

**The Companies Act 1985**  
**Company Limited by Shares**

## **Ordinary Resolution**

Company Number  
1396513

ASDA GROUP PLC

At the **Annual General Meeting** of the members of the above-named company, duly convened and held at:

Pudsey Civic Hall, Dawsons Corner, Pudsey, Leeds, LS28 5TA

on 15 September 1998

the following ORDINARY RESOLUTION was duly passed, viz:-

That the directors be and are hereby generally and unconditionally authorised to exercise all powers of the company to allot relevant securities (as defined in section 80 of the Companies Act 1985) up to an aggregate nominal amount of £253,705,878, which authority shall expire at the conclusion of the next annual general meeting of the company after the passing of this resolution, save that the company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the directors may allot relevant securities in pursuance of such an offer or agreement as if the authority conferred hereby had not expired.

Signed June N. Jagger.  
Position COMPANY SECRETARY

