

G

CHFP029

Please do not
write in
this margin

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

* 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

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

Pursuant to section 169 of the Companies Act 1985

to the Registrar of Companies
(address in separate leaf)
of the company

For official use

Company

004457

* Tesco plc

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

Class of shares	Ordinary		
Number of shares purchased	6,071,706		
Nominal value of each share	5p		
Date(s) on which the shares were delivered to the company	15 December 2006		
Maximum prices paid § for each share	396.2258p		
Minimum prices paid § for each share	396.2258p		

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

£ 24,057,666.00

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

£ 120,290.00

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

Signed

Designation †

Date

Presentor's name address and
reference (if any):

MISS CO'CONNOR
TESCO HOUSE
DELAWARE ROAD
CHESTNUT
HEATHS EN8 9SL

For official Use (10/03)

General Section

Post room

SATURDAY



A58

AXPUWMKS

27/01/2007

COMPANIES HOUSE

641

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