

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
RESOLUTIONS OF TESCO PROPERTY (NOMINEES) (NO.3) LIMITED
(COMPANY NUMBER 05349394)

Passed
23rd October 2006

At an Annual General Meeting of the Company duly convened and held at Tesco House, Delamare Road, Cheshunt, Hertfordshire, EN8 9SL on Monday the 23rd of October 2006.

Elective Resolutions

1. That the Company hereby elects:
 - (a) To dispense with the laying of accounts before the Company in general meeting, in accordance with Section 252 of the Companies Act 1985 (the "Companies Act") as amended by The Companies Act 1989.
 - (b) To dispense with the holding of Annual General Meetings in accordance with Section 366(A) of the Companies Act as amended.
 - (c) To dispense with the obligation to appoint auditors annually in accordance with Section 386 of the Companies Act as amended.

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CHAIRMAN

