



THE COMPANIES ACTS 1985 AND 1989

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF


COSTCO LIMITED

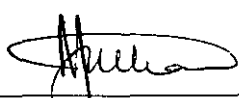
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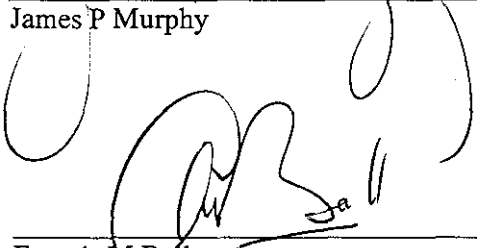
The undersigned, being all of the members of the Board of Directors of Costco Limited, a corporation incorporated under the laws of the United Kingdom (the "Company"), acting by unanimous written consent in lieu of a meeting, hereby consent to the adoption of the following resolutions and approve and adopt such resolutions with the same force and effect as if they were approved adopted at a duly constituted meeting of the directors of the company.

NOW, THEREFORE, BE IT RESOLVED, that KPMG LLP be and are hereby appointed auditors of the company at a remuneration to be determined by the Board from time to time.

IN WITNESS WHEREOF, the undersigned, being all of the members of the Board of Directors of the Company have executed this written consent as of the 5th day of June 2002.


James P Murphy


Magan K Chauhan


Francis M Ball

