

Adminstore Limited
(Company Number 01882853
(the "Company")

We, the undersigned, being the Sole Member for the time being of the Company entitled to attend and vote at a General Meeting pass the following resolution as a Written Resolution

29th November 2004

IT IS RESOLVED:

- (a) In accordance with provisions of Section 252 of the Act to dispense with the laying of accounts and reports before the Company in general meeting for the current financial year and subsequent financial years.
- (b) In accordance with the provisions of Section 366A of the Act to dispense with holding an annual general meeting for this and subsequent years.
- (c) In accordance with the provisions of Section 386 of the Act to dispense with the obligation to appoint auditors annually.


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Tesco Holdings Limited

