

11-2

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COMPANIES FORM No. 169

**Return by a company purchasing
its own shares**

CHWP000

Please do not
write in
this margin

Pursuant to section 169 of the Companies Act 1985

Please complete
legibly, preferably
in black type, or
bold block lettering

To the Registrar of Companies
(Address overleaf)

For official use

Company number

00445790

Name of company

* Tesco PLC

* insert full name
of company

Note

This return must be
delivered to the
Registrar within a
period of 28 days
beginning with the
first date on which
shares to which it
relates were delivered
to the company

Shares were purchased by the company under section 162 of the above Act as follows

Class of shares	Ordinary		
Number of shares purchased	7,200,000		
Nominal value of each share	5p		
Date(s) on which the shares were delivered to the company	26th June 2007		
Maximum prices paid \$ for each share	429 80875p		
Minimum prices paid \$ for each share	429 80875p		

\$ A private company
is not required to
give this information

The aggregate amount paid by the company for the shares
to which this return relates was £ 30,946,230 00

Stamp Duty is payable on the aggregate amount at the rate
of 1/2% rounded up to the nearest multiple of £5 £ 154,735 00

† Insert
Director,
Secretary,
Administrator,
Administrative
Receiver or
Receiver
(Scotland) as
appropriate

Signed

Designation † SECRETARY

Date 02/07/07

Presenter's name address and
reference (if any)

VICTORIA MARTIN
TESCO HOUSE
JELAMARE ROAD
CHESTNUT
HERTS
EN8 9SL

For official Use (11/06)
General Section

Post room

THURSDAY



A33

AD06MRY4

09/08/2007

COMPANIES HOUSE

247

1. Before this form is delivered to Companies House it must be "stamped" by HM Revenue & Customs Stamp Office to confirm that the appropriate amount of Stamp Duty has been paid
HM Revenue & Customs Stamp Office is located at

HMRC Stamp Office
9th Floor
City Centre House
30 Union Street
Birmingham
B2 4AR

Tel 0845 6030135

Cheques for Stamp Duty must be made payable to "HM Revenue & Customs, Stamp Taxes" and crossed "Not Transferable"

NOTE. This form must be presented to the HM Revenue & Customs Stamp Office for stamping together with the payment of duty within 30 days of the purchase of the shares, otherwise HM Revenue & Customs penalties may be incurred.

- 2 After this form has been "stamped" and returned to you by HM Revenue & Customs it must be sent to

For companies registered in

England or Wales.

The Registrar of Companies
Companies House
Crown Way
Cardiff CF14 3UZ

DX 33050 Cardiff

Scotland

The Registrar of Companies
Companies House
37 Castle Terrace
Edinburgh EH1 2EB

DX 235 Edinburgh

or LP - 4 Edinburgh 2