

THIS LETTER IS BEING SENT TO SHAREHOLDERS OF AMEC plc FOR INFORMATION ONLY AND NO ACTION IS REQUIRED TO BE TAKEN. IF YOU HAVE SOLD OR TRANSFERRED ALL OF YOUR SHARES IN AMEC plc, PLEASE FORWARD THIS LETTER TO THE PURCHASER OR TRANSFEREE OR TO THE STOCKBROKER, BANK OR OTHER AGENT THROUGH WHOM THE SALE OR TRANSFER WAS EFFECTED FOR ONWARD TRANSMISSION TO THE PURCHASER OR TRANSFEREE.

20 May 2010

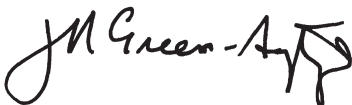
Dear Shareholder,

### **Change of Auditor**

I am writing to you further to the decision to appoint Ernst & Young LLP as auditor for the AMEC group, which was approved by shareholders at AMEC's AGM held on 13 May 2010. The appointment of a new auditor follows a formal, competitive process for the selection of AMEC's external auditors referred to in the Company's 2009 Annual Report and AGM circular.

KPMG Audit Plc has consequently resigned as AMEC's auditor and, as required by section 519(3) of the Companies Act 2006, has deposited with the Company a statement of the circumstances connected with its resignation. A copy of this statement is set out on the reverse of this letter and is being sent to shareholders for information only, as required by section 520(2) of the Companies Act 2006.

Yours faithfully,



**Jock Green-Armytage**  
Chairman



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Our ref jc/005

Contact

13 May 2010

Dear Sirs

**Statement to AMEC plc (no. 01675285) on ceasing to hold office as auditors pursuant to section 519 of the Companies Act 2006**

The circumstances connected with our ceasing to hold office are the holding of a competitive tender for the audit, in which we were unsuccessful in retaining the audit.

We request that any correspondence in relation to this statement be sent to our registered office, 8 Salisbury Square, London, EC4Y 8BB, marked for the attention of the Audit Regulation Department.

Yours faithfully

*KPMG Audit Plc*

KPMG Audit Plc