

Company Number: 5860040

**THE COMPANIES ACT 1985**

**COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION**

**(PURSUANT TO SECTION 381A OF THE COMPANIES ACT 1985)**

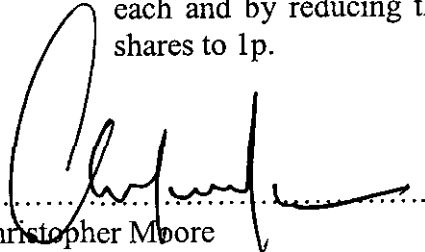
**OF**

**DPG HOLDINGS LIMITED (the "Company")**

(Signed 17<sup>th</sup> August 2006)

We, being the sole shareholder of the above Company who at the date of the resolution set out below is to be regarded as being entitled to attend and vote on such resolution as if it had been proposed in General Meeting of the Company HEREBY PASS in accordance with section 381A of the Companies Act 1985 the following resolution and agree that the said resolution shall for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held:-

THAT the share capital of the Company be reduced by cancelling paid-up capital to the extent of 99p upon each of the 160,000,001 issued ordinary shares of £1 each and by reducing the nominal amount of each of the 160,000,001 ordinary shares to 1p.

  
.....  
Christopher Moore  
for and on behalf of  
**DOMINO'S PIZZA UK & IRL PLC**

