



FILE COPY

CERTIFICATE OF INCORPORATION ON RE-REGISTRATION OF A PRIVATE COMPANY AS A PUBLIC COMPANY

Company No. 173199

I hereby certify that

TESCO PERSONAL FINANCE LIMITED

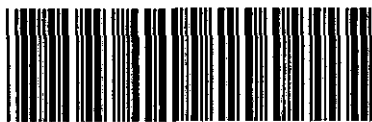
formerly registered as a private company has this day been re-registered under the Companies Act 1985 as a public company under the name of

TESCO PERSONAL FINANCE PLC

and that the company is limited.

Given at Companies House on **22nd December 2008**

MONDAY



SPQ6K5VX

SCT

22/12/2008

44

COMPANIES HOUSE



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES