

Please complete in typescript, or in bold black capitals.



363a

Annual Return

Company Number

3193632

Company Name in full

Tesco Overseas Investments Limited	



Date of this return(See note 1) The information in this return is made up to

	Day	Month	Year
0	7	06	1998

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	1999

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

Any change of registered office mustbe notified on form 287.

TESCO HOUSE, DELAMARE ROAD

DELAMARE ROAD

Post town

WALTHAM CROSS

County / Region

HERTFORDSHIRE

Postcode

EN8 9SL

Principal business activities

(See note 4)

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

)	7300		[-	 	
			[
[

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



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

Companies House, Crown Way, Cardiff, CF4 3UZ for companies registered in England and Wales

or

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

DX 33050 Cardiff

Register of members of the registered office, state h	rs is not kent at the					
	Post town					
	County / Region				Postcode	
Register of Deber (See note 6) If there is a register of de and it is not kept at the re state here where it is kep	ebenture holders registered office, ot.					
	Post town					1
	County / Region				Postcode	
Company type (See	e note 7)					
Public limited company						
Private company limited by s	shares	X				
Private company limited by share capital	guarantee without					
Private company limited by s section 30	shares exempt under		■ Pleas	se mark the	appropriate b	ov.
Private company limited by gunder section 30	guarantee exempt			oo mark the	арргорпате в	
Private unlimited company w	rith share capital					
Private unlimited company w	rithout share capital					
Company Secreta	ry(see notes 1-5)	Details of a new	v compan	y secretary	must be notif	ied on form 288a.
(Please photocopy this area to provide details of joint Name	* Style / Title				*Honours etc	
secretaries).	Forename(s)	MARTIN JOHN			,	
* Voluntary details.	Surname	FIELD				
	vious forename(s)			<u></u>		
Pre	vious surname(s)					
Addres	ss	1 HOLE FARM CO	TTAGES			
Usual residential	•	ALBURY HALL PA	RK, ALBU	RY		
address must be given. In the case of a corporation, give the	Post town	WARE				
registered or principal office address.	County / Region	HERTS			Postcode	SG11 2JE
	Country	ENGLAND			J	

Please list directors in	to 5) alphabetical order.	Details of new director	s must be notified on form	288a		
Name	* Style / Title			Day Month Year		
	* Honours etc		Date of birth	01 07 1945		
	Forename(s)	ROWLEY STUART				
	Surname	AGER		1		
Pre	evious forename(s)					
Pr	evious surname(s)					
Addres	SS	CIRRUS BUILDING, SHIRE	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	Postcode	AL7 1TW		
	Country	ENGLAND	Nationality	BRITISH		
Busines	ss occupation	DIRECTOR				
Other o	directorships	See attached list				
* Voluntary details.						
		L.				
Name	* Style / Title			Day Month Year		
	* Honours etc		Date of birth	11 06 1947		
	Forename(s)	JOHN ANTHONY				
	Surname	BAILEY				
Prev	vious forename(s)					
Pre	evious surname(s)					
Address	S	9 POET'S GATE, ST JAMES				
Usual residential address must be						
given. In the case of a corporation, give the registered or principal	Post town	GOFFS OAK				
office address.	County / Region	HERTFORDSHIRE	Postcode	EN7 6SB		
	Country	ENGLAND	Nationality	BRITISH		
Busines	s occupation	CHARTERED SECRETARY				
Other d	irectorships	NO OTHER DIRECTORSHIPS				

Please list directors in a) alphabetical order	Details of new dire	ctors must be noti	ified on form	288a.		
\ Name	* Style / Title				Day	Month	Year
	* Honours etc		D	ate of birth	05	02	1947
	Foreneme(s)	DAVID EDWARD				<u> </u>	
	Surname	REID					
Prev	vious forename(s)				:		
F	Previous surname						
Address		PROGRESS HOUSE, T	HE BOULEVARD. SH	IRE PARK	·		
	•						<u> </u>
Usual residential addressmust be							-
given. In the case of a corporation, give the	Post town	WELWYN GARDEN CI	TY				
registered or principal office address.	County / Region	HERTFORDSHIRE		Postcode	AL7 1	RZ	
	Country						
National	itý	BRITISH					
Business	s occupation	COMPANY DIRECTOR			7242		
Other di	rectorships	See attached list					
					# = **		
Name	* Carda / Tidla				 		
ivaille	* Style / Title			r	Day	Month	Year
	* Honours etc		Da	ite of birth			
	Forename(s)				<u>-</u>		
	Surname						
Previ	ous forename(s)						
Pı	revious surname						
Address		·					
	:. [
<i>Usual residential</i> <i>address</i> must be	[
given. In the case of a corporation, give the	Post town						
	County / Region			Postcode			
	Country				(
Nationali	ty						
Business	occupation						
Other dire	ectorships						
* Voluntary details.							

Other relevant directorships **Company Number** 3193632 Tesco Overseas Investments Limited **Company Name** Directors Name | AGER ROWLEY STUART COLLEAGUES GROUP PLC † Directors only. † Other directorships OASIS STORES PLC **NOTES** TESCO PERSONAL FINANCE GROUP 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. TESCO PERSONAL FINANCE LIFE LIMITED 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 TESCO PERSONAL FINANCE 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 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 a parent company which wholly owned the company making the return, or - another wholly owned subsidiary of the same parent

	Other relevant directorships
Company Number	3193632
Company Name	Tesco Overseas Investments Limited
Directors Name	REID DAVID EDWARD
† Directors only. † Other directorships	GREENALLS PLC
	LEGAL & GENERAL GROUP
NOTES	TESCO PERSONAL FINANCE GROUP LIMITED
Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the lame on surname line and registered or principal office on the usual residential line.	TESCO PERSONAL FINANCE GROUP LIMITED
Sive previous forenames or surname(s) except: for a married woman, the name by which she was known before marriage need not be given.	TESCO PERSONAL FINANCE LIMITED
for names not used since the age of 18 or for at least 20 years	WESTBURY 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 nown before he or she adopted the title or preceded or it.	
Other directorships.	
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dormant	· · · · · · · · · · · · · · · · · · ·
a parent company which wholly owned the company making the return, or	
another wholly owned subsidiary of the same parent company.	
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Issued share capitalisee note 9) 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)
	OROR/ORDINARY SHA	436,000,002	£ 436,000,002
	Totals	436,000,002	£ 436,000,002.00
List of past and present members (Use attached schedule where appropriate) A full list is required if one was not included with either of the last two	There were no changes	in the period	
returns. (see note 10)		on pape	r in another format
	A list of changes is enc	losed	
	A full list of members is	enclosed X	
Elective resolutions (Private companies only) (See note 11)	If at the date of this ret	urn an election is in fo annual general meetino	arce to dispense with gs mark this box
	If at the date of this reto laying acco	urn an election is in fo unts in general meetin	rce to dispense with gsmark this box
Certificate	I certify that the information knowledge and belief.	ation given in this retu	rn is true to the best of my
Signed		Date	18 SEPTEMBER 1998
† Please delete as appropriate.	† a_director/secretary		
When you have signed the return send it with the fee to the Registrar of Compani Cheques should be made payable to Companies House.	t This return includes es.	(enter number)	ntinuation sheets.
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	



Please complete in typescript, or in bold black capitals.

List of past and present members Schedule to form 363a, 363b

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Company Number	3193632
Company Name in full	Tesco Overseas Investments Limited
	Number of shares or stock transferred since or amount of the date of the last return (or in the case of the stock held by existing members at date of this return. Particulars of shares or stock transferred since the last return (or in the case of the incorporation of the company) by (a) persons who are still members, and (b) persons who have ceased to be members.
Name and address	Number or Number or Date of amount amount registration currently held Transferred of transfer Remarks
COMAR LIMITED NEW TESCO HOUSE, DELAMARE ROAD, CHESHUI HERTS, EN8 9SL	NT, OROR/ORDINA RY SHA 386,000,000 386,000,000 26.2.98
TESCO PLC TESCO HOUSE, DELAMARE ROAD, CHESHUNT, HERTFORDSHIRE, EN8 9SL	OROR/ORDINA RY SHA 50,000,002 50,000,000