



The Directors
Thomas Cook Group plc
3rd Floor
South Building 200 Aldersgate,
London
EC1A 4HD

7 December 2016

Dear Sirs,


Statement of Reasons connected with ceasing to hold office as Auditors

In accordance with Section 519 of the Companies Act 2006 (the "Act"), we set out below the reasons connected with PricewaterhouseCoopers LLP, registered auditor number COO1004062, ceasing to hold office as auditors of Thomas Cook Group plc, registered no 06091951 (the "Company") effective from 7 December 2016

The reason we are ceasing to hold office is that the Company undertook a competitive tender process for the position of statutory auditor and we were unsuccessful in retaining the audit

There are no reasons for and no other matters connected with our ceasing to hold office as auditors of the Company that we consider need to be brought to the attention of the Company's members or creditors

Yours faithfully,


PricewaterhouseCoopers LLP



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