

5268258



Registrar of Companies  
Companies House  
Crown Way  
Cardiff  
CF14 3UZ

Center Parcs Ltd  
Head Office  
One Edison Rise, New Ollerton Newark  
Nottinghamshire NG22 9DP  
Telephone 0870 067 3000  
Fax 01623 821899  
Website [www.centerparcs.co.uk](http://www.centerparcs.co.uk)  
*Telephone Reservations/Bookings only*  
NationalCall 08448 266 266

9<sup>th</sup> December 2015

Dear Sirs

**Re. Center Parcs Spa Division Holdings Limited**

In accordance with Section 517 of the Companies Act 2006, we write to inform you that PricewaterhouseCoopers LLP has ceased to hold office as auditor of the companies listed in Appendix 1 of their resignation letter, before the end of their term of office, for normal commercial reasons

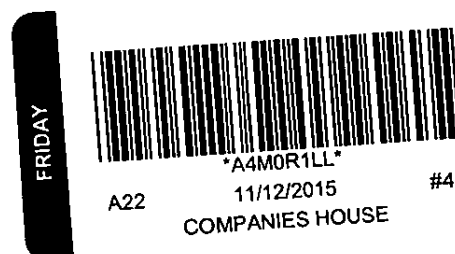
Please find enclosed a copy of their letter of resignation and the statement of no circumstances in respect of the companies listed in Appendix 1

Please let me know if you require any further information

Yours faithfully

  
A

**April Stobbart**  
**Deputy Company Secretary**



Registered in England No 1908230  
VAT No 803 9785 05  
Registered Office One Edison Rise, New Ollerton  
Newark Nottinghamshire NG22 9DP  
Printed on Recycled Paper



The Directors  
Center Parcs  
Head Office  
One Edison Rise  
New Ollerton  
Newark  
Nottinghamshire  
NG22 9DP

13 November 2015

Dear Sirs,

**Notice of resignation as auditors**

In accordance with Section 516 of the Companies Act 2006 (the Act), we give notice that we are resigning as auditors of the Companies listed in Appendix 1 with effect from 13 November 2015, which is before the end of our term of office.

We enclose our statement of no circumstances in accordance with Section 519 of the Act.

Yours faithfully,

*PricewaterhouseCoopers LLP*

PricewaterhouseCoopers LLP

Enclosure



COMPANIES HOUSE

**PricewaterhouseCoopers LLP, Donington Court, Pegasus Business Park, Castle Donington, East Midlands, DE74 2UZ**

**T: +44 (0) 1509 604 000, F: +44 (0) 1509 604 010, [www.pwc.co.uk](http://www.pwc.co.uk)**

PricewaterhouseCoopers LLP is a limited liability partnership registered in England with registered number OC303125. The registered office of PricewaterhouseCoopers LLP is 1 Embankment Place, London WC2N 6RH. PricewaterhouseCoopers LLP is authorised and regulated by the Financial Conduct Authority for designated investment business.



**Appendix 1: Companies PwC is resigning as auditors of**

<b>Company Name</b>	<b>Registered Number</b>
Center Parcs Limited	1908230
CP Elveden Village Limited	07656450
Center Parcs (Holdings 3) Limited	07647130
Forest Midco Limited	5724326
CP Sherwood Village Limited	07647072
Center Parcs (UK) Group Limited	4974661
CP Comet Holdings Limited	05781362
CP Comet Bidco Limited	05779555
Comet Refico Limited	05994315
CP Longleat Village Limited	07656396
Sun CP Newmidco Limited	5456337
SPV2 Limited	07620891
Longleat Property Limited	4379589
Center Parcs Spa Division Holdings Limited	5268258
CP Whinfell Village Limited	07656392



The Directors  
Center Parcs  
Head Office  
One Edison Rise  
New Ollerton  
Newark  
Nottinghamshire  
NG22 9DP

13 November 2015

Dear Sirs,

**Statement of no Circumstances connected with our ceasing to hold office as Auditors**

In accordance with Section 519 of the Companies Act 2006, we confirm that there are no circumstances connected with our ceasing to hold office as auditors of the Companies listed in Appendix 1, effective from 13 November 2015, which we consider should be brought to the notice of the Company's shareholders or creditors.

Yours faithfully,

*PricewaterhouseCoopers LLP*

PricewaterhouseCoopers LLP

***PricewaterhouseCoopers LLP, Donington Court, Pegasus Business Park, Castle Donington, East Midlands, DE74 2UZ***

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PricewaterhouseCoopers LLP is a limited liability partnership registered in England with registered number OC303525. The registered office of PricewaterhouseCoopers LLP is 1 Embankment Place, London WC2N 6RH. PricewaterhouseCoopers LLP is authorised and regulated by the Financial Conduct Authority for designated investment business.



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