

KPMG Audit Plc

Canary Wharf (38th Floor)
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London E14 5AG
United Kingdom

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The Directors
The Metropolitan Railway Surplus Lands
Company Limited
4th Floor
Lloyds Chambers
1 Portsoken Street
London
E1 8LW

24 September 2004

Dear Sirs

Notice of resignation - The Metropolitan Railway Surplus Lands Company Limited (no. 277350)

KPMG Audit Plc hereby give notice of our resignation as auditors of the company with effect from 24 September 2004.

We enclose our statutory statement given in connection with our ceasing to act.

Yours faithfully
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KPMG Audit Plc

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24 September 2004

Dear Sirs

Statement to the directors of The Metropolitan Railway Surplus Lands Company Limited (no. 277350) in ceasing to hold office as auditors pursuant to section 394 of the Companies Act 1985

In accordance with section 394 of the Companies Act 1985, we confirm that there are no circumstances connected with our ceasing to hold office that we consider should be brought to the attention of the company's members or creditors.

Yours faithfully

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