

The Directors
Bayfordbury Holdings plc
Bayfordbury
Lower Hatfield Road
Hertford
SG13 8EE

8 July 2003

Our ref: LLP6

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 Bayfordbury Holdings plc, registered number 02698931 and its subsidiaries listed in the attached appendix with immediate effect.

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 Bayfordbury Holdings plc and its subsidiaries listed in the attached appendix.

Yours faithfully,


PricewaterhouseCoopers

PricewaterhouseCoopers

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Castle Park
Cambridge CB3 0AN
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Appendix

Subsidiary name	Registered number
Rialto Homes plc	00694306
Bayfordbury Investments Limited	01632368
Rialto (Stratford) Limited	01918127
Rialto (Enfield) Limited	03088054
Rialto Developments Limited	02189474
Rialto No. 4 Limited	03455141
Rialto Estates Limited	02184936
Rialto Computer Services Limited	03808599
Rialto Limited	03692561
Rialto No. 5 Limited	04341167
Rialto No. 6 Limited	04393408
Rialto No. 7 Limited	04459878
Rialto No. 8 Limited	04459876
Rialto (Ocean Park) Limited	02694086
Residential Design and Build Limited	02694093
Rialto Properties Limited	02171186
Rialto (Bayswater) Limited	03454852
RMS Financial Services Limited	02717961