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The Directors  
Brookdale Employee Limited  
Staple Court 11  
Staple Inn Buildings  
London  
WC1V 7QH

21 March 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 C001004062, ceasing to hold office as auditors of Brookdale Employee Limited, registered no: 09672949 (the "Company") effective from 21 March 2017.

The reason we are ceasing to hold office is that:

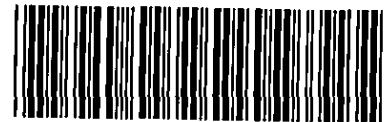
- the Company undertook a competitive tender process for the position of statutory auditor and we were unsuccessful in retaining the audit.

There are no reasons 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

WEDNESDAY



A14 \*A64705MX\* 12/04/2017 #42  
COMPANIES HOUSE

*PricewaterhouseCoopers LLP, One Kingsway, Cardiff, CF10 3PW  
T: +44 (0) 2920 237 000, F: +44 (0) 2920 802 400, www.pwc.co.uk*

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