

4736913



Tel +44 (0)20 7486 5888
Fax +44 (0)20 7487 3686
DX 9025 West End W1
www.bdo.co.uk

55 Baker Street
London W1U 7EU

Private and Confidential

The Directors
Healthcare Locums Plc
10 Old Bailey
London
EC4M 7NG

24 November 2011

Our ref JF/JF/H1846

Dear Sirs

Healthcare Locums Plc

Following our recent discussions, we are now writing to confirm our resignation as auditors of the above named company, with effect from 24 November 2011.

This letter, along with the attached Section 519 Statement, constitutes our notice of resignation under Section 516 of the Companies Act 2006 ("the Act"). The attached 519 statement, as required by the Act, details that we are of the opinion that there are no circumstances connected with our resignation which we consider should be brought to the attention of members and/or creditors of the company. We will be submitting a copy of this statement to the Registrar of Companies as required by Section 521 of the Act. We will also be notifying the Professional Oversight Board of our resignation under Section 522 of the Act.

We would like to take this opportunity to remind you of the company's obligations under the Act which are outlined in Appendix A to this letter.

Yours faithfully

BDO LLP

Enc

THURSDAY



RM 08/12/2011 72
COMPANIES HOUSE

00/SAG/H0632
c:\users\campbcy\appdata\local\microsoft\windows\temporary internet files\content_outlook\g5qiyq\nd\resignation as auditors.docx

BDO LLP a UK limited liability partnership registered in England and Wales under number OC305127, is a member of BDO International Limited a UK company limited by guarantee, and forms part of the international BDO network of independent member firms. A list of members' names is open to inspection at our registered office, 55 Baker Street, London W1U 7EU. BDO LLP is authorised and regulated by the Financial Services Authority to conduct investment business.



Appendix A: Guidance on the Company's Responsibilities with regards to Resignation Statements

CA2006 Ref	Requirement
Section 517 (1)	You should, within 14 days of receiving our notice of resignation, send a copy of the notice to Companies House,
Section 520 (1), (2) & (3)	Where our statement under Section 519 details circumstances connected with our resignation which we consider should be brought to the attention of members and/or creditors of the company, you should, within 14 days of receiving the statement, either: (a) send a copy of it to every person who is entitled to be sent copies of the accounts, or (b) apply to the court. If you apply to the court, you should notify us that you have done so.
Section 523 (1), (2) & (3)	Where we have resigned before the end of our term of office, you should notify the Professional Oversight Board ("the appropriate audit authority"). Within 14 days of receiving our section 519 statement, you should notify the appropriate audit authority that we have ceased to hold office as auditors and include a copy of the section 519 statement of circumstances.

Contact details for notification under Section 523
Notifications can be sent by letter or e-mail as follows:

Change of Auditor Notifications
Professional Oversight Board
5th Floor, Aldwych House
London
WC2B 4HN
By e-mail to auditorchange@frc-pob.org.uk

HCL plc
10 Old Bailey
London EC4M 7NG

T 0207 451 1451
F 0207 451 1452
www.hclplc.com

15 September 2011

To Companies House
Crown Way
Cardiff
South Glamorgan
CF14 3UZ

Dear Sirs

Notice under Section 490(2) Companies Act 2006

Healthcare Locums plc (the **Company**) hereby notifies the Secretary of State in accordance with Section 490(2) of the Companies Act 2006 (the **Act**) that the power of the Secretary of State to appoint an auditor or auditors of the Company to fulfil the vacancy in that office has become exercisable, on account of no auditor having been appointed before the end of the accounts meeting of the Company at which the Company's annual accounts and reports for the financial year ended 31 December 2010 (the **2010 Accounts**) were laid (the **Accounts Meeting**)

The Accounts Meeting was held on Monday 12 September 2011. The Secretary of State had previously extended the period allowed for laying and delivering the 2010 Accounts

The reason that no auditor was appointed at the Accounts Meeting is that the Board of the Company has decided to invite tenders for the office of auditor, but for the reasons explained below this process has not yet been completed. The previous auditors were BDO LLP, who audited the 2010 Accounts and the accounts of the Company for the previous years

The background to this is that on 25 January 2011 the Board of the Company announced the suspension of the Company's shares from trading on the AIM market of the London Stock Exchange with immediate effect, and that serious accounting irregularities had been brought to the attention of the Board. Following this announcement, the Company carried out an investigation to consider the financial implications

All the members of the Board at the time the accounting irregularities came to light have since resigned or been removed from office

On 29 June 2011, the Company held its annual general meeting, but at that time the 2010 Accounts had not yet been produced so were not laid before the meeting. On the same day the Board announced that the lifting of the suspension of trading in the Company's shares and the production of the 2010 Accounts had taken longer than the Board would have hoped, for reasons explained in that announcement

In preparing the 2010 Accounts, and further to the findings of the investigation into the accounting irregularities, the Board recognised the need to re-state the accounts for the year to 31 December 2009

Draft 13 September 2011
SZM/94715 00002/9181871 01

Healthcare Locums plc is registered in England. Registration Number 4736913 - VAT Number 839 5500 10
Registered Office: 10 Old Bailey, London EC4M 7NG



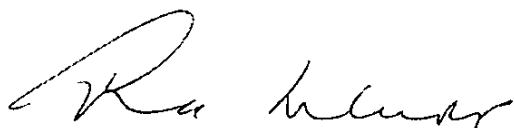
On 19 August 2011, following extensive negotiations with its lenders and with potential providers of equity funding, the Company announced a substantial refinancing (the **Refinancing**). On the same day, the Company also produced the 2010 Accounts

On 12 September 2011, the Company held a general meeting, at which the Refinancing was approved by shareholders and the 2010 Accounts were laid before the meeting. This meeting was accordingly the Accounts Meeting. The Refinancing completed on 13 September 2011.

In light of the above, the Board decided to put the office of auditor out to tender (BDO LLP has not been excluded from this process). However, there has been insufficient time to complete the tender process, as the primary focus of the Board (all the members of which were appointed on or after 25 January 2011) has been to stabilise the Company's business in light of the accounting irregularities, conduct the investigation into those irregularities and put in place the Refinancing to safeguard the Company's future.

The Board expects to have completed the tender process and to be in a position to appoint auditors for the current financial year by 30 November 2011. Accordingly, the Company requests that the Secretary of State does not at the present time exercise its power to fill the vacancy in the office of auditor of the Company.

Yours faithfully



Colin Whipp
Director
for and on behalf of
Healthcare Locums plc

Draft 13 September 2011
SZM/94715 00002/9181871 01

Healthcare Locums plc is registered in England. Registration Number 4736913 - VAT Number 839 5500 10
Registered Office: 10 Old Bailey, London EC4M 7NG

