CHWP000

Please do not write in this margin

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

* 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

§ A private company is not required to give this information

COMPANIES FORM No. 169

Pursuant to section 169 of

(Address overleaf)

Name of company

* Tesco Plc

Return by a company purchasing its own shares



To the Registrar of Companies

in the space below. For HM Revenue & Customs use only

GOS AM

Shares were purchased by the company-under section 162 of the above Act as 100 OUT

| | Ila and the | M PO PED UNE / | |
|---|-------------|----------------|-------|
| Class of shares | Ordinary | | NHE D |
| Number of shares purchased | 4,000,000 | | |
| Nominal value of each share | 5p | | |
| Date(s) on which the shares were delivered to the company | 13/06/2007 | | |
| Maximum prices paid § for each share | 446 3113b | | |
| Minimum prices paid § for each share | 446 3113p | | |

The aggregate amount paid by the company for the shares to which this return relates was

£ 17,852,452 00

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

£ 89,265 00

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

appropnate

Signed

Designation # SECRETARY

Date 25 06 07

Presenter's name address and reference (if any)

Kerrene Nicholas Tesco House Delamare Road Cheshunt Hertfordshire EN8 9SL

For official Use_(11/06) General Section





12/07/2007 **COMPANIES HOUSE**

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