RS1 15

In acsordance with Section 707 of the Companies Act 2006 **SH03**

Return of purchase of own shares



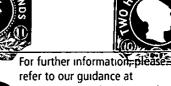
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17/05/2011 COMPANIES HOUSE

You may use this form to give notice of a purchase by a limited company of its own shares

What this form is NOT for You cannot use this form to give notice of a purchase by an unline company of its own shares

refer to our guidance at ww.companieshouse<u>gov.uk</u>



Company details Company number

Company name in full

TESCO PLC

Filling in this form Please complete in typ bold black capitals

pecified or indica

Shares purchased for cancellation

0

The section below/should be completed by public limited companies (PLC) only

Class of shares (E g Ordinary/Preference etc)	Number of shares purchased	Nominal value of each share	Date that the shares were delivered to the company	Are these qualifying shares? •	Maximum price paid for each share	Minimum price paid for each share
ORDINARY	4,398,703	5p	19/ 04/ 2011	✓ Yes	396 85	393 438
ORDINARY	1,993,395	5p	20/04/2011	☑ Yes	399 55	395 20
ORDINARY	1,863,354	5p	21/04/2011	☑ Yes	399 30	393 80
ORDINARY	1,250,709	5p	26/04/2011	☑ Yes	406 95	395 70
ORDINARY	1,119,928	5p	27 / 04 / 2011	☑ Yes	404 65	397 20

Please show the aggregate amount paid on shares purchased for cancellation

Total aggregate amount £42,181,458 77

For HM Revenue and Customs Stamp Office only

Qualifying shares

Qualifying shares are shares eligible to be placed into treasury

SH03 Return of purchase of own shares

3	Shares purchased	into treasury	(PLCs only)	- -				
Please complete the ta This section is to be co		irchasing into treas	sury					
Class of shares (E.g. Ordinary/Preference etc.)		Number of shares purchased	Nominal value of each share	Date that the shares were delivered to the company	Maximum price paid for each share	Minimum price paid for each share		
				/ /	· · ·			
				/ /				
				/ /				
	·			/ /				
			1	1 1	·····			
	Please show the aggranto treasury	egate amount paid	d by the company o	on shares purchased	_			
Total aggregate amount								
4	Stamp Duty							
	Stamp Duty of 0 5% of the consideration Please show the amou	• OStamp Duty The aggregate amount should be rounded up to the nearest multiple of £5						
Stamp Duty •	£ 210,910		Amount payable Cheques for the Stamp Duty must be made payable to 'HM Revenue & Customs Taxes' and crossed 'Not Transferable' Stamp office address Please send the form to HMRC Stamp Office 9th Floor, City Centre House,					
	Before this form is a HM Revenue and Cu amount of Stamp D After this form has	be made payal & Customs Tax Transferable' Stamp office						
	and Customs it mus	HMRC Stamp						
No Stamp Duty payable	If Stamp Duty is not payable on shares purchased, please confirm the statement below by ticking the box					30 Union Street, Birmingham B2 4AR		
	I/We certify that part of a larger t amount or value	e If you require f on Stamp Duty Revenue & Cu	Further information If you require further information on Stamp Duty Please contact HM Revenue & Customs on 0845 6030135 or visit their website www.hmrc.gov.uk					
	If you have no stam Companies House							
5	Signature							
	I am signing this form on behalf of the company					signing has membership		
Signature	Signature X							
Date	This form may be sign Director Secretary manager, CIC manage	Person authorised	y 1 y 1	eceiver, Receiver	Under either s	● Person authorised Under either section 270 or 274 of the Companies Act 2006		

SH03

following

appropriate

Return of purchase of own shares

Presenter information You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form The contact information you give will be visible to searchers of the public record TERESA JAMES Company name TESCO PLC **TESCO HOUSE** DELAMARE ROAD Post town CHESHUNT County/Region HERTS Postcode Country UK 01992 646610 Checklist We may return forms completed incorrectly or with information missing Please make sure you have remembered the

☐ The company name and number match the

Information held on the public Register
 □ You have completed Section 2 and/or Section 3 as

☐ Indicate that no duty is payable

☐ You have signed the form

□ In Section 4, you have either had the form stamped

by HMRC or ticked the certification section to

Important information

Please note that all information on this form will appear on the public record

Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below

For companies registered in England and Wales The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ DX 33050 Cardiff

For companies registered in Scotland
The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post)

For companies registered in Northern Ireland. The Registrar of Companies, Companies House, Second Floor, The Linenhall, 32-38 Linenhall Street Belfast, Northern Ireland, BT2 8BG DX 481 N R Belfast 1

Stamp Duty

If Stamp Duty is to be paid, please first send this form to HMRC Stamp Office, 9th Floor, City Centre House, 30 Union Street, Birmingham, B2 4AR

Further information

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk