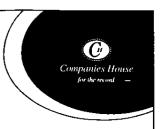
SH01

incorporation

Return of allotment of shares



You can use the WebFiling service to file this form online Please go to www companieshouse gov uk

What this form is for You may use this form to give notice of shares allotted following What this form is NOT for You cannot use this form to giv notice of shares taken by subsci on formation of the company o



	•				nt of a new class nlimited compan	A35	20/04/2010 COMPANIES HO	31	
1	Compa	ny deta	ils				_		
Company number	4 4	5 7	9 0				ling in this form ase complete in type:	script or in	
Company name in full	TESCO PLC						bold black capitals		
							All fields are mandatory unless specified or indicated by *		
2	Allotme	ent date	es o						
From Date To Date	^d 0 ^d 8 ^d 1 ^d 4		1 1			If a san 'fro allo con	otment date ill shares were allotte me day enter that dat me date' box if share otted over a period of mplete both 'from dat te' boxes	e in the s were f time,	
3	Shares	allotte	d						
	Please give details of the shares allotted, including bonus shares				If c	Ocurrency If currency details are not completed we will assume currency is in pound sterling			
Class of shares (E.g. Ordinary/Preference etc.)		Number of shares allotted	Nominal value of each share	Amount pa (including : premium)		(including			
OPDINARY			4 646	50	410.000	. I.			

Class of shares (E g Ordinary/Preference etc)	Currency 2	Number of shares allotted	Nominal value of each share	Amount paid (including share premium)	Amount (if any) unpaid (including share premium)
ORDINARY	-	4,646	5p	410 00p	-
ORDINARY	•	6,146	5p	311 00p	-
ORDINARY	-	114	5p	328 00p	-

If the allotted shares are fully or partly paid up otherwise than in cash, please state the consideration for which the shares were allotted

Details of non-cash consideration

If a PLC, please attach valuation report (if appropriate)

	SH01 Return of allotmer	nt of shares				
	Statement of cap	 oital	<u> </u>		_	
	Section 4 (also Section 5 and Section 6, if appropriate) should reflect the company's issued capital at the date of this return					
4	Statement of cap	oital (Share capital	in pound sterling (£)))	<u> </u>	
		ch class of shares held i	n pound sterling If all yo Section 7	ur		
Class of shares (E g Ordinary/Preference etc	:)	Amount paid up on each share ①	Amount (if any) unpaid on each share •	Number of shar	es 🛭	Aggregate nominal value 9
ORDINARY		65 31p	0 00	7,993,798,	137	£ 399,689,906 85
						£
						£
						£
			Totals	7,993,798	3,137	£ 399,689,906 85
Currency Class of shares (E g Ordinary / Preference etc)		Amount paid up on each share	Amount (if any) unpaid on each share ①	Number of shares 2		Aggregate nominal value 3
			<u> </u>			
			Totals			
Currency			<u> </u>			
Class of shares (E.g. Ordinary/Preference etc.	:)	Amount paid up on each share	Amount (if any) unpaid on each share	Number of shar	res 0	Aggregate nominal value
		<u> </u>		! 		
		<u> </u>	Totals			
6	Statement of ca	pital (Totals)				
	Please give the total number of shares and total aggregate nominal value of issued share capital Total aggregate nominal value of Please list total aggregate value.				st total aggregate values in	
Total number of shares	different currencies separately F example £100 + €100 + \$10 e					
Total aggregate nominal value 9						
 Including both the nomishare premium Total number of issued s 		B E g Number of shares issu nominal value of each sha	re Plea	ntinuation Pag ase use a Staten e if necessary		al continuation

SH01 Return of allotment of shares

7	Statement of capital (Prescribed particulars of rights attached to shares)						
	Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in Section 4 and Section 5	O Prescribed particulars of rights attached to shares					
Class of share	5p ORDINARY	The particulars are a particulars of any voting rights,					
Prescribed particulars	The shares have attached to them full voting and dividend distribution (including on winding up) rights	including rights that arise only in certain circumstances, b particulars of any rights, as respects dividends, to participate in a distribution, c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and d whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder and any terms or conditions relating					
Class of share		to redemption of these shares. A separate table must be used for					
Prescribed particulars		each class of share Continuation page Please use a Statement of Capital continuation page if necessary					
Class of share							
Prescribed particulars							
8	Signature						
	I am signing this form on behalf of the company	② Societas Europaea					
Signature	Signature	of a Societas Europaea (SE) please delete 'director' and insert details of which organ of the SE the person signing has membership					
	This form may be signed by Director Secretary, Person authorised Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager	Under either section 270 or 274 of the Companies Act 2006					

CHFP000 10/09 Version 2 0

SH01

Return of allotment of 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.

Contact name TERESA JAMES				
Company name TES	Company name TESCO PLC			
Address TESCO HOUSE,				
DELAMARE	ROAD			
Post town CHESHUNT				
County/Region HERTS				
Postcode	E N 8 9 S L			
Country UK				
DX				
01992 646610				

✓ Checklist

We may return the forms completed incorrectly or with information missing

Please make sure you have remembered the following

- ☐ The company name and number match the information held on the public Register
- ☐ You have shown the date(s) of allotment in section 2
- ☐ You have completed all appropriate share details in section 3
- ☐ You have completed the appropriate sections of the Statement of Capital
- □ You have signed the form

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, First Floor, Waterfront Plaza, 8 Laganbank Road, Belfast, Northern Ireland, BT1 3BS DX 481 N R Belfast 1

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