

Company No: 03724277

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
SPECIAL RESOLUTION
of
BROADGATE (LENDING) LIMITED

At an Extraordinary General Meeting of the Company duly convened and held at 10 Cornwall Terrace, Regent's Park, London NW1 4QP at a.m./p.m. on 1 March 2005 the following Resolution was duly passed as a Special Resolution of the Company:

SPECIAL RESOLUTION

THAT the grant by the Company of full third party fixed and floating charges over its assets, including its rights under the Borrower Documents (as defined in the Borrower Deed of Charge) and its book and other debts to secure payments due on the Bonds to be issued by Broadgate Financing PLC, such fixed and floating charges to be in favour of Capita IRG Trustees Limited, as the same are contemplated in the Borrower Deed of Charge and Offering Circular relating to the Bonds attached to the notice convening the meeting whereat this Resolution was proposed, be and they are each hereby approved.


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CHAIRMAN

DATED 1 March 2005

