

NO: 2057655

THE COMPANIES ACTS 1985 TO 1989

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTIONS

- of -

CONSORTIUM DEVELOPMENTS (OXFORDSHIRE) LIMITED

Dated: 10th March 1992

We, the undersigned, being all the members of the above named Company for the time being entitled to attend and vote at General Meetings of the Company HEREBY RESOLVE to pass Resolution No.1 as a Special Resolution pursuant to Article 12 of the Company's Articles of Association and Resolution No.2 as a Special Resolution.

SPECIAL RESOLUTIONS

1. "THAT notwithstanding the pre-emption provisions of Articles 8 to 11 inclusive of the Company's Articles of Association, the said Articles 8 to 11 shall not apply to the following proposed transfers of shares in the Company which transfers be and are hereby approved as if the procedures and requirements of the said Articles 8 to 11 had been complied with and satisfied in full and in respect of which all pre-emption rights conferred by the said Articles 8 to 11 are hereby waived in full;

Transferor

Transferee

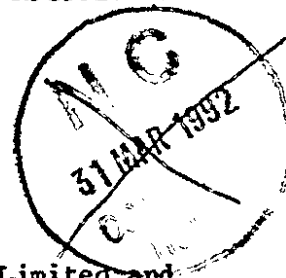
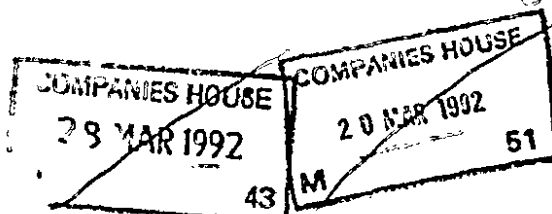
No of
Shares

Barratt Developments plc

Bovis Homes Limited and

133

J.A. Pye (Oxford) Limited



07 MAY 1992




Beazer Homes Limited	Bovis Homes Limited and J.A. Pye (Oxford) Limited	133
Ideal Homes Holdings plc	Bovis Homes Limited and J.A. Pye (Oxford) Limited	133
Wilcon Homes Limited	Bovis Homes Limited and J.A. Pye (Oxford) Limited	133
John McLean & Sons Limited	Bovis Homes Limited and J.A. Pye (Oxford) Limited	133
Wimpey Homes Holdings Limited	J.A. Pye (Oxford) Limited and Bovis Homes Limited	133
McCarthy & Stone (Developments) Limited	Bovis Homes Limited and J.A. Pye (Oxford) Limited	133
Bovis Homes Limited	Bovis Homes Limited and J.A. Pye (Oxford) Limited	133
J.A. Pye (Oxford) Limited	Bovis Homes Limited and J.A. Pye (Oxford) Limited	133
Gray's Inn Nominees Limited	Bovis House Limited and J.A. Pye (Oxford) Limited	3

~~2. The above is a true and correct copy of the original document.~~

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For and on behalf of
Wilcon Homes Limited

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For and on behalf of
Gray's Inn Nominees Limited

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For and on behalf of
Bovis Homes Limited


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For and on behalf of
J.A. Pye (Oxford) Limited

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For and on behalf of
Barratt Developments plc

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For and on behalf of
John McLean & Sons Limited

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For and on behalf of
Beazer Homes Limited

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For and on behalf of
Wimpey Homes Holdings Limited

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For and on behalf of
Ideal Homes Holdings Limited

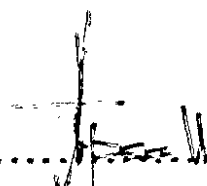
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For and on behalf of
McCarthy & Stone (Developments)
Limited

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For and on behalf of
Bovis Homes Limited

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For and on behalf of
J.A. Pye (Oxford) Limited

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For and on behalf of
Barratt Developments plc

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For and on behalf of
John McLean & Sons Limited


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For and on behalf of
Ideal Homes Holdings Limited

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For and on behalf of
McCarthy & Stone (Developments)
Limited

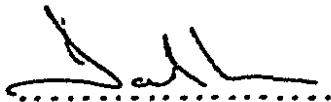
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For and on behalf of
Bovis Homes Limited

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For and on behalf of
J.A. Pye (Oxford) Limited

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Barratt Developments plc

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McCarthy & Stone (Developments)
Limited

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For and on behalf of
Bovis Homes Limited

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For and on behalf of
J.A. Pye (Oxford) Limited

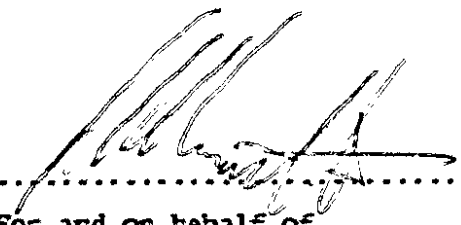
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For and on behalf of
Barratt Developments plc

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For and on behalf of
John McLean & Sons Limited

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For and on behalf of
Beazer Homes Limited

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For and on behalf of
Wimpey Homes Holdings Limited

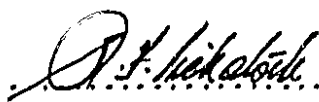
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For and on behalf of
Ideal Homes Holdings Limited

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For and on behalf of
McCarthy & Stone (Developments)
Limited

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For and on behalf of
Bovis Homes Limited

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For and on behalf of
J.A. Pye (Oxford) Limited

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John McLean & Sons Limited

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For and on behalf of
Bearer Homes Limited

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For and on behalf of
Winpey Homes Holdings Limited

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For and on behalf of
Ideal Homes Holdings Limited

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For and on behalf of
McCarthy & Stone (Developments)
Limited

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For and on behalf of
Bovis Homes Limited

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For and on behalf of
J.A. Pye (Oxford) Limited

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Barratt Developments plc

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Limited

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For and on behalf of
Bovis Homes Limited

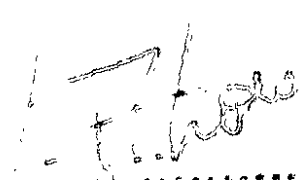
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Limited