

THE COMPANIES ACTS 1985 AND 1989

WRITTEN MEMBER'S RESOLUTION

OF

Tesco (Foxtrot 1) Limited

(the "company")

In accordance with article 5.7.6 of the company's articles of association, we, the undersigned, being the sole member of the company who at the date of this document is entitled to attend and vote at a general meeting of the company hereby resolve that the following resolution shall have effect as if it had been passed at a general meeting of the company duly convened and held:

15th August 2008

IT IS RESOLVED

THAT the authorised share capital of the Company be decreased from £700,000 to £200,000 by the redemption of 500,000 5.45% redeemable preference shares of £1 each in accordance with Article 5.7.6 of the Articles of Association of the company.

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Tesco Holdings Limited
Sole Member

FRIDAY



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02/10/2009

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