



KPMG Audit PLC
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Hugh Gladman
Company Secretary
St. James's Place Plc
St. James's Place House
1 Tetbury Road
Cirencester
Gloucestershire
GL7 1FP
United Kingdom

RECEIVED
15 OCT 2009

07 October 2009

Dear Sir

We write to you in your capacity as company secretary of the companies listed in the Appendix to this letter.

Following the acquisition of the companies by Lloyds Banking Group plc, we hereby give notice of our resignation as auditors of each of the companies listed in the Appendix with effect from 15 October 2009. In accordance with section 519 of the Companies Act 2006, we enclose our statutory statement given in connection with our ceasing to act.

Under section 517 of the Companies Act 2006, you are required to file a copy of this letter of notice with the Registrar of Companies within 14 days of your receipt of this letter.

Under section 520 of the Companies Act 2006, if our statutory statement given in connection with our ceasing to act contains a statement of circumstances, you must within 14 days of receipt of that statement either send a copy of that statement to every person entitled to be sent a copy of your financial statements under section 423 of the Companies Act 2006 or apply to the Court over this matter.

If you decide to apply to the Court, you are required under the law to notify us of that application. Please send any such notification to our registered office, 8 Salisbury Square, London EC4Y 8BB, marked for the attention of the Audit Regulation Department.

WEDNESDAY



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COMPANIES HOUSE



KPMG Audit Plc

07 October 2009

Under section 523 of the Companies Act 2006, you are required to make various notifications to the relevant audit authority in connection with our resignation. We consider that the audit of the financial statements of each of the companies listed in the Appendix falls within the definition of a major audit and therefore your notification should be made to the Professional Oversight Board.

Yours faithfully,

A handwritten signature in black ink that reads 'KPMG Audit Plc'.

KPMG Audit Plc



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Appendix

<i>Company Name</i>	<i>Registered Number</i>
St. James's Place Partnership Limited	00425649
St. James's Place 1990 Limited	02513402
St. James's Place Investments Plc	01773177
St. James's Place Wealth Management Group Plc	02627518
St. James's Place Unit Trust Group Limited	00947644
St. James's Place (PCP) Limited	02706684
St. James's Properties Limited	01075927
St. James's Place Property Services Limited	02608806
St. James's Place Management Services Limited	02661044
St. James's Place UK Plc	02628062
St. James's Place International Assurance Group Limited	02727326
SPJC 7 Limited	02102279
SJPC Corporate Investments Limited	01476292
St. James's Place Administration Limited	00740495
SJPC 2000 Plc	SC013363
St. James's Place Investment Trust Limited	00209445
Entellus Limited	01611224
Lopsystem Limited	01503794
St. James's Place Wealth Management plc	04113955
SJP AESOP Trustees Limited	04089795
SJPC Group Limited	01873546
MHS (Holdings) Limited	00559995
St. James's Place Wealth Management (PCIS) Limited	06604824
St. James's Place Reassurance (2009) Limited	06718989