



The Directors  
Waterside Campus Development Company PLC  
Pytchley Building  
University Of Northampton Park Campus,  
Boughton Green Road,  
Northampton,  
NN2 7AL

8 May 2017

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 CO01004062, ceasing to hold office as auditors of Waterside Campus Development Company PLC, registered no: 09284830 (the "Company") effective from 8 May 2017.

The reason we are ceasing to hold office is that the Company wishes to appoint another firm of auditors at a lower fee than we charged for our audit for the year ended 31 July 2016.

There are no reasons or 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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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)

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