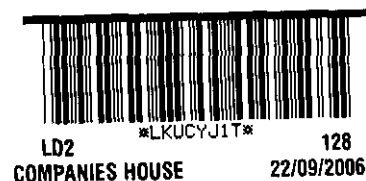


No. 238937

JOHN LEWIS PARTNERSHIP plc

**SPECIAL RESOLUTION**

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Passed on 7 September 2006  
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At an Extraordinary General Meeting of this Company on Thursday the 7th day of September 2006 at 11.30am the following Resolution was passed as a Special Resolution:

**SPECIAL RESOLUTION**

THAT the Articles of Association of the Company be amended as follows:

(a) by the addition in Article 1 of the following definition:

“Non-Executive Directors means those Directors for the time being who hold the title of Non-Executive Director”

(b) by the addition in Article 64 of the following words immediately after the words “..the Directors present shall select one of their number”:

“(other than a Non-Executive Director)”

(c) by substituting in Article 82 the word “twelve” with the word “fourteen” and by the addition of the following words immediately after the word “three”:

“(such minimum number of Directors to exclude any Non-Executive Directors)”

(d) by the addition in the first line of Article 88 immediately after the words “Any Director” of the following words:

“(other than a Non-Executive Director)”

(e) by the addition in Article 90 of the following words immediately after the word “body”:

“(excluding any Non-executive Directors)”

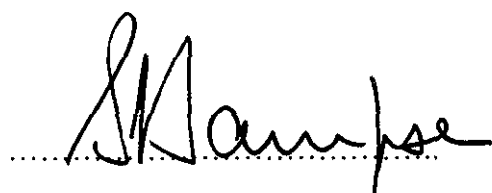
(f) by substituting for the existing Article 113, the following Article:

“The Directors may meet together for the dispatch of business, adjourn, and otherwise regulate their meetings as they think fit, and determine the quorum necessary for the transaction of business (except that for the purposes of determining such quorum the Directors shall exclude any Non-Executive Directors). Until otherwise determined three Directors (which number shall exclude any Non-Executive Directors) or Directors

(excluding any Non-Executive Directors) comprising at least one-third of the Directors for the time being (excluding any Non-Executive Directors (whichever shall be the greater number) shall constitute a quorum. Questions arising at any meeting shall be determined by a majority of votes but any Non-Executive Directors shall not be entitled to vote on any matter or question whatsoever arising at any meeting of the Board or howsoever otherwise decided by the Directors. In case of an equality of votes, the Chairman shall have a second or casting vote. One Director may, and the Secretary shall, at the request of a Director, at any time summon a meeting of the Directors, giving at least two days' notice, and stating the object of the meeting. It shall not be necessary to give notice of a meeting of the Directors to a Director who is not within the United Kingdom.

(g) by the addition of the following words at the end of Article 114:

“provided that a Non-Executive Director may not be appointed a Chairman”

A handwritten signature in dark ink, appearing to read "S. K. Ampse", is written over a horizontal dotted line.

CHAIRMAN