



The Directors
London Stock Exchange Reg Holdings Limited
10 Paternoster Square
London
EC4M 7LS

15 August 2014

Dear Sirs,

Statement of 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 London Stock Exchange Reg Holdings Limited, registered number 07378551 (the Company) effective from 15 August 2014, which we consider should be brought to the notice of the Company's shareholders or creditors.

Yours faithfully,

PricewaterhouseCoopers LLP



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