

Our Ref:

MH/JR

17 June 2004

The Directors
Sherborne School Limited
Abbey Road
Sherborne
Dorest
DT9 3AP

Horwath Clark Whitehill

Chartered Accountants

Carrick House, Lypiatt Road

Cheltenham

Gloucestershire GL50 2QJ, UK

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Dear Sirs,

NOTICE OF RESIGNATION AS AUDITORS

Following the conversion of Horwath Clark Whitehill to a Limited Liability Partnership (LLP) from 1 April 2004, we have agreed with you that the new firm, Horwath Clark Whitehill 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 Sherborne School Limited registered number 4002575.

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 members or creditors of Sherborne School Limited.

Yours faithfully
HORWATH CLARK WHITEHILL

A43 *AVO1C
COMPANIES HOUSE

8800