

PricewaterhouseCoopers
Kintyre House
209 West George Street
Glasgow G2 2LW
Telephone +44 (0) 141 248 2644
Facsimile +44 (0) 141 242 7481
Direct Fax 0141 242 7482

The Directors
URS Corporation Limited
St George's House
2nd Floor
5 St George's Road
Wimbledon
London SW19 4DR

12 February 2003

Our ref: DAS/LB

Dear Sirs,

Notice of resignation as auditors

Following the conversion of PricewaterhouseCoopers to a Limited Liability Partnership (LLP) from 1 January 2003, we have agreed with you that the new firm, PricewaterhouseCoopers LLP will be replacing us as auditors.

In accordance with Section 392 of the Companies Act 1985, we give notice that we are resigning as auditors of URS Corporation Limited, registered number 118271, with effect from 18 February 2003.

In accordance with Section 394 of the Companies Act 1985, we confirm that there are no circumstances connected with our resignation which we consider should be brought to the notice of the shareholders or creditors of URS Corporation Limited.

Yours faithfully

PricewaterhouseCoopers

PricewaterhouseCoopers

