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The Directors  
Showtime UK Holdings Limited  
180 Oxford Street  
London  
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27th February 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 Showtime UK Holdings Limited with effect from the date of the next board meeting.

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 Showtime UK Holdings Limited.

Yours faithfully,

*PricewaterhouseCoopers*

PricewaterhouseCoopers

