In accordance with Section 555 of the Companies Act 2006

SH01

Return of allotment of shares

A1IFA3S2 A38 28/09/2013

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#453

✓ What this form is for You may use this form to give notice of shares allotted following incorporation What this form is NOT for You cannot use this form to give notice of shares taken by subscribers on formation of the company or for an allotment of a new class of shares by an unlimited company

For further information, please refer to our guidance at www.companieshouse gov uk

| 1 | Company deta | ils | - | | | | |
|---|--|------------------------|---------------------------|------------------------------|---------------------------------------|---|--|
| Company number | 4 4 5 7 9 0 | | | | Pleas | Filling in this form Please complete in typescript or in | |
| Company name in full | TESCO PLC | | | | | bold black capitals | |
| | | | • | | | elds are mandatory unless fied or indicated by * | |
| 2 | Allotment date | ₂₅ o | | | | | |
| From Date | d 1 d 3 d 3 d 3 d 3 d 3 d 4 d 4 d 4 d 4 d 4 | | | | | | |
| To Date | d d 9 | | | | same 'from allott comp | If all shares were allotted on the same day enter that date in the 'from date' box If shares were allotted over a period of time, complete both 'from date' and 'to date' boxes | |
| 3 | Shares allotted | 1 | | | | | |
| | Please give details of the shares allotted, including bonus shares | | | | If cur comp | O Currency If currency details are not completed we will assume currency is in pound sterling | |
| Class of shares (E g Ordinary/Preference etc.) | | Currency 9 | Number of shares allotted | Nominal value of each share | Amount paid (including shapremium) | Amount (if any) unpaid (including share premium) | |
| ORDINARY | | - | 32,916 | 5p | 338 40p | - | |
| | | | | | | | |
| | | | <u> </u> | | | | |
| | | es are fully or partly | | se than in cash, plea: ed | se | | |
| Details of non-cash consideration | | 02 | | | | | |
| If a PLC, please attach valuation report (if appropriate) | | | | | | | |
| | | | | | | | |

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Statement of capital

Section 4 (also Section 5 and Section 6, if appropriate) should reflect the company's issued capital at the date of this return

| 4 | Statement of cal | nital (Share capital | in pound sterling (£) | | | | |
|--|---|---|--|---|---------------------------|---|--|
| Please complete the ta | able below to show ea | | n pound sterling If all yo | | | | |
| Class of shares (E g Ordinary/Preference etc) | | Amount paid up on each share • | Amount (if any) unpaid on each share • | Number of shar | es Ø | Aggregate nominal value 9 | |
| ORDINARY | | 66 71p | 0 00 | 8,041,348, | 163 | £ 402,067,408 15 | |
| | | | | | | £ | |
| | | | | | | £ | |
| | | | | | | £ | |
| | | | Totals | 8,041,348, | 163 | £ 402,067,408 15 | |
| 5 | Statement of ca | pital (Share capital | in other currencies) | . <u>-</u> . | | | |
| Please complete a sep | | y class of shares held in urrency | other currencies | | | | |
| Currency | | | | | | | |
| Class of shares (E g Ordinary / Preference etc) | | Amount paid up on each share ① | Amount (if any) unpaid on each share ① | Number of shares ② | | Aggregate nominal value 🕄 | |
| | | | | | | | |
| | | | | | | | |
| | | | Totals | | | | |
| | | | | | | | |
| Currency | | | | | | | |
| Class of shares (E g Ordinary/Preference etc) | | Amount paid up on each share ① | Amount (if any) unpaid on each share ① | | Aggregate nominal value 3 | | |
| | | | | | | | |
| | | | Totals | | | | |
| 6 | Statement of cap | outal (Totals) | | | | | |
| | Please give the total number of shares and total aggregate nominal value of issued share capital Total aggregate nominal value of Please list total aggregate value. | | | | | | |
| Total number of shares | dı | | | | | fferent currencies separately For cample £100 + €100 + \$10 etc | |
| Total aggregate | _ | | | : | | | |
| • Including both the noming share premium • Total number of issued s | - | E g Number of shares issu nominal value of each share | re. Pleas | tinuation Page se use a Statem e if necessary | | l continuation | |

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| 7 | Statement of capital (Prescribed particulars of rights attached to shares) | | | | | | |
|------------------------|---|---|--|--|--|--|--|
| | Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in Section 4 and Section 5 | • Prescribed particulars of rights attached to shares | | | | | |
| Class of share | ORDINARY | The particulars are a particulars of any voting rights, | | | | | |
| Prescribed particulars | The shares have attached to them full voting and dividend distribution (including on winding up) rights | including rights that arise only in certain circumstances, b particulars of any rights, as respects dividends, to participate in a distribution, c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and d whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder and any terms or conditions relating to redemition of these shares. | | | | | |
| Class of share | | to redemption of these shares A separate table must be used for | | | | | |
| Prescribed particulars | | each class of share Continuation page Please use a Statement of Capital continuation page if necessary | | | | | |
| Class of share | | | | | | | |
| Prescribed particulars | | | | | | | |
| 8 | Signature | 1 | | | | | |
| | I am signing this form on behalf of the company | ⊘ Societas Europaea | | | | | |
| Signature | Signature X | If the form is being filed on behalf of a Societas Europaea (SE) please delete 'director' and insert details of which organ of the SE the person signing has membership | | | | | |
| | This form may be signed by Director 9 , Secretary, Person authorised 9 , Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager | Person authorised Under either section 270 or 274 of the Companies Act 2006 | | | | | |

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Presenter information You do not have to give any conta

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

| Contact name TERESA JAMES | | | | | | | |
|---------------------------|---------|----|--|---|---|---|--|
| Company name TES | SCO PLO | > | | | • | | |
| | | | | | | | |
| Address TESCO | HOUSE | ., | | | | | |
| DELAMARE | ROAD | | | _ | | | |
| | | | | | | | |
| Post town CHESI | HUNT | | | | | | |
| County/Region HERTS | | | | | | | |
| Postcode | EN | 8 | | 9 | s | L | |
| Country UK | | | | | | | |
| DX | | | | | | | |
| Telephone 01992 | 646610 | | | | | | |

✓ Checklist

We may return the forms completed incorrectly or with information missing

Please make sure you have remembered the following

- ☐ The company name and number match the information held on the public Register
- ☐ You have shown the date(s) of allotment in section 2
- ☐ You have completed all appropriate share details in section 3
- ☐ You have completed the appropriate sections of the Statement of Capital
- ☐ You have signed the form

Important information

Please note that all information on this form will appear on the public record

☑ Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below

For companies registered in England and Wales The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ DX 33050 Cardiff

For companies registered in Scotland
The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post)

For companies registered in Northern Ireland The Registrar of Companies, Companies House, First Floor, Waterfront Plaza, 8 Laganbank Road, Belfast, Northern Ireland, BT1 3BS DX 481 N R Belfast 1

Further information

For further information please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk