COMPANIES FORM No. 169

Return by a company purchasing its own shares

CHFP029

Please do not wnte in this margin

To the Registrar of Companies For official use

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

(Address overleaf)

Name of company

00445790

Company number

in the space below For Inland Revenue use only

ease do not write

* insert full name of company

Tesco.plc_		 	

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

		 	_	
Class of shares	Ordinary			
Number of shares purchased	500,000			
Nominal value of each share	5p			
Date(s) on which the shares were delivered to the company	2 April 2007		-	
Maximum prices paid § for each share	448 0480p			
Minimum prices paid § for each share	448 0480p			

§ 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

£ 2,240,240 00

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

£ 11,205 00

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

Signed

Designation # Company SEERLT THEY Date 11/4/07

Presentor's name address and reference (if any)

Miss C O'Connor **Tesco House Delamare Road** Cheshunt Herts EN8 9SL

For official Use (10/03) General Section

Post room



A03

08/05/2007 **COMPANIES HOUSE**

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

London Stamp Office Ground Floor South West Wing Bush House Strand London WC2B 4QN

Tel 020 7438 7252/7452

Cheques for Stamp Duty must be made payable to "Inland Revenue - Stamp Duties" and crossed "Not Transferable"

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

2 After this form has been "stamped" and returned to you by the Inland Revenue 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