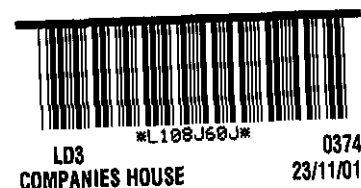


THE COMPANIES ACT 1985  
COMPANY LIMITED BY SHARES  
WRITTEN RESOLUTION  
OF  
LEYTON PROPERTIES LIMITED



We, the undersigned, being the holders of all the issued share capital of the Company pursuant to section 381A of the Companies Act 1985, pass the following resolution:

That:

- (A) Subject to compliance with ss155-158 of the Companies Act 1985 (the "Act"), the entry into by the Company of the deed of accession and the deed of adherence pursuant to which the Company will accede to the composite guarantee and debenture dated 14th March, 2001 originally entered into between Bromley Property Investments Limited ("BPIL"), Bromley Property Holdings Limited ("BPHL") and Nationwide Building Society (the "Security Trustee") and thereby grant additional security in favour of the Security Trustee for the outstandings under (a) a two year senior term loan facility between BPIL, Nationwide Building Society, Halifax plc and National Westminster Bank plc (the "Senior Term Loan Facility") and (b) a two year mezzanine term loan facility between BPIL and National Westminster Bank plc (the "Mezzanine Term Loan Facility"), such documents dated 14th March, 2001 and entered into by BPIL in order to finance the acquisition of the shares in BPT plc (the "Granting of Security") is hereby approved;
- (B) subject to compliance with Sections 155-158 of the Act, the entry into by the Company of the deed of accession to the Senior Term Loan Facility and the Mezzanine Term Loan Facility (the "Deeds of Accession") are hereby approved;
- (C) the Granting of Security and entering into of the Deeds of Accession is in the best interests of the Company and the approval of the Granting of Security and the entry into the Deeds of Accession is given notwithstanding that the Company might be held to be giving financial assistance for the purposes of sections 151 and 152 of the Act;
- (D) the directors provide for the execution on behalf of the Company of the deed of accession and the deed of adherence to the Composite Guarantee and Debenture and Deeds of Accession in the form of the drafts produced to the meeting initialled by the chairman for the purposes of identification with such amendments as the persons authorised to execute the same may approve;
- (E) this resolution shall have effect notwithstanding any provision of the Company's articles of association.

.....  
For BPT LIMITED

Date: 15th November, 2001