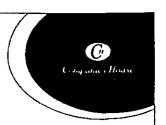


RP04

Second filing of a document previously delivered



What this form is for

You can only use this form to file a second filing of a document delivered under the Companies Act 2006 on or after 1 October 2009 that held inaccuracies.

A second filing of a document must only be filed where it is providing corrected information that has been properly delivered but inaccuracies still appear on the register

What this form is NOT for

You cannot use this form to file a second filing of a document delivered under the Companies 1985 regardless of when it was delivered

A second filing of a document cannot be filed where it is correc information that was originally n properly delivered Form RP01 m be used in these circumstances

For further information, please refer to our guidance at



28/01/2012 COMPANIES HOUSE

Company details

Company number

5

Company name in full **TESCO PLC** Filling in this form Please complete in typescript or in bold black capitals.

All f elds are mandatory unless specified or indicated by

Description of the original document

0

Document type •

Return of allotment of shares - SH01

ODescription of the original document

Please enter the document type (e.g. a Return of allotment of shares-SH01) and any distinguishing information if more than one document of that type was filed on the same day

Date of registration of the original document

Applicable documents

This form only applies to the following forms

AP01 Appointment of director

AP02 Appointment of corporate director

AP03 Appointment of secretary

AP04 Appointment of corporate secretary

CH01 Change of director's details

CH02 Change of corporate director's details

CH03 Change of secretary's details

CH04 Change of corporate secretary's details

TM01 Termination of appointment of director

TM02 Termination of appointment of secretary

SH01 Return of allotment of shares AR01 Annual Return

Section 243 Exemption[®]

If you are applying for, or have been granted, exemption under section 243 of the Companies Act 2006 and the document(s) you are updating contain(s) your usual residential address, please post this form along with the updated document(s) to the address below

The Registrar of Companies, PO BOX 4082, Cardiff, CF14 3WE

Off you are currently in the process of applying for or have been granted a Section 243 exemption, you may wish to check that you have not entered your usual residential address as the service address in the accompanying form (e.g. APO1 or CH01)

BIS Department for B

CHFP000 04/11 Version 1 0

RP04

Second filing of a document previously delivered

Presenter information	1 Important information			
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	Please note that all information on this form will appear on the public record			
visible to searchers of the public record	☑ Where to send			
Contact name TERESA JAMES	You may return this form to any Companies House address, however for expediency we advise you to			
Company name TESCO PLC	return it to the appropriate address below			
Address TESCO HOUSE DELAMARE ROAD	For companies registered in England and Wales The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ DX 33050 Cardiff			
Post town CHESHUNT County/Region HERTS Postcode E N 8 9 S L Country LLC	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)			
□X Telephone Checklist	For companies registered in Northern Ireland The Registrar of Companies, Companies House, Second Floor, The Linenhall, 32-38 Linenhall Street, Belfast, Northern Ireland, BT2 8BG DX 481 N R Belfast 1			
We may return 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	Section 243 exemption If you are applying for or have been granted a section 243 exemption, please post this whole form to the different postal address below The Registrar of Companies, PO Box 4082, Cardiff, CF14 3WE			
You can only use this form to file a second filing of a document delivered to the Registrar of Companies	i Further information			
a document delivered to the Registrar of Companie under the Companies Act 2006 on or after 1 October 2009 that held inaccuracies If you are updating a document where you have previously paid a fee, do not send a fee along with this form	For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk			
☐ You have enclosed the second filed document(s)☐ If the company to which this document relates has	This form is available in an			
signed up to the PROOF (PROtected Online Filing) scheme, you must also deliver with this form, and	alternative format. Please visit the			
the second filed document(s), a PRO3 form 'Consent for paper filing '	forms page on the website at www.companieshouse.gov.uk			
Tor paper ming	**************************************			

In accordance with Section 555 of the Companies Act 2006

SH01

Return of allotment of shares



You can use the WebFiling service to file this form online Please go to www companieshouse gov uk

What this form is for You may use this form to give notice of shares allotted following incorporation

X What this form is NOT for You cannot use this form to o notice of shares taken by sub on formation of the company for an allotment of a new cla shares by an unlimited comp

AFV14ZTH 05/12/2011 86

COMPANIES HOUSE

Company details Company number 5 7 9 0 Company name in full TESCO PLC

→ Filling in this form Please complete in typescript or in bold black capitals

All fields are mandatory unless specified or indicated by '

2	Allotment dates •					
From Date	^d 1 ^d 3	^m 1 ^m 0	^y 2 ^y 0 ^y 1			
To Date	^d 1 ^e 9	[™] 1 [™] 0	^y 2 ^y 0 ^y 1			

Allotment date

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

Shares allotted

Please give details of the shares allotted, including bonus shares

 Currency If currency details are not completed we will assume currency is in pound sterling

		1 13 th pound sterning							
Class of shares (E g Ordinary/Preference etc.)	Currency 3	Number of shares allotted	Nominal value of each share	Amount paid (including share premium)	Amount (if any) unpaid (including share premium)				
ORDINARY	-	100,236	5p	259 00p	-				
ORDINARY	-	5,050	5p	197 50p	-				
ORDINARY	-	62,131	5p	253 25p	-				

If the allotted shares are fully or partly paid up otherwise than in cash, please

Details of non-cash consideration

If a PLC, please attach valuation report (if appropriate)

state the consideration for which the shares were allotted

	Return of allotmer						
	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 ca	pital (Share capit	al in pound sterling (£)				
	ble below to show ea	ch class of shares he	ld in pound sterling If all yo				
Class of shares E g Ordinary/Preference etc)	Amount paid up on each share 0	Amount (if any) unpaid on each share ①	Number of shares 3	Aggregate nominal value		
ORDINARY		66 23p	0 00	8,016,464,786	f 400,823,239 30		
					£		
					£		
					£		
			Totals	8,016,464,78	6 £ 400,823,239 30		
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 €	Aggregate nominal value €		
			Totals				
Currency				<u>-</u>			
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 €	Aggregate nominal value €		
			Totals				
6	Statement of ca	pıtal (Totals)			1		
_	Please give the tota issued share capital		nd total aggregate nominal		Total aggregate nominal value Please list total aggregate values in different currencies separately For		
Total number of shares					example £100 + €100 + \$10 etc		
Total aggregate nominal value 9							
O Including both the nomi share premium O Total number of issued s		● E g Number of shares nominal value of each	share Ple	ntinuation Pages ase use a Statement ge if necessary	of Capital continuation		

SH01 Return of allotment of 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 ORDINARY The shares have attached to them full voting and dividend distribution (including on winding up) rights	O Prescribed particulars of rights attached to shares The particulars are a particulars of any voting 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
The shares have attached to them full voting and dividend	a particulars of any voting 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
	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
	to redemption of these shares
	A separate table must be used for
	each class of share Continuation page Please use a Statement of Capital continuation page if necessary
Signature	
I am signing this form on behalf of the company	O Societas Europaea
This form may be signed by Director & Secretary Person authorised Administrator, Administrative receiver,	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 Person authorised Under either section 270 or 274 of the Companies Act 2006
	Signature X

SH01

Return of allotment of shares

Presenter information

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 TESCO PLC								
Address TESCO HOUSE,								
DELAMARE I	ROA	.D						
		-						
Post town CHESH	Post town CHESHUNT							
County/Region HERTS								
Postcode	E	N	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 Ireland¹ The Registrar of Companies, Companies House, First Floor, Waterfront Plaza, 8 Laganbank Road, Belfast, Northern Ireland, BT1 38S 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