

Company Number: 3244187

CERTIFIED COPY

THE COMPANIES ACTS 1985 AND 1989

COMPANY LIMITED BY SHARES
HAVING A SHARE CAPITAL

[Signature]

SECRETARY

WRITTEN RESOLUTIONS OF
GROSVENOR RETAIL HOLDINGS LIMITED

Pursuant to Section 381A of the Companies Act 1985 (as amended by the Companies Act 1989), we, the undersigned, being all the members of the Company having the right to attend and vote at general meetings hereby resolve that the consent of the Company be and is given to treating the appointment of Deloitte & Touche as the Company's auditors as extending to Deloitte & Touche LLP with effect from 1 August 2003 in accordance with the provisions of section 26(5) of the Companies Act 1989.

[Signature]

For and on behalf of Grosvenor Limited

~~29 JUL 2003~~
Dated 29 JUL 2003

