WASSERSTEIN LIMITED
DRESDNER KLEINWORT WASSERSTEIN METALS LIMITED
DRESDNER KLEINWORT WASSERSTEIN ONLINE VENTURES LIMITED
DRESDNER KLEINWORT WASSERSTEIN OVERSEAS EMPLOYEES LIMITED
DRESDNER KLEINWORT WASSERSTEIN OVERSEAS HOLDINGS PLC
DRESDNER KLEINWORT WASSERSTEIN PARTNERSHIP 2001 LIMITED
DRESDNER KLEINWORT WASSERSTEIN SECURITIES LIMITED
DrKWS NOMINEES LIMITED
ELDERSTREET BALLATER LIMITED
ELDERSTREET CAPITAL PARTNERS (NOMINEES) LIMITED
ELDERSTREET DrKC LIMITED
ELDERSTREET GENERAL PARTNER (KINETIQUE) LIMITED
ELDERSTREET PRIVATE EQUITY LIMITED
EUROPEAN VENTURE PARTNERS (GENERAL PARTNERS) LIMITED
FENCHURCH NOMINEES LIMITED
FOREIGN HOLDINGS LIMITED
FRANK NOMINEES LIMITED
HERRADURA LIMITED
INVERESK STOCKHOLDERS LIMITED
KBEMF(GP) LIMITED
KBIM (IT) NOMINEES LIMITED
KBIM GENERAL NOMINEES LIMITED

KBIM STANDBY NOMINEES LIMITED

KLEINWORT BENSON EQUITY PARTNERS GENERAL PARTNER LIMITED

KLEINWORT BENSON GILTS LIMITED

LANGBOURN NOMINEES LIMITED

MARLYNA LIMITED

MORRIS (S.P.) HOLDINGS LIMITED

NORMAN NOMINEES LIMITED

PARC CONTINENTAL LIMITED

R.B.NOMINEES LIMITED

ROOD NOMINEES LIMITED

SEALDRIFT LIMITED

SOUTHWARK BRIDGE INVESTMENTS LIMITED