THE COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

RESOLUTION OF TESCO HOME SHOPPING LIMITED

Passed 24th November 2008

At a General Meeting of the Company duly convened and held at New Tesco House, Delamare Road, Cheshunt, Hertfordshire, EN8 9SL on 24th November 2008.

Special Resolution

That the Company hereby resolves:

That PricewaterhouseCoopers LLP be appointed auditors of the Company to hold office until conclusion of the next General Meeting at which accounts are laid before the Company and that their remuneration be fixed by the directors.

CHAIRMAN

THIS IS A CERTIFIED
TRUE COPY OF THE ORIGINAL
Signed

Name CLAUDINE O'CONNOR

Position COMPANY SCRETPR

Date 4Th DECEMBER DCC

SATURDAY

A62 06/12/2008 COMPANIES HOUSE

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