

Please complete in typescript, or in bold black capitals.

BULK 101721

363a

Annual Return

Comp	pany	Num	ber
------	------	-----	-----

00445790

Company Name in full

e in full	Tesco PLC				
11		 	 		

* F363AD40 *

Date of this return(See note 1)

The information in this return is made up to

Day	Month	Year
07	06	1999

Date of next return(See note 2)

If you wish to make your next return to a date earlier than the anniversary of this return please show the date here. Companies House will then send a form at the appropriate time.

Day	Month	Year
07	06	2000

Registered Office (See note 3)
Show here the addressat the date of this return.

Any change of registered office mustbe notified on form 287.

DELAMARE ROAD

Post town | CHESHUNT

County / Region

HERTFORDSHIRE

TESCO HOUSE

Postcode

EN8 9SL

Principal business activities

(See note 4)

Show trade classification code number(s) for the principal activity or activities.

5211			_

If the code number cannot be determined, give a brief description of principal activity.



Form revised March 1995

When you have completed and signed the form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF4 3UZ DX 33050 Cardiff

for companies registered in England and Wales

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB for companies registered in Scotland DX 235 Edinburgh

Number of Class Aggregate Issued share capitalisee note 9/ (e.g. Ordinary/Preference) shares issued Nominal Value Enter details of all the shares in issue (i.e. Number of shares issued at the date of this eturn. multiplied by nominal value per share) ORDINARY SHARES 338747026:75 A **Totals** *9*400 List of past and present members There were no changes in the period (Use attached schedule where appropriate) A full list is required if one was not included with either of the last two on paper in another format returns. (see note 10) A list of changes is enclosed A full list of members is enclosed X If at the date of this return an election is in force to dispense with **Elective resolutions** annual general meetings, mark this box (Private companies only) (See note 11) If at the date of this return an election is in force to dispense with laying accounts in general meetingsmark this box Certificate I certify that the information given in this return is true to the best of my knowledge and belief. **Date Signed** 1 Please delete as appropriate. When you have signed the return send it This return includes continuation sheets. with the fee to the Registrar of Companies. Cheques should be made payable to (enter number) Companies House. Please give the name, address, telephone number, and if available, a DX number and Exchange, for the person Companies House should contact if there is any query. Tel DX number DX exchange

Register of members (See note If the register of members is not kept at	LLOYDS BANK PLC, THE CAUSEWAY
registered office, state here where it is k	WORTHING.WEST SUSSEX.BN99 6DA
Post to	wn
County / Reg	pion Postcode
Register of Debenture holde (See note 6)	S
If there is a register of debenture holders and it is not kept at the registered office state here where it is kept.	
Post to	wn
County / Res	ion Postcode
Company type (See note 7)	
Public limited company	x
Private company limited by shares	
Private company limited by guarantee withour share capital	
Private company limited by shares exempt un section 30	Please mark the appropriate box
Private company limited by guarantee exempt under section 30	
Private unlimited company with share capital	
Private unlimited company without share cap	tal
Company Secretary(see notes 1	
(Please photocopy this area to provide details of joint * Style /	itle *Honours etc
secretaries). Forenam	e(s) ROWLEY STUART
* Voluntary details.	ame AGER
Previous forenam	e(s)
Previous surnam	e(s)
Address	CIRRUS HOUSE
Usual residential	SHIRE PARK
address must be given. In the case of a Post t	WELWYN GARDEN CITY
corporation, give the registered or principal office address.	gion HERTFORDSHIRE Postcode AL7 1TW
Cou	ntry ENGLAND

Directors(sée Please list direc	notes 1-5 tors in a) alphabetical order	Details of new director	s must be notifi	ed on form	288a.		
_	Name	* Style / Title				Day	Month	Year
• -	•	* Honours etc		Da	te of birth	22	06	1936
		Foreneme(s)	JOHN ANTHONY					
		Surname	GARDINER					
	Prev	vious forename(s)				· · · · · · · · · · · · · · · · · · ·		
	f	Previous surname						
	Address	•	PONSBOURNE PARK, NEV	VGATE VILLAGE				
Usual residential								
address must be given. In the ca	e	Post town	HERTFORD					
corporation, giver registered or proffice address.		County / Region	HERTS		Postcode	SG13	8QZ	
office address.		Country	ENGLAND					
	Nationa	lity	BRITISH					
	Busines	s occupation	COMPANY DIRECTOR					
	Other d	irectorships	See attached list					
					·			
		* 6. I . I]		-		
	Name	* Style / Title]	Г	Day	Month	
		* Honours etc		Da	te of birth	16	07	1944
		Forename(s)	ЈОНИ					
		Surname	GILDERSLEEVE					
	Prev	vious forename(s)						
	!	Previous surname						
	Address	3	21 CLARKE ROAD, MOUN	NT FARM				
Usual resident	tial							
address must be given. In the ca	e ase of a	Post town	BLETCHLEY		,			
corporation, given registered or prooffice address.	rincipal	County / Region	MILTON KEYNES		Postcode	MK1	1LG	
511100 add1633.		Country						 J
	Nationa	lity	BRITISH					
	Busines	s occupation	DIRECTOR					
	Other d	lirectorships	See attached list				•	
* Voluntary details	5,							

Page 3, Continuation sheet

Directors (see I	notes 1-5) <i>tors in a</i>	Iphabetical order	Details of new directo	rs must be notified on f	orm 2	288a.			
•	Name	* Style / Title				Day	Month	Year	
• • .		. * Honours etc		Date of bi		10	07	1957	
		Foreneme(s)	ANDREW THOMAS						
		Surname	HIGGINSON						
	Prev	ious forename(s)							
	F	revious surname							
			HELDREW HOUSE, DELA	MARE ROAD					
•	Address								
Usual resident									
address must be given. In the ca		Post town	CHESHUNT						
corporation, giv registered or pri office address.	e the	County / Region	HERTS	Posto	ode	EN8 9	SL		
office address.		Country	ENGLAND						
	National	lity	BRITISH						
	Busines	s occupation	FINANCE DIRECTOR						
	Other di	rectorships	See attached list						
	Name	* Style / Title				Day	Month	Year	
		* Honours etc		Date of bi	irth	28	02	1956	
		Forename(s)	TERENCE PATRICK						
		Surname	LEAHY						
	Prev	ious forename(s)		· · · · · · · · · · · · · · · · · · ·					
	F	Previous surname							
	Address	:	ARMITAGE HOUSE, DELAMARE ROAD						
Usual resident									
address must b given. In the ca	ise of a	Post town	CHESHUNT						
corporation, give registered or proffice address.	e the incipal	County / Region	HERTS	Posto	code				
office address.		Country	ENGLAND						
	Nationa	lity	BRITISH						
	Busines	s occupation	DIRECTOR						
	Other d	irectorships	SEE ATTACHED LIS	;T					
* Voluntary details	i .				. <u>===</u>				
				F	age 3	3, Con	tinuation	sheet	

Directors _{(sèe} Please list direc	notes 1-5 <u>)</u> ctors in al	phabetical order	Details of new directors	s must be notified on	form 2	288a.		
	Name	* Style / Title				Day	Month	Year
* *	•	* Honours etc		Date of I	birth	23	07	1957
		Foreneme(s)	TIMOTHY JOHN ROLLIT					
		Surname	MASON					
	Previ	ous forename(s)		, and a second			• •	
	Р	revious surname						
	Address		RESOURCE HOUSE, DELA	MARE ROAD				
Usual resident	tial							
address must be given. In the ca	oe .	Post town	CHESHUNT					
corporation, giver registered or pre-	ve the rincipal	County / Region	HERTS	Pos	tcode	EN8 9	SL	
office address.		Country	ENGLAND					
	Nationali	ity	BRITISH					
	Business	occupation						
	Other di	rectorships	SEE ATTACKED LIS	T				
				1				
	Name	* Style / Title			_	Day	Month	Year
		* Honours etc		Date of	birth	16	10	1937
		Forename(s)	JOHN WILLIAM					
		Surname	MELBOURN					
	Previ	ious forename(s)						
	Р	revious surname						
	Address		4 BERKELEY GARDENS, C	ELAYGATE				
	41-1			·				
Usual resident address must be given. In the ca	ое	Post town	ESHER					
corporation, given registered or property	ve the rincipal	County / Region	SURREY	Pos	tcode	KT10	ОТР	
office address.		Country	ENGLAND			L		
	National	_	BRITISH					
	IVALIQUA	ity						
		ity s occupation	DIRECTOR					
	Business		DIRECTOR See attached list					

Directors _{(sée} Please list direc	notes 1-5 tors in a) alphabetical order	Details of new directors	s must be notified on fo	rm 2	88a.		
	Name	* Style / Title			[Day	Month	Year
• •	-	* Honours etc		Date of bir	th	03	02	1938
		Foreneme(s)	BARONESS DETTA					
		Surname	O'CATHAIN					
	Prev	vious forename(s)						
	i	Previous surname						
	Address	S	'EGLANTINE', TOWER HO	USE GARDE				
Usual resident	tial							
address must be given. In the ca		Post town	ARUNDEL					
corporation, giver registered or proffice address.	re the incipal	County / Region	WEST SUSSEX	Postco	ode	BN18 9	9RU	
office address.		Country						
	Nationa	lity	BRITISH					
	Busines	s occupation	COMPANY DIRECTOR					
	Other d	irectorships	See attached list					
	Name	* Style / Title				_		
	Name	* Honours etc		Date of bir		Day 22	Month 10	Year 1949
		Forename(s)	GRAHAM FENWICK	Date of Bill	··· L_			
		Surname	PIMLOTT					
	Prov	vious forename(s)						
		Previous surname						
	Address	s	79 BECKWITH ROAD					
Usual resident	tial							
address must be given. In the ca	ase of a	Post town						
corporation, giver registered or proffice address.	rincipal	County / Region	LONDON	Postc	ode	SE24 9	9LQ	
242 44410001		Country	ENGLAND					
	Nationa	ality	BRITISH					
	Busines	ss occupation	INVESTMENT BANKER					
	Other d	directorships	See attached list					
* Voluntary details	s.							

Page 3, Continuation sheet

Directors (see Please list directors)	notes 1-5 c <i>tors in a</i>) alphabetical order	Details of new direc	tors must be no	tified on form	288a.			
	Name	* Style / Title				Day	Month	Year	
	•	* Honours etc			Date of birth	18	03	1957	
		Foreneme(s)	DAVID						
Surname			POTTS				<u> </u>		
	Prev	vious forename(s)							
	1	Previous surname					·=		
	Address	s	MARY CLARKE HOUSI	E, PONSBOURNE F	PARK		<u> </u>		
Usual residen	tial		NEWGATE STREET VII	LLAGE					
address must given. In the corporation, given gistered or poffice address	be ase of a	Post town	HERTFORD						
	rincipal	County / Region			Postcode	SG13	80Z		
omob addioos.		Country	ENGLAND		_				
	Nationa	lity	BRITISH						
	Busines	s occupation	DIRECTOR						
	Other d	irectorships	SEE ATTACHED	LIST					
				<u></u>					
	Name	* Style / Title				Day	Month	Year	
		* Honours etc			Date of birth	05	02	1947	
		Forename(s)	DAVID EDWARD						
		Surname	REID						
	Prev	vious forename(s)							
	!	Previous surname							
	Address	S	PROGRESS HOUSE, T	HE BOULEVARD, S	SHIRE PARK				
Usual resident address must given. In the c	be	Post town	WELWYN GARDEN CITY						
corporation, gi registered or p	ve the rincipal	County / Region	HEDTEODOCHURE			AL7 1	IRZ		
office address	•	Country				L	<u></u>		
	Nationa		BRITISH						
		s occupation	COMPANY DIRECTOR			·			
	Other d	lirectorships	See attached list		<u></u>				
* Voluntary detail	s.								

Page 3, Continuation sheet

Directors(see note Please list directors	es 1-5) 's in a	Iphabetical order	Details of n	ew director	s must be n	otified on form	288a.		
Na		* Style / Title		_]		Day	Month	Year
• • •	-	* Honours etc				Date of birth	08	02	1940
		Foreneme(s)	JOHN MICHA	 4EL					<u>_</u>
		Surname	WEMMS		· · · · · · · · · · · · · · · · · · ·				
	Prev	ious forename(s)							
Previous surname									
		O'BRIEN HO	JSE, PONSBO	OURNE PARK	-			J	
Address			TREET VILLA						
Usual residential address must be	•								
given. In the case corporation, give t	of a the	Post town	HERTFORD				<u></u>	-	
registered or princi	ipal	County / Region	HERTS			Postcode	SG13	80Z	
		Country	ENGLAND						
Na	tional	lity	BRITISH						
Bus	sines	s occupation	DIRECTOR						
Oti	her di	rectorships	HOUSE OF F	RASER PLC					
			UK BOARDS	AILING ASS.	LTD.		••		
Na	me	* Style / Title]		Day	Month	Vaar
		* Honours etc]	Date of birth	Cay	- Worth	
		Forename(s)	<u> </u>						
		Surname							
Previous forename(s)									
		Previous surname		<u> </u>				<u> </u>	
	r	Tevious surnante							
Ad	Idress	;							
Usual residential	,					·····			
address must be given. In the case	of a	Post town					_		
corporation, give to registered or prince office address.	tne cipal	County / Region				Postcode			
		Country			<u> </u>				
Na	ationa	lity							
Bu	ısines	s occupation							
Ot	ther d	irectorships							
* Voluntary details.				-					
						Page	3, Con	tinuation	sheet

Directors (see Please #st dire	e notes 1-5) ctors in a	lphabetical order	Details of new directors	must be notified of	on form	288a.		
	Name	* Style / Title				Day	Month	Year
• •	•	* Honours etc		Date o	f birth	08	03	1960
		Foreneme(s)	PHILIP ANDREW			_		
		Surname	CLARKE			•		
	Previ	ious forename(s)						
	P	revious surname						-
Address		WOOLESTON HOUSE, PON	SBOURNE PARK					
Usual residen	ntial		NEWGATE STREET VILLAG	E				
address must given. In the c	ase of a	Post town	HERTFORD					
corporation, gi registered or p office address	rincipal	County / Region		Po	ostcode	SG13	8QZ	
omee address.	•	Country						
	National	ity	BRITISH					
	Business	occupation	DIRECTOR					
	Other di	rectorships	TESCO STORES LIM	ITED				
	Name	* Style / Title	DR			Day	Month	Vear
		* Honours etc		Date o	f birth	21	03	1934
		Forename(s)	HARALD		L	=		<u> </u>
		Surname	EINSMANN					
Previous forename(s)								
		revious surname						
			43 CHESTER SQUARE					
	Address		43 CHESTEN SQUARE	1414				
Usual resider addressmust								
given. In the c	case of a	Post town	LONDON					
registered or postice address	orincipal	County / Region		P	ostcode	SW1\	V 9EA	
		Country	ENGLAND					
	National	lity	GERMAN					
		s occupation	NON-EXECUTIVE DIRECT					
	Other di	rectorships	See attached list					
* Voluntary detai	ils.					_		
					Page 3	3, Con	tinuatior	sheet

Please list directors in a		Details of new director	rs must be notified on for	n 288a		
Name	* Style / Title			Day	Month	Year
	* Honours etc		Date of birth	01	07	1945
	Forename(s)	ROWLEY STUART				
	Surname	AGER				
Prev	vious forename(s)				,	
Previous surname(s)						
Address	3	CIRRUS HOUSE, SHIRE F	PARK			
Usual residential						
address must be given. In the case of a corporation, give the	Post town	WELWYN GARDEN CITY				
registered or principal office address.	County / Region	HERTFORDSHIRE	Postcoo	le AL7	1TW	
	Country	ENGLAND	Nationali	y BRIT	ISH	
Busines	s occupation	DIRECTOR				
Other d	irectorships	See attached list			······································	
* Voluntary details.						
Name	* Style / Title	MR		Day	Month	Year
	* Honours etc		Date of birth		01	1957
	Forename(s)	CHARLES LAMB				
Surname		ALLEN				
Prev	vious forename(s)					
Pr€	evious surname(s)					
Addres	s	STORNOWAY HOUSE, 1	3 CLEVELAND ROW			
Usual residential address must be						
given. In the case of a corporation, give the registered or principal	Post town	LONDON			·	
office address.	County / Region		Postcoo	de SW1	A 1GG	
	Country	ENGLAND	Nationali	ty 🔚	···.	
Busines	ss occupation					
Other o	lirectorships	See attached list				

Rowley Ager - Directorships

Bishops Bridge Investments Bride Developments (Borehamwood) Limited Bridge Developments (Colchester) Limited Bride Developments (Ely) Limited Bride Developments (Middlewich) Limited ? Bride Developments (Twickenham) Limited Bride Developments Limited Bride Investments (Borehamwood) Limited Bride Investments (Colchester) Limited Bride Investments (Cowley) Limited Bride Investments (Ely) Limited Bride Investments (Middlewich) Limited Bride Investments (Twickenham) Limited Buyright (London) Limited Comar Limited Cowbell Estates Limited Crazy Prices Daily Wrap Produce Limited JE Cohen & Co Limited Kingsway Fresh Foods Ltd Sanders Supermarkets Limited Shopping Centres Ltd Spen Hill Properties (Holdings) plc Spen Hill Properties (Southend) Limited Spen Hill Properties Limited Stewarts Supermarkets Limited Tesco Fuel Limited Tesco Holdings Limited Tesco Hungary (Holdings) Limited Tesco Insurance Limited Tesco International Services Limited Tesco Overseas (Holdings) Limited Tesco Overseas Investments Limited. Tesco Overseas ULC Tesco Personal Finance Group Limited Tesco Personal Finance Life Limited Tesco Personal Finance Limited Tesco PLC Tesco Property Holdings Ltd Tesco Stores Limited TGP (Partnership Nominee) Limited WNFS Limited TESCO PARTNERSKIP LIMITED LIFESTYLE SPORTS AND LEISURE LIMITED - RESIGNED 13/11/97

External Appointments

Colleagues Group plc

	Other relevant directorships
Company Number	00445790
Company Name	Tesco PLC
Directors Name	ALLEN CHARLES LAMB
† Directors only. † Other directorships	ALLQUIET INVESTMENT LIMITED
	BRITISH DIGITAL BROADCASTING (SERVICES) LTD
NOTES	BRITISH HOSPITALITY ASSOCIATION
Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line.	
Give previous forenames or surname(s) except: - for a married woman, the name by which she was known before marriage need not be given.	FORTE (UK) LIIMITED
- for names not used since the age of 18 or for at least 20 years	FORTE LIMITED
A peer or individual known by a title may state the title instead of or in addition to the forenames and surname and need not give the name by which that person was known before he or she adopted the title or preceded to it.	GLOBAL FORUM (MANAGEMENT) LTD
Other directorships.	GLOBAL FORUM 94
Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years.	
You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was	GMI (H) LIMITED
 dormant a parent company which wholly owned the company making the return, or 	GMTV
- another wholly owned subsidiary of the same parent company.	GRANADA ENTERTAINMENTS LIMITED
	GRANADA FILM LIMITED
	GRANADA FILM PRODUCTIONS LIMITED
	GRANADA FOOD SERVICES LIMITED
	GRANADA FRESH EXPRESS LIMITED
	GRANADA GROUP PUBLIC LIMITED COMPNAY
	GRANADA HOLIDAY VILLAGE LIMITED
	GRANADA HOSPITALITY LIMITED

,	Other relevant directorships
Company Number	00445790
Company Name	Tesco PLC
• • •	
Directors Name	ALLEN CHARLES LAMB
† Directors only. † Other directorships	GRANADA LWT INTERNATIONAL LIMITED
	GRANADA MEDIA GROUP LIMITED
NOTES	GRANADA MOTORWAY SERVICES LIMITED
Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line.	GIANADA MOTOTIVAT SETIVICES ENVITED
Give previous forenames or surname(s) except: - for a married woman, the name by which she was known before marriage need not be given.	GRANADA MUSIC LIMITED
- for names not used since the age of 18 or for at least 20 years	GRANADA NIGHT CLUBS LIMITED
A peer or individual known by a title may state the title instead of or in addition to the forenames and surname and need not give the name by which that person was known before he or she adopted the title or preceded to it.	GRANADA PROMOTIONS LIMITED
Other directorships.	GRANADA ROAD SERVICES LTD
Give the name of every company incorporated in Great Britain of which the person concerned is a director or	
has been a director at any time in the past five years. You may exclude a company which either is, or at all times during the past five years when the person	GRANADA TELEVISION INTERNATIONAL LIMITED
- dormant	GRANADA TELEVISION LIMITED
 a parent company which wholly owned the company making the return, or 	
- another wholly owned subsidiary of the same parent company.	GRANADA TELEVISION OVERSEAS LIMITED
	GRANADA TRAVEL PLC
	LAKEWOODS LIMITED
	LONDON WEEKEND TELEVISION LIMITED
	LWT (HOLDINGS) LIMITED
	NEWTON & RIDLEY (ALES) LIMITED

NORTH EAST TELEVISION LIMITED

ONDIGITAL HOLDINGS LIMITED

•	Other relevant directorships
Company Number	00445790
Company Name	Tesco PLC
Directors Name	ALLEN CHARLES LAMB
† Directors only. † Other directorships	ONDIGITAL PLC
	PAER HALL LEISURE (DERBYSHIRE) LIMITED
NOTES	PAPER MASK LIMITED
Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line.	TALLI WASK LIVITED
Give previous forenames or surname(s) except: - for a married woman, the name by which she was known before marriage need not be given.	SHIPLEY PARK LIMITED
- for names not used since the age of 18 or for at least 20 years	STERLING GRANADA CONTRACT SERVICES LIMITED
A peer or individual known by a title may state the title instead of or in addition to the forenames and surname and need not give the name by which that person was known before he or she adopted the title or preceded to it.	TYNE TEES TELEVISION LIMITED
Other directorships.	YORKSHIRE -TYNE TEES TELEVISION HOLDINGS LIMITED
Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years.	
You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was	YORKSHIRE TELEVISION LIMITED
- dormant	
 a parent company which wholly owned the company making the return, or 	
 another wholly owned subsidiary of the same parent company. 	

	Other rele	evant directorships
Company Number	00445790	
Company Name	Tesco PLC	
Directors Name	EINSMANN HARALD	
† Directors only. † Other directorships	BRITISH AMERICAN TOBACCO	
	ЕМІ	
NOTES		
Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line.	STORA ENSO	
Give previous forenames or surname(s) except: - for a married woman, the name by which she was known before marriage need not be given.		
- for names not used since the age of 18 or for at least 20 years		
A peer or individual known by a title may state the title instead of or in addition to the forenames and surname and need not give the name by which that person was known before he or she adopted the title or preceded to it.		
Other directorships.		
Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years.		
You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was		
- dormant		
 a parent company which wholly owned the company making the return, or 		
- another wholly owned subsidiary of the same parent company.		

* * * * * * * * * * * * * * * * * * *	Other relevant directorships
Company Number	00445790
Company Name	Tesco PLC
Directors Name	GARDINER JOHN ANTHONY
† Directors only. † Other directorship	3I PLC
	AIRAX LIMITED
NOTES	BRITISH ROPEEWAY ENGINEERING COMPANY LIMITED
Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line.	STATISTICS COVAT ENGINEERING COMPANY EMPLES
Give previous forenames or surname(s) except: - for a married woman, the name by which she was known before marriage need not be given.	BURNLEY AIRCRAFT PRODUCTS LIMITED
- for names not used since the age of 18 or for at least 20 years	BURNLEY ENGINEERING PRODUCTS LIMITED
A peer or individual known by a title may state the title instead of or in addition to the forenames and surname and need not give the name by which that person was known before he or she adopted the title or preceded to it.	CABLE BELT CONVEYORS LIMITED
Other directorships.	CABLE BELT LIMITED
Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years.	
You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was	CAMELL ;AIRD (SHIPREPAIRERS) LIMITED
- dormant	CAMELL LAIRD & COMPANY LIMITED
 a parent company which wholly owned the company making the return, or 	
 another wholly owned subsidiary of the same parent company. 	DRAFTEX INDUSTRIES (NO 1) LIMITED
	DRAFTEX INDUSTRIES (NO2) LIMITED
	DRAFTEX INDUSTRIES (NO3) LIMITED
	DRAFTEX INDUSTRIES (NO4) LIMITED
	DRAFTEX INDUSTRIES (NO5) LIMITED
	DRAFTEX INDUSTRIES LIMITED
	DRAFTEX LIMITED
	ENTERPRISE OIL PLC

•	Other relevant directorships
Company Number	00445790
Company Name	Tesco PLC
Directors Name	GARDINER JOHN ANTHONY
Directors only. † Other directorships	FAUN MUNICIPAL VEHICLES LIMITED
	FULLERTON COMPUTER INDUSTRIES LIMITED
IOTES	
how the full forenames, NOT INITIALS. If the director r secretary is a corporation or Scottish firm, show the ame on surname line and registered or principal office	J B HOWIE LIMITED
n the usual residential line. live previous forenames or surname(s) except: for a married woman, the name by which she was known before marriage need not be given.	J GORDON ALISON & COMPANY LIMITED
for names not used since the age of 18 or for at least 20 years	LAIRD (NOMINEES)LIMITED
peer or individual known by a title may state the title istead of or in addition to the forenames and surname and need not give the name by which that person was nown before he or she adopted the title or preceded to it.	MOORGREEN METAL INDUSTRIES LIMITED
Other directorships.	PATENT SHAFT STEEL WORKS LIMITED
ive the name of every company incorporated in Great ritain of which the person concerned is a director or as been a director at any time in the past five years.	
ou may exclude a company which either is, or at all imes during the past five years when the person concerned was a director, was	RICHARD HAMPTNO TRANSPORT LIMITED
dormant	ROSE BRAE DRYDOCKS LIMITED
a parent company which wholly owned the company making the return, or	
another wholly owned subsidiary of the same parent company.	SECURITY & INVESTMENT BOARD LTD.
	SOLAR THOMSON ENGINEERING COMPANY LIMITED
	SOLAREX
	THE FOOLION NOT AIGHAD A PER LIMITED
	THE ECONOMIST NEWSPAPER LIMITED
	THE LAIRD GROUP PLC
	UK ATOMIC ENERGY AUTHORITY
	VERICHROME PLATING SERVICES LIMITED

WESTERN SHIPREPAIRERS LIMITED300994

	Other relevant directorships
Company Number	00445790
Company Name	Tesco PLC
Directors Name	GILDERSLEEVE JOHN
† Directors only. † Other directorships	GALLAHER GROUP PLC
	TRUSTEE SAVINGS BANK GROUP PLC
NOTES	
Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line.	VODAFONE GROUP PLC
Give previous forenames or surname(s) except: - for a married woman, the name by which she was known before marriage need not be given.	TESCO HOME SHOPPING LIMITED
- for names not used since the age of 18 or for at least 20 years	TESCO PLC
A peer or individual known by a title may state the title instead of or in addition to the forenames and surname and need not give the name by which that person was known before he or she adopted the title or preceded to it.	TESCO STORES LIMITED
Other directorships.	
Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years.	
You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was	
- dormant	
 a parent company which wholly owned the company making the return, or 	
- another wholly owned subsidiary of the same parent company.	

	Oth	er relevant directorships
Company Number	00445790	
	Tesco PLC	
Directors Name	HIGGINSON ANDREW THOMAS	
† Directors only. † Other directorships	ASHLEY SHOPS LIMITED	
	BADGERLINE GROUP PLC	
NOTES	BRITISH RAIL CONSORTIUM	
Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line.	BRITISH RAIL CONSONTION	
Give previous forenames or surname(s) except: - for a married woman, the name by which she was known before marriage need not be given.	DEBENHAMS PLC	
- for names not used since the age of 18 or for at least 20 years	FIRST GROUP PLC	
A peer or individual known by a title may state the title instead of or in addition to the forenames and surname and need not give the name by which that person was known before he or she adopted the title or preceded to it.	HERNINGWAY LIMITED	
Other directorships.	INNOVATIONS GROUP PLC	
Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years.		
You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was	LAURA ASHLEY HOLDING PLC	
- dormant	LAURA ASHLEY HOLDING PLC	
- a parent company which wholly owned the company making the return, or		
 another wholly owned subsidiary of the same parent company. 	LAURA ASHLEY HOLDINGS PLC	
	LAURA ASHLEY LIMITED	
	LAURA ASHLEY STAFF TRUSTEES LIMITED	
	REDCASTLE LIMITED	
	SPINSTYLE LIMITED	
	THE BURTON GROUP PLC	
	WATERGLADE FASHIONS LIMITED	

TERENCE PATRICK LEAHY- DIRECTORSHIPS

Buyright (London) Limited

Comar Limited

Crazy Prices

Daily Wrap Produce Limited

Kingsway Fresh Foods Limited

Lifestyle Sports and Leisure Limited-Resigned 13/11/97

Spen Hill Properties (Holdings) PLC

Spen Hill Properties (Southend) Limited

Spen Hill Properties Limited

Stewarts Supermarkets Limited

Tesco Holdings Limited

Tesco PLC

Tesco Property Holdings Limited

Tesco Stores Limited

WM Low Supermarkets Limited-Resigned 30/1/97

TIMOTHY JOHN ROLIT MASON-DIRECTORSHIPS

- Tesco Distribution Limited 1.
- Tesco Personal Finance Group Limited Tesco Personal Finance Limited 2.
- 3.
- Tesco PLC 4.

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Tesco StoresLimited 5.

•	Other relevant directorships
Company Number	00445790
. · , Company Name	Tesco PLC
Directors Name	MELBOURN JOHN WILLIAM
† Directors only. † Other directorships	3I GROUP PLC (DEPUTY CHAIRMAN 01.10.96)
	AL-BANK AL SADI AL-ALAMI LIMITED KNOWN AS SAUDI INTERNATIONAL BANK
NOTES	PRITICIL DANI/FDC ACCOCIATION (COLINICII MEMPER)
Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office	BRITISH BANKERS ASSOCIATION (COUNCIL MEMBER)
on the usual residential line. Give previous forenames or surname(s) except: - for a married woman, the name by which she was known before marriage need not be given.	CENTRAL & OVERSEAS SECURITIES LIMITED
- for names not used since the age of 18 or for at least 20 years	EXPORT GUARANTEES ADVISORY COUNCIL (MEMEBER)
A peer or individual known by a title may state the title instead of or in addition to the forenames and surname and need not give the name by which that person was known before he or she adopted the title or preceded to it.	GARDENS PENSION TRUSTEES LIMITED (CHAIRMAN 31/07/97)
Other directorships.	ICC EXECUTIVE BOARD (MEMBER AND UL REPRESENTATIVE)
Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years.	
You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was	ICC UNITED KINGDOM (GOVERNING BODY MEMEBER)
- dormant	INTERNATIONAL WESTMINSTER BANK PLC
 a parent company which wholly owned the company making the return, or 	
 another wholly owned subsidiary of the same parent company. 	LOMBARD NORTH CENTRAL PLC (CHAIRMAN)
	MARCHPOLE PLC
	NATIONAL WESTMINSTER BANK PLC
	NATWEST PENSION TRUSTEES LIMITED
	THE CHARTERED INSTITUTE OF BANKERS (PRESIDENT W.E.F17/05/95)
	THE CHARTERED INSTITUTE OF BANKERS (VICE PRESIDENT)
	THE MARCHPOLE GROUP LIMITED (CHAIRMAN)
	NATIONAL WESTMINSTER BANK PLC NATWEST PENSION TRUSTEES LIMITED THE CHARTERED INSTITUTE OF BANKERS (PRESIDENT W.E.F17/05/95) THE CHARTERED INSTITUTE OF BANKERS (VICE PRESIDENT)

THE OVERSEAS BANKERS CLUB (PREMISES) LIMITED

	Other relevant directorships
Company Number	
Company Name	Tesco PLC
Directors Name	MELBOURN JOHN WILLIAM
† Directors only. † Other directorships	WESTMENTS LIMITED
NOTES	
Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line.	
Give previous forenames or surname(s) except: - for a married woman, the name by which she was known before marriage need not be given.	
- for names not used since the age of 18 or for at least 20 years	
A peer or individual known by a title may state the title instead of or in addition to the forenames and surname and need not give the name by which that person was known before he or she adopted the title or preceded to it.	
Other directorships.	
Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years.	
You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was	
- dormant	
 a parent company which wholly owned the company making the return, or 	
 another wholly owned subsidiary of the same parent company. 	

	Other relevant directorships
Company Number	00445790
Company Name	Tesco PLC
Directors Name	O'CATHAIN BARONESS DETTA
† Directors only. † Other directorships	ARUNDEL FESTIVAL SOCIETY (MARKETING) LIMITED
	ARUNDEL FESTIVAL SOCIETY LIMITED
NOTES	
Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office	BET PLC
on the usual residential line. Give previous forenames or surname(s) except: - for a married woman, the name by which she was known before marriage need not be given.	BNP UK HOLDINGS LTD
- for names not used since the age of 18 or for at least 20 years	BRITISH AIRWAYS
A peer or individual known by a title may state the title instead of or in addition to the forenames and surname and need not give the name by which that person was known before he or she adopted the title or preceded to it.	LONDON STRING QUARTET FOUNDATION
Other directorships.	SEARS PLC
Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years.	THE RADDICAN CENTRE
You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was	THE BARBICAN CENTRE
- dormant	THISTLE HOTELS PLC
- a parent company which wholly owned the company making the return, or	
 another wholly owned subsidiary of the same parent company. 	

,	Other relevant directorships
Company Number	00445790
· Company Name	Tesco PLC
Directors Name	PIMLOTT GRAHAM FENWICK
† Directors only. † Other directorships	BARCLAYS DE ZOETE WEDD (NEDERLAND) NV
	BARCLAYS DE ZOETE WEDD HOLDINGS LIMITED
NOTES	
Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line.	BARCLAYS DE ZOETE WEDD LIMITED
Give previous forenames or surname(s) except: - for a marriad woman, the name by which she was known before marriage need not be given.	BZW (FUEL AND POWER) LTD
- for names not used since the age of 18 or for at least 20 years	BZW PROJECTS LTD
A peer or individual known by a title may state the title instead of or in addition to the forenames and surname and need not give the name by which that person was known before he or she adopted the title or preceded to it.	EBBGATE HOLDINGS LTD.
Other directorships.	HAMMERSON PLC
Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years.	
You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was	
- dormant	
a parent company which wholly owned the company making the return, or	
 another wholly owned subsidiary of the same parent company. 	

DAVID POTTS-DIRECTORSHIPS

Crazy Prices
Daily Wrap Produce Limited
Kingsway Freshfoods Limited
Nisol Limited
Stewarts Supermarkets Limited
Tesco PLC
Tesco Stores Limited
Lifestyle Sports and Leisure Limited - RESIGNED 1311197

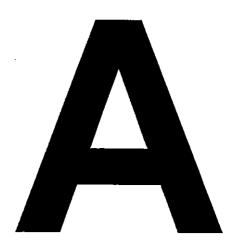
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David Reid - Directorships

Bishops Bridge Investments Bride Developments (Borehamwood) Limited Bridge Developments (Colchester) Limited Bride Developments (Ely) Limited Bride Developments (Middlewich) Limited Bride Developments (Twickenham) Limited Bride Developments Limited Bride Investments (Borehamwood) Limited Bride Investments (Colchester) Limited Bride Investments (Cowley) Limited Bride Investments (Ely) Limited Bride Investments (Middlewich) Limited Bride Investments (Twickenham) Limited... Buyright (London) Limited Comar Limited Cowbell Estates Limited Crazy Prices . Daily Wrap Produce Limited JE Cohen & Co Limited Kingsway Fresh Foods Ltd Sanders Supermarkets Limited Shopping Centres Ltd Stewarts Supermarkets Limited Tesco Fuel Limited Tesco Holdings Limited Tesco Hungary (Holdings) Limited Tesco International Services Limited Tesco Overseas (Holdings) Limited Tesco Overseas Investments Limited Tesco Personal Finance Group Limited Tesco Personal Finance Limited Tesco PLC Tesco Property Holdings Ltd Tesco Stores Limited WNFS Limited LIFESTYLE SPORTS AND LEISURE LIMITED - RESIGNED UN 13/11/97

External Appointments

Greenalls PLC Legal & General Group Westbury plc FORM ML8



BULK LIST OF SHAREHOLDERS OR MEMBERS

A BULK LIST OF SHAREHOLDERS OR MEMBERS FOR THIS COMPANY HAS BEEN LODGED BUT DOES NOT APPEAR ON THIS ANNUAL RETURN MICROFICHE.

IF YOU WISH TO SEARCH THE LIST, PLEASE ENQUIRE AT THE SEARCH CONTROL COUNTER.

COMPANY NUMBER 445790