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

What this form is NOT for You cannot use this form to g notice of shares taken by subon formation of the company for an allotment of a new clashares by an unlimited compa



16/08/2011 **COMPANIES HOUSE**

| 1 | | Con | npan | ıy de | etail | s |
|---|--|-----|------|-------|-------|--------|
| _ | | | | | | \Box |

Company number

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

Allotment dates 9

| From Date | ^d 2 | ^d 8 |
|-----------|----------------|----------------|
| To Date | d _O | 3 |

| mo . | ۳7 |
|----------------|----------------|
| m _O | ^m 8 |

| ^y 2 | ^у О | ^y 1 | ^y 1 |
|----------------|----------------|----------------|----------------|
| ^y 2 | ^y 0 | ^y 1 | ^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

| 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 | - | 319,848 | 5p | 248 00p | - |
| ORDINARY | - | 3,659 | 5p | 307 00p | - |
| ORDINARY | - | 2,853 | 5p | 410 00p | - |

If the allotted shares are fully or partly paid up otherwise than in cash, please state the consideration for which the shares were allotted

Details of non-cash consideration

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

| | 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 ca | pital (Share capit | al in pound sterling (£) | | | | | | |
| Please complete the ta issued capital is in ster | | | ld in pound sterling If all yo to Section 7 | ur | | | | | |
| Class of shares (E g Ordinary/Preference etc) | | Amount paid up on each share Amount (if any) unpaid on each share | | Number of shares © | 0 | Aggregate nominal value | | | |
| ORDINARY | | 66 21p | 0 00 | 8,015,464,3 | 42 | £ 400,773,217 10 | | | |
| | | | | | | £ | | | |
| | | | | | | £ | | | |
| | | | | | | £ | | | |
| | | | Totals | 8,015,464,3 | 42 | £ 400,773,217 10 | | | |
| 5 | Statement of ca | pital (Share capit | al in other currencies) | | | | | | |
| | r | | | | | | | | |
| Class of shares | tc) | Amount paid up on each share • | Amount (if any) unpaid on each share • | Number of shares | 0 | Aggregate nominal value | | | |
| Currency Class of shares (E g Ordinary / Preference e | tc) | | | Number of shares | . 0 | Aggregate nominal value | | | |
| Class of shares | tc) | | | Number of shares | • • | Aggregate nominal value | | | |
| Class of shares | tc) | | on each share ① | Number of shares | • • | Aggregate nominal value | | | |
| Class of shares (E g Ordinary / Preference e | | | on each share ① | Number of shares | | Aggregate nominal value of | | | |
| Class of shares (E g Ordinary / Preference e | | each share Amount paid up on | Amount (if any) unpaid on each share | Number of shares | | | | | |
| Class of shares (E g Ordinary / Preference e Currency Class of shares (E g Ordinary/Preference etc.) | c) | Amount paid up on each share | on each share Totals Amount (if any) unpaid | Number of shares | | | | | |
| Class of shares (E g Ordinary / Preference e Currency Class of shares (E g Ordinary/Preference etc.) | Statement of ca | Amount paid up on each share pital (Totals) | Amount (if any) unpaid on each share | Number of shares | • • • • • • • • • • • • • • • • • • • | Aggregate nominal value | | | |
| Class of shares (E g Ordinary / Preference e Currency Class of shares | Statement of ca | Amount paid up on each share pital (Totals) | Amount (if any) unpaid on each share Totals | Number of shares | Total ag | Aggregate nominal value | | | |

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● Total number of issued shares in this class

CHFP000 10/09 Version 2 0

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| 7 | Statement of capital (Prescribed particulars of rights attached to sh | nares) |
|------------------------|--|---|
| | 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, including rights that arise only in |
| Prescribed particulars | The shares have attached to them full voting and dividend distribution (including on winding up) rights | |
| 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 | ② 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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Return of allotment of shares

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 TER | ESA JAME | S | |
|--------------------|----------|-----|----------------|
| Company name TES | SCO PLC | | |
| | | | |
| Address TESCO | HOUSE, | | - - |
| DELAMARE I | ROAD | | |
| | | | |
| Post town CHESH | TUNT | ., | |
| County/Region HER | TS | | |
| Postcode | EN | 3 9 | SL |
| Country UK | | | |
| DX | | | |
| Теlернопе 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, 8T1 3BS DX 481 N R Belfast 1

7 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