

AMENDED

[Signature]

COMPANY SECRETARY

[Signature]

③



363a

Please complete in typescript,
or in bold black capitals.

Annual Return

CHFP029

Company Number 3193632

Company Name in full Tesco Overseas Investments Limited

Date of this return

The information in this return is made up to

Day Month Year

07/06/2008

Date of next return

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

07/06/2009

Registered Office

Show here the address at the date of
this return.

Tesco House

Delamare Road

Any change of
registered office
must be notified
on form 287.

Post town

Cheshunt

County / Region

Hertfordshire

UK Postcode

EN8 9SL

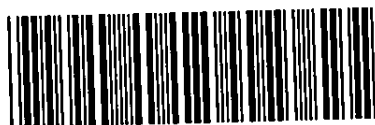
Principal business activities

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

7499

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

WEDNESDAY



A38

A6QQ35CG

03/12/2008

291

COMPANIES HOUSE

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

Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff
for companies registered in England and Wales

or

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

DX 235 Edinburgh
Page 1

Register of members

If the register of members is not kept at the registered office, state here where it is kept.

TESCO HOUSE,
Delamare Road
Post town Cheshunt
County/Region HERTFORDSHIRE UK Postcode E N 8 9 S L

Register of Debenture holders

If there is a register of debenture holders, or a duplicate of any such register or part of it, which is not kept at the registered office, state here where it is kept.

TESCO HOUSE,
Delamare Road
Post town Cheshunt
County/Region HERTFORDSHIRE UK Postcode E N 8 9 S L

Company type

Public limited company

☐

Private company limited by shares

☒

Private company limited by guarantee without share capital

☐

Private company limited by shares exempt under section 30

☐

Private company limited by guarantee exempt under section 30

☐

Private unlimited company with share capital

☐

Private unlimited company without share capital

☐

Please tick the appropriate box

Company Secretary

* Voluntary details

(Please photocopy this area to provide details of joint secretaries).

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, or Scottish firm, give the registered or principal office address

☒

Name * Style / Title Mrs
Forename(s) Helen Jane
Surname O'Keefe
Address †† Tesco House
Delamare Road
Post town Cheshunt
County/ Region Hertfordshire UK Postcode E N 8 9 S L
Country England

If a partnership give the names and addresses of the partners or the name of the partnership and office address.

Directors

Details of new directors must be notified on form 288a

Please list directors in alphabetical order.

Directors In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, or Scottish firm, give the registered or principal office address

Name	* Style / Title	Mr										
		Day	Month	Year								
Date of Birth		1	4	/	0	5	/	1	9	6	6	
Forename(s)		Jonathan Mark										
Surname		Lloyd										
Address ††	☒	Tesco House										
		Delamare Road										
Post town		Cheshunt										
County / Region		Hertfordshire					UK Postcode	E N 8 1 9 S L				
Country		England					Nationality	British				
Business occupation		Company Secretary										

* Voluntary details.

Directors In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, or Scottish firm, give the registered or principal office address

Name	* Style / Title	Ms.										
		Day	Month	Year								
Date of Birth		0	2	/	0	1	/	1	9	5	3	
Forename(s)		Lucy Jeanne										
Surname		Neville-Rolfe										
Address ††	☒	Tesco House										
		Delamare Road										
Post town		Cheshunt										
County / Region		Hertfordshire					UK Postcode	E N 8 1 9 S L				
Country		United Kingdom					Nationality	British				
Business occupation		Director										

Directors

Details of new directors must be notified on form 288a

Please list directors in alphabetical order.

Directors In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, or Scottish firm, give the registered or principal office address

Name	* Style / Title	Mr	
		Day	Month Year
Date of Birth		1	0 / 0 7 / 1 9 5 7
Forename(s)		Andrew Thomas	
Surname		Higginson	
Address ††	☒	Tesco House	
		Delamare Road	
Post town		Cheshunt	
County / Region		Herts	UK Postcode E N 8 9 S L
Country		England	Nationality British
Business occupation		Finance Director	

* Voluntary details.

Directors In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, or Scottish firm, give the registered or principal office address

Name	* Style / Title		
		Day	Month Year
Date of Birth			
Forename(s)			
Surname			
Address ††	☐		
Post town			
County / Region			UK Postcode
Country			Nationality
Business occupation			

Issued share capital

Enter details of all the shares in issue at the date of this return.

Class
(e.g. Ordinary/Preference)

**Number of
shares issued**

**Aggregate
Nominal Value**

(i.e. Number of shares issued
multiplied by nominal value per
share, or total amount of stock)

ORDINARY SHARES	4644303475	£	4,644,303,475.00
Totals	4644303475	£	4,644,303,475.00

List of past and present shareholders

(Use attached schedule where appropriate)

A full list is required if one was not included with either of the last two returns.

There were no changes in the period

☐

on paper

in another format

A list of changes is enclosed

☐☐

A full list of shareholders is enclosed

☒☐**Certificate**

I certify that the information given in this return is true to the best of my Knowledge and belief.

Signed



Date

27/11/2008

† Please delete as appropriate.

† a ~~director~~ /secretary

if you have signed the return send it with the fee to the Registrar of Companies. Cheques should be made payable to **Companies House**.

This return includes

continuation sheets

(enter number)

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

Victoria Martin

Tesco House, Delamare Road, Cheshunt, Hertfordshire, England, EN8 9SL

Tel 01992 644 352

DX number

DX exchange

List of past and present shareholders Schedule to form 363a

CHFP029

Company Number 3193632

Company Name in full Tesco Overseas Investments Limited

- Changes to shareholders particulars or details of the amount of stock or shares transferred must be completed each year
- You must provide a "full list" of all the company shareholders on:
 - The company's first annual return following incorporation;
 - Every third annual return after a full list has been provided
- List the company shareholders in alphabetical or provide an index
- List joint shareholders consecutively

Shareholders' details	Class and number of shares or amount of stock held	Shares or amount of stock transferred (if appropriate)	
		Class and number of shares or amount of stock transferred	Date of registration of transfer
Name Tesco PLC Address Tesco House, Delamare Road, Cheshunt, Hertfordshire UK Postcode EN8 9SL	ORDINARY SHARES 4406704514		
Name Whiskers Limited Address P O Box 87, 22 Grenville Street, St Helier, Jersey, Channel Islands UK Postcode L L L L L L L	ORDINARY SHARES 237598961		
Name Address UK Postcode L L L L L L L			

Tesco Overseas Investments Limited - List of subsidiaries, associated undertakings and significant interests						
Name	Country of Incorporation	Class of Share	% of class of shares held by the immediate parent company	% of class of shares held by the group (if different from the parent company)		
Akord sp. z o.o.	Poland	Ordinary Shares	100	100		
Armitage English Partnership	Luxembourg	Ordinary Shares	85.8			
Armitage EP Irish Branch	Ireland	Ordinary Shares	100			
Armitage Finance Unlimited	England	Ordinary Shares	100			
ARMITAGE HOLDINGS BV	The Netherlands	Ordinary Shares	100			
Armitage Luxembourg s.à r.l.	Luxembourg	Ordinary Shares	100			
Cheshunt (Malaysia) Sdn Bhd	Malaysia	Ordinary Shares	100			
Cheshunt Luxembourg S.à r.l.	Luxembourg	Ordinary Shares	100			
Cheshunt Overseas LLP	England	Ordinary Shares	100			
Cheshunt Stores CR s.r.o	Czech Republic	Quota	100			
Chirac Limited	Ireland	Ordinary Shares	100			
Cirrus Luxembourg s.à r.l.	Luxembourg	Ordinary Shares	100			
Clondalkin Properties Limited	Ireland	Ordinary Shares	100			
Commercial Investments Limited	Ireland	Ordinary Shares	100			
Delamare Holdings BV	Netherlands	Ordinary Shares	100			
Delamare Luxembourg s.à r.l.	Luxembourg	Ordinary Shares	100			
Eden Development a.s.	Czech Republic	Ordinary Shares	100			
Ek-Chai Distribution System Co Ltd	Thailand	A Ordinary Shares	100			
	Thailand	B Ordinary Shares	100			
Ek-Chai Regional Services Ltd	Thailand	Ordinary Shares	100			
Genesis sp. z o.o.	Poland	Ordinary Shares	100			
Golden Island Management Services Limited	Ireland	A Ordinary Shares	100			
Gritar	Ireland	Ordinary Shares	50			
HIT Zarząd Majątkiem Polska Plastik 1 Sp z o.o.	Poland	Ordinary Shares	100			
Homeplus Tesco Co Limited	Korea, Republic of	Ordinary Shares	45.6			
Husmann Refrigeration (Hungary) LLC	Hungary	Quota	40			
Indust s.r.o.	Czech Republic	Quota	100			
Jasper Sp. z o. o.	Poland	Ordinary Shares	100			
K.K. SO	Japan	Ordinary Shares	50			
Kintex Mail Co., Ltd	Korea, Republic of	Ordinary Shares	16.66			
Merion Shopping Centre Ltd	Ireland	Ordinary Shares	51.9			
Monread Developments Limited	Ireland	Ordinary Shares	100			
Nabola Development Limited	Ireland	"A" Ordinary Shares	100			
	Ireland	"B" Ordinary Shares	100			
Old Reality, a.s.	Slovak Republic	Ordinary Shares	100			
ORPINGFORD ULC	Ireland	Ordinary Shares	100			
PEJ Property Developments Limited	Ireland	Ordinary Shares	100			
Pharaway Properties Limited	Ireland	Ordinary Shares	50			
Power Supermarkets Limited	England	Ordinary shares	100			

Profil sp. z o.o.	Poland	Ordinary Shares	100	100
Promesa sp. z o.o.	Poland	Ordinary Shares	100	100
R.J.D. Holdings	Ireland	Ordinary Shares	100	100
Samsung Tesco Co., Ltd.	Korea, Republic of	Common Share	94	94
Savia Karpaty sp. z o.o.	Poland	Ordinary Shares	64.96	64.96
Sezam sp. z o.o.	Poland	Ordinary Shares	100	100
Sot Estates, s.r.o.	Czech Republic	Quota	100	100
System sp. z o.o.	Poland	Ordinary Shares	100	100
Ten Reality, a.s.	Slovak Republic	Ordinary Shares	100	100
Tesco - Global Stores Privately Held Co. Ltd	Hungary	Common	100	100
Tesco Hindustan Service Centre Private Limited	India	Ordinary Shares	100	100
Tesco Holdings BV	Netherlands	Ordinary Shares	100	100
Tesco International BV	Netherlands	Ordinary Shares	100	100
Tesco International Clothing Brand s.r.o.	Slovakia	Ordinary Shares	100	100
Tesco International Sourcing Limited	Hong Kong	Ordinary Shares	100	100
Tesco Ireland Holdings Limited	Ireland	Ordinary Shares	94.27	94.27
Tesco Ireland Limited	Ireland	Ordinary Shares	100	100
Tesco Ireland Pension Trustees Limited	Ireland	Ordinary Shares	100	100
Tesco Japan Co., Ltd	Japan	Ordinary Shares	100	100
Tesco Mobile Ireland Limited	Ireland	Ordinary Shares	100	100
Tesco Overseas ULC	England	"A" Ordinary Shares	100	100
	England	"B" Ordinary Shares	100	100
	England	"C" Ordinary Shares	100	100
	England	"D" Ordinary Shares	100	100
	England	"E" Ordinary Shares	100	100
	England	"F" Ordinary Shares	100	100
	England	"G" Ordinary Shares	100	100
	England	"H" Ordinary Shares	100	100
	England	"J" Ordinary Shares	100	100
	England	"K" Ordinary Shares	100	100
	England	"L" Ordinary Shares	100	100
Tesco Polska sp. z o.o.	Poland	Ordinary Shares	100	100
Tesco Stores (Malaysia) Sdn Bhd	Malaysia	A Ordinary Shares	100	50
Tesco Stores (Thailand) Ltd	Thailand	A Ordinary Shares	100	100
	Thailand	E preference Shares	100	100
Tesco Stores Cr a.s.	Czech Republic	Ordinary Shares	100	100
Tesco Stores Sr, a.s.	Slovak Republic	Ordinary Shares	100	100
Tesco Vin Plus SA	France	Ordinary Shares	100	100
Thundridge ULC	Ireland	Ordinary Shares	100	100
Valiant Insurance Company Limited	Ireland	Ordinary Shares	100	100
WSC Properties Limited	Ireland	Ordinary Shares	100	100