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14 November 2005

The Directors
All3Media
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ES/SWW/JCR

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Dear Sirs

ALL3MEDIA Group Limited

In accordance with section 392 of the Companies Act 1985, we write to notify you of our resignation as auditors of the above company and its subsidiaries listed in Appendix A (the "Companies"). This resignation takes effect from the time at which you receive this letter.

In accordance with section 394(1) of that Act, we confirm that there are no circumstances connected with our resignation which we consider should be brought to the attention of the members or creditors of the Companies.

Yours faithfully

Ernst & Young LLP

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[■] The UK firm Ernst & Young LLP is a limited liability partnership registered in England and Wales with registered number OC300001 and is a member practice of Ernst & Young Global. A list of members' names is available for inspection at the above address which is the firm's principal place of business and its registered office.

Appendix A

ALL3MEDIA Group Limited

ALL3MEDIA Limited

Assembly Film and Television Limited

Bentley Productions Limited

Cactus TV Limited

North One Limited

ALL3MEDIA (Overseas) Limited

ALL3MEDIA International Limited

Red Rooster Television Limited

Moneda Productions Limited (formerly Tandem Television Limited)

Lucky Dog Limited

Max Headroom Limited

North One Midlands Limited

Lion Television Limited

Ravenscourt Services Limited

The Statement Productions (2003) Limited

Company Television Limited

Company Productions (North) Limited

Company Productions (IOM) Limited

Company Stormdog Productions Limited

Lawzone Televisions Limited

Company Productions Limited

Company Pictures North Limited

Company Television Productions Limited

Mersey Television Group Limited

Mersey Television Limited

Mersey Television Training Limited

Campus Manor Productions Limited

Conker Media Limited

Grange Hill Limited

Hollyoaks Productions Limited

Mersey Music Limited

Brookside Productions Limited

Mersey PL Limited

Company Films Limited