

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 letteringTo 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 companyShares were purchased by the company under section 162 of the above
follows:

Class of shares	Ordinary		
Number of shares purchased	2,000,000		
Nominal value of each share	5p		
Date(s) on which the shares were delivered to the company	26 July 2006		
Maximum prices paid \$ for each share	361.49p		
Minimum prices paid \$ for each share	361.49p		

\$ A private company
is not required to
give this informationThe aggregate amount paid by the company for the shares
to which this return relates was:

£ 7229800.00

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

£ 36150.00

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

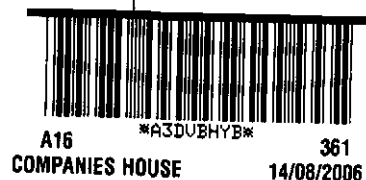
Signed

Designation *Deputy Secretary* Date *27/7/06*Presenter's name address and
reference (if any):

MISS C O'CONNOR
NEW TESCO HOUSE
DELMAR ROAD
CHESHAM
Herts EN8 9SL

For official Use (04/06)
General Section

Post room



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