



Tesco House  
Shire Park  
Kestrel Way  
Welwyn Garden City  
AL7 1GA

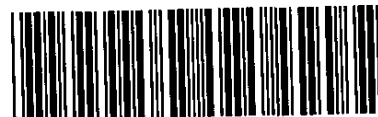
**Notice of Agreement to Audit Exemption**

We, the undersigned, being the majority shareholder of Spen Hill Management Limited (the "**Company**"), registered at Companies House under company number 02460426, hereby give notice that we consent to the Company claiming exemption from audit under Section 479A of the Companies Act 2006 (as amended) in respect of its financial statements for the year ended 23 February 2019.

For and on behalf of Tesco PLC

*Robert Welch*

Robert Welch  
Secretary  
11 July 2019



\*A8EZDEN5\*

A44

28/09/2019

#5

COMPANIES HOUSE



Tesco House  
Shire Park  
Kestrel Way  
Welwyn Garden City  
AL7 1GA

**Notice of Agreement to Audit Exemption**

We, the undersigned, being the minority shareholder of Spen Hill Management Limited (the "**Company**"), registered at Companies House under company number 02460426, hereby give notice that we consent to the Company claiming exemption from audit under Section 479A of the Companies Act 2006 (as amended) in respect of its financial statements for the year ended 23 February 2019.

For and on behalf of Spen Hill Properties (Holdings) plc

*Robert Welch*

Robert Welch

Director

11 July 2019