

BPP LIQUIDATING TRUST

| October 30, 2002

Registered Unitholders of the BPP Liquidating Trust:

The trustees of the BPP Liquidating Trust (the "Trust") have determined to make a liquidating distribution in the amount of \$0.50 per unit to the registered unitholders of the Trust.

As previously announced, under the terms of the Liquidating Trust Agreement executed between Burnham Pacific Properties, Inc. ("Burnham") and Scott C. Verges and Douglas Wilson (the "Trustees") on June 28, 2002, each stockholder of Burnham on June 27, 2002 automatically became the holder of one unit in the Trust for each share of Burnham common stock then held of record by such stockholder. Each registered unitholder should refer to the check received by such unitholder with respect to this distribution for the number of units held by such registered unitholder.

It is expected that from time to time the Trust will make further distributions of its assets to unitholders, but only to the extent that such assets will not be needed to provide for the liabilities (including contingent liabilities) assumed by the Trust. No assurances can be given as to the amount or timing of any future distributions by the Trust.

Recent Events

On June 28, 2002, the Trust closed on the sale of Central Shopping Center, located in Ventura, California, for approximately \$3,000,000.

On August 14, 2002, the Trust closed on the sale of the Palms to Pines shopping center, located in Palm Desert, California, for approximately \$3,200,000.

A lawsuit originally filed in April 2002 by certain individuals and their investment companies that owned the Lake Arrowhead Village property immediately before an affiliate of Burnham acquired the property was settled and dismissed for a settlement value of approximately \$850,000, which amount was fully reserved for in the most recently filed financial statements of Burnham.

Effective as of October 15, 2002, National City Bank was appointed as the transfer agent for the Trust, replacing Equiserve, the former transfer agent for Burnham. In addition, the Trust has terminated the direct deposit service maintained by Equiserve for Burnham and will not be offering direct deposit services with National City Bank with respect to the payment of distributions.

Trust Communications and SEC Filings

The Trustees will continue to communicate periodically with you through letters mailed to registered unitholders and through SEC filings of current reports on Forms 8-K and annual reports on Forms 10-K. The Trustees may be contacted in connection with transfers of units by will, intestate succession or operation of law, at the following address:

BPP Liquidating Trust
100 Bush Street, 26th Floor
San Francisco, California 94104
Attention: Mr. Verges and Mr. Wilson
Facsimile: 415-772-5911

The contact information for the new transfer agent, National City Bank, is as follows:

National City Bank
Corporate Trust Operations
Locator 5352
P.O. Box 92301
Cleveland, OH 44193-0900
Telephone: 1-800-622-6757
Fax: 216-257-8508
E-mail: shareholder.inquiries@nationalcity.com

For additional information on the Trust, you may refer to the Trust's web-site at www.bpac.com.

This letter contains forward-looking statements that predict or indicate future events that do not relate to historical matters. There are a number of important factors that could cause actual events to differ materially from those indicated by such forward-looking statements. These factors include, but are not limited to, the following: the Trust may be unable to consummate sale transactions with respect to some or all of the Trust's remaining properties or such sales may be materially delayed; the Trust may not be able to complete the liquidation in a timely manner or realize proceeds from the sales of assets in amounts that will enable it to provide liquidating distributions to registered unitholders; and occupancy rates and market rents may be adversely affected by economic and market conditions which are beyond the Trustees' control, including imbalances in supply and demand for retail shopping center space and the financial condition of tenants.

Sincerely,

Scott C. Verges
Douglas Wilson

BPP LIQUIDATING TRUST

100 Bush Street – 26th Floor, San Francisco, CA 94104