

The Directors  
Whitbread Guarantee Company Two Limited  
Whitbread Court  
Houghton Hall Business Park  
Porz Avenue  
Dunstable  
LU5 5XE

3 August 2016

COPY

Dear Sirs

**Whitbread Guarantee Company Two Limited - no 05386807**

In accordance with section 516 of the Companies Act 2006, we write to notify you of our ceasing to hold office as auditor of Whitbread Guarantee Company Two Limited. This resignation takes effect from the date on which you receive this letter.

In accordance with section 519(2) of that Act, we confirm that there are no circumstances connected with our ceasing to hold office which we consider should be brought to the attention of the members or creditors of the company.

We draw your attention to the fact that Whitbread Guarantee Company Two Limited has its own statutory obligations where we have ceased to hold office (as detailed, in particular, in Sections 517, 520 and 523 of the Act), including, depending on the circumstances, the requirement to notify the appropriate audit authority if we cease to hold office before the end of our term of office as auditors. Further guidance on this notification has been issued by the appropriate audit authorities - the Financial Reporting Council and the Institute of Chartered Accountants in England and Wales (ICAEW) and can be found on <http://www.frc.org.uk/Our-Work/Conduct/Professional-oversight/Oversight-of-Audit/Notification-of-change-of-auditor/Flow-chart-for-companies.aspx> and <http://www.icaew.com/en/technical/audit-and-assurance/working-in-the-regulated-area-of-audit> respectively.

If you have any questions on your legal obligations we recommend that you seek legal advice.

Yours faithfully

ERNST & YOUNG LU

Ernst & Young LLP

