

PLEASE COMPLETE IN  
TYPESCRIPT OR IN  
BOLD BLACK CAPITALS

25 749  
**88(2)**

## Return of Allotment of Shares

CHFPO83

Company Number

445790

Company name in full

TESCO PLC

### Shares allotted (including bonus shares):

Date or period during which  
shares were allotted  
(If shares were allotted on one date  
enter that date in the "from" box )

| From |       |      | To  |       |      |
|------|-------|------|-----|-------|------|
| Day  | Month | Year | Day | Month | Year |
| 22   | 10    | 2008 |     |       |      |

Class of shares  
(ordinary or preference etc)

Number allotted

Nominal value of each share

Amount (if any) paid or due on each  
share (including any share premium)

| ORDINARY | ORDINARY | ORDINARY |
|----------|----------|----------|
| 898      | 10,072   | 10,769   |
| 5P       | 5P       | 5P       |
| 195.00P  | 232 00P  | 248.00P  |

List the names and addresses of the allottees and the number of shares allotted to each overleaf

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

% that each share is to be  
treated as paid up

Consideration for which  
the shares were allotted  
(This information must be supported by  
the duly stamped contract or by the duly  
Stamped particulars on Form 88(3) if the  
contract is not in writing )

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

Companies House, Crown Way, Cardiff CF14 3UZ  
For companies registered in England and Wales

DX 33050 Cardiff

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

DX235  
Edinburgh

TUESDAY



A25

\*ATLLO4CD\*  
28/10/2008  
COMPANIES HOUSE

90

**Names and addresses of the allottees** (List joint share allotments consecutively)

| Shareholder details                                                                           |  | Shares and share class allotted                  |                           |
|-----------------------------------------------------------------------------------------------|--|--------------------------------------------------|---------------------------|
| Name<br>_____ SEE ATTACHED LIST<br>_____<br>Address<br>_____<br>_____<br>UK Postcode<br>_____ |  | Class of shares allotted<br>_____ ORDINARY _____ | Number allotted<br>21,739 |
| Name<br>_____<br>Address<br>_____<br>_____<br>UK Postcode<br>_____                            |  | Class of shares allotted<br>_____                | Number allotted<br>_____  |
| Name<br>_____<br>Address<br>_____<br>_____<br>UK Postcode<br>_____                            |  | Class of shares allotted<br>_____                | Number allotted<br>_____  |
| Name<br>_____<br>Address<br>_____<br>_____<br>UK Postcode<br>_____                            |  | Class of shares allotted<br>_____                | Number allotted<br>_____  |
| Name<br>_____<br>Address<br>_____<br>_____<br>UK Postcode<br>_____                            |  | Class of shares allotted<br>_____                | Number allotted<br>_____  |

Please enter the number of continuation sheet(s) (if any) attached to this form

Signed \_\_\_\_\_ Date 22<sup>ND</sup> OCTOBER 2008

A director / secretary / administrator / administrative receiver / receiver manager / receiver

Please delete as appropriate

Please give the name, address, Telephone number and, if available, a DX number and Exchange of the person Companies House should Contact if there is any query

**TESCO PLC, TESCO HOUSE, PO BOX 18**

**DELAMARE ROAD, CHESHUNT, HERTS**

**EN8 9SL**

Tel **01992 626304**

DX number

DX exchange

PLEASE COMPLETE IN  
TYPESCRIPT OR IN  
BOLD BLACK CAPITALS

# 88(2)

## Return of Allotment of Shares

CHFPO83

Company Number

445790

Company name in full

TESCO PLC

### Shares allotted (including bonus shares):

Date or period during which  
shares were allotted  
(If shares were allotted on one date  
enter that date in the "from" box )

From

To

Day Month Year

22 10 2008

Day Month Year

Class of shares  
(ordinary or preference etc)

ORDINARY

Number allotted

4,005

Nominal value of each share

5P

Amount (if any) paid or due on each  
share (including any share premium)

307 00P

List the names and addresses of the allottees and the number of shares allotted to each overleaf

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

% that each share is to be  
treated as paid up

Consideration for which  
the shares were allotted

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Companies house receipt date barcode

This form has been provided free of  
charge by Companies House

Companies House, Crown Way, Cardiff CF14 3UZ  
For companies registered in England and Wales

DX 33050 Cardiff

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

DX235  
Edinburgh

**Names and addresses of the allottees** (List joint share allotments consecutively)

| Shareholder details                                             | Shares and share class allotted          |                              |
|-----------------------------------------------------------------|------------------------------------------|------------------------------|
| Name<br>SEE ATTACHED LIST<br><br>Address<br><br>UK Postcode<br> | Class of shares allotted<br>ORDINARY<br> | Number allotted<br>4,005<br> |
| Name<br><br>Address<br><br>UK Postcode<br>                      | Class of shares allotted<br>             | Number allotted<br>          |
| Name<br><br>Address<br><br>UK Postcode<br>                      | Class of shares allotted<br>             | Number allotted<br>          |
| Name<br><br>Address<br><br>UK Postcode<br>                      | Class of shares allotted<br>             | Number allotted<br>          |
| Name<br><br>Address<br><br>UK Postcode<br>                      | Class of shares allotted<br>             | Number allotted<br>          |

Please enter the number of continuation sheet(s) (if any) attached to this form

Signed \_\_\_\_\_ Date 22<sup>ND</sup> OCTOBER 2008

A director / secretary / administrator / administrative receiver / receiver manager / receiver

Please delete as appropriate

Please give the name, address, Telephone number and, if available, a DX number and Exchange of the person Companies House should Contact if there is any query

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**DELAMARE ROAD, CHESHUNT, HERTS**

**EN8 9SL**

Tel **01992 626304**

DX number

DX exchange

| Scheme Title                        | Grant Date  | Option Price | Granted Participants | Granted Options | Exercised Options | Lapsed Options | Exercise Cost     |
|-------------------------------------|-------------|--------------|----------------------|-----------------|-------------------|----------------|-------------------|
| TESCO PLC 2003 5 YEAR SHARE OPTIONS | 06-Nov-2003 | 195.00       | 1                    | 975             | 898               | 77             | £1,751 10         |
| TESCO PLC 2004 5 YEAR SHARE OPTIONS | 04-Nov-2004 | 232 00       | 12                   | 14,523          | 10,072            | 4,451          | £23,367 04        |
| TESCO PLC 2005 3 YEAR SHARE OPTIONS | 02-Nov-2005 | 248 00       | 14                   | 8,291           | 7,212             | 1,079          | £17,885 76        |
| TESCO PLC 2005 5 YEAR SHARE OPTIONS | 02-Nov-2005 | 248 00       | 6                    | 7,009           | 3,557             | 3,452          | £8,821.36         |
| TESCO PLC 2006 3 YEAR SHARE OPTIONS | 08-Nov-2006 | 307.00       | 8                    | 3,444           | 1,788             | 1,656          | £5,489 16         |
| TESCO PLC 2006 5 YEAR SHARE OPTIONS | 08-Nov-2006 | 307 00       | 8                    | 7,569           | 2,217             | 5,352          | £6,806 19         |
|                                     |             |              | <b>49</b>            | <b>41,811</b>   | <b>25,744</b>     | <b>16,067</b>  | <b>£64,120.61</b> |

2003 5 YEAR SCHEME

| Prefix | First Name(s) | Last Name | Address Line 1     | Address Line 2 | Address Line 3 | Address Line 4  | Post Code |
|--------|---------------|-----------|--------------------|----------------|----------------|-----------------|-----------|
| MRS    | LESLEY        | PRIVETT   | 57 CARTERS ORCHARD | QUEDGELEY      | GLOUCESTER     | GLOUCESTERSHIRE | GL2 4WB   |

| Exercised Options | Grant Date  | Option Price | Exercise Cost    |
|-------------------|-------------|--------------|------------------|
| 898               | 08-Nov-2003 | 195.00       | £1,751.10        |
| <b>898</b>        |             |              | <b>£1,751.10</b> |

2004 5 YEAR SCHEME

| Prefix | First Name(s)     | Last Name    | Address Line 1      | Address Line 2 | Address Line 3 | Address Line 4   | Post Code |
|--------|-------------------|--------------|---------------------|----------------|----------------|------------------|-----------|
| MRS    | JULIE             | BOTHAM       | 24 DICKENS LANE     | POYNTON        | STOCKPORT      | CHESHIRE         | SK12 1NL  |
| MRS    | KAREN MARGARET    | GOAMAN       | 2 LONGSPEARS AVENUE | HEATH          | CARDIFF        | SOUTH GLAMORGAN  | CF14 3NU  |
| MR     | DAVID             | HOLLINGWORTH | 16 GREENFIELDS ROAD | DEREHAM        | NORFOLK        |                  | NR19 2UD  |
| MRS    | SUSAN ANNE        | KING         | 65 FLORIAN WAY      | HINCKLEY       | LEICESTERSHIRE |                  | LE10 0WG  |
| MRS    | JOANNE LOUISE     | PORTER       | 59 HAILSHAM ROAD    | HAROLD HILL    | ROMFORD        | ESSEX            | RM3 7SP   |
| MRS    | LESLEY            | PRIVETT      | 57 CARTERS ORCHARD  | QUEDGELEY      | GLOUCESTER     | GLOUCESTERSHIRE  | GL2 4WB   |
| MR     | ANDREW JOHN       | SHEAL        | 3 MILL HILL END     | HILTON         | HUNTINGDON     | CAMBRIDGESHIRE   | PE28 9NX  |
| MRS    | GWENDOLINE CAROLE | SMYTH        | 135 GUILFORDS       | HARLOW         | ESSEX          |                  | CM17 0HZ  |
| MRS    | DEBBIE JANE       | TEAGLE       | 19 MARTINS CLOSE    | WELLS          | SOMERSET       |                  | BA5 2ES   |
| MR     | LEE BRYCE         | TIBBLES      | 25 GLEBE WAY        | COGENHOE       | NORTHAMPTON    | NORTHAMPTONSHIRE | NN7 1NS   |
| MRS    | GILLIAN           | WATERWORTH   | 2 CATTON WAY        | BRAYTON        | SELBY          | NORTH YORKSHIRE  | YO8 9TG   |
| MR     | STUART ALAN       | WIGGANS      | 3 HILLINGDON WAY    | ALWOODLEY      | LEEDS          | WEST YORKSHIRE   | LS17 7OX  |

| Exercised Options | Grant Date  | Option Price | Exercise Cost     |
|-------------------|-------------|--------------|-------------------|
| 564               | 04-Nov-2004 | 232 00       | £1 308 48         |
| 1 005             | 04-Nov-2004 | 232 00       | £2 331 60         |
| 1 005             | 04-Nov-2004 | 232 00       | £2 331 60         |
| 1 005             | 04-Nov-2004 | 232 00       | £2 331 60         |
| 786               | 04-Nov-2004 | 232 00       | £1 823 52         |
| 604               | 04-Nov-2004 | 232 00       | £1 401 28         |
| 983               | 04-Nov-2004 | 232 00       | £2 280 56         |
| 402               | 04-Nov-2004 | 232 00       | £932 64           |
| 982               | 04-Nov-2004 | 232 00       | £2 278 24         |
| 962               | 04-Nov-2004 | 232 00       | £2 231 84         |
| 769               | 04-Nov-2004 | 232 00       | £1 784 08         |
| 1 005             | 04-Nov-2004 | 232 00       | £2 331 60         |
| <b>10,072</b>     |             |              | <b>£23,387 04</b> |

2005 3 YEAR SCHEME

| Prefix | First Name(s)         | Last Name | Address Line 1         | Address Line 2    | Address Line 3   | Address Line 4  | Post Code  |
|--------|-----------------------|-----------|------------------------|-------------------|------------------|-----------------|------------|
| MR     | MARK                  | ALMOND    | 11 BOSWORTH CLOSE      | NORTHAMPTON       | NORTHAMPTONSHIRE |                 | NM4 8QR    |
| MRS    | GILLIAN ANN           | BAKER     | 20 THE LILACS          | WORKINGHAM        | BERKSHIRE        |                 | RG41 4UT   |
| MR     | ANTONIO               | CARCHIA   | 28 LINGFIELD GARDEN    | EDMONTON          | LONDON           |                 | N9 7BS     |
| MS     | GILLIAN               | DUFF      | 14 OLWEN CRESCENT      | STOCKPORT         | CHESHIRE         |                 | SK5 6XQ    |
| MR     | ZOHAR                 | ESUFALI   | 7 KELVIN ROAD          | CARDIFF           | SOUTH GLAMORGAN  |                 | CF23 5ET   |
| MR     | PETER                 | GILLIAN   | 17 ASTON AVENUE        | WINSFORD          | CHESHIRE         |                 | CW7 2HX    |
| MRS    | SUSAN                 | JACKSON   | 8 ESCRICK PARK GARDENS | ESCRICK           | YORK             | NORTH YORKSHIRE | YO19 6LZ   |
| MRS    | MYRA                  | JOHNSTONE | 49 AYR ROAD            | KILMARNOCK        | AYRSHIRE         |                 | KA1 4UG    |
| 1      | MR JOHN DAVID STEPHEN | LLEWELLYN | 6 HAWTHORN ROAD WEST   | CARDIFF           | SOUTH GLAMORGAN  |                 | CF14 2FL   |
| 1      | MR BERNARD WILLIAM    | LONG      | 4 LAVINGTON CLOSE      | PLYMOUTH          | DEVON            |                 | PL7 1PL    |
| 1      | MRS GWENDOLINE CAROLE | SMYTH     | 135 GUILFORDS          | HARLOW            | ESSEX            |                 | CM17 0HZ   |
| 1      | MR ROBERT JOHN        | TAYLOR    | 14 BERRY HILL ROAD     | CRENCESTER        | GLOUCESTERSHIRE  |                 | GL7 2HE    |
| 7      | MRS BARBARA ANN       | WAKEFIELD | 6 BUSHEY CLOSE         | LONG EATON        | NOTTINGHAM       |                 | NG10 3RE   |
| 5      | MR ROGER CHARLES      | WELLAND   | 33A SHAKESPEARE AVENUE | WESTCLIFFE-ON-SEA | ESSEX            | NOTTINGHAMSHIRE | SS0 0ST    |
|        |                       |           |                        |                   |                  |                 | 7,212      |
|        |                       |           |                        |                   |                  |                 | £17,885.76 |

| Exercised Options | Grant Date  | Option Price | Exercise Cost |
|-------------------|-------------|--------------|---------------|
| 370               | 02-Nov-2005 | 248.00       | £317.60       |
| 658               | 02-Nov-2005 | 248.00       | £1,631.84     |
| 618               | 02-Nov-2005 | 248.00       | £1,532.64     |
| 271               | 02-Nov-2005 | 248.00       | £872.08       |
| 658               | 02-Nov-2005 | 248.00       | £1,631.84     |
| 407               | 02-Nov-2005 | 248.00       | £1,009.36     |
| 678               | 02-Nov-2005 | 248.00       | £1,681.44     |
| 382               | 02-Nov-2005 | 248.00       | £947.36       |
| 638               | 02-Nov-2005 | 248.00       | £1,582.24     |
| 678               | 02-Nov-2005 | 248.00       | £1,681.44     |
| 271               | 02-Nov-2005 | 248.00       | £872.08       |
| 678               | 02-Nov-2005 | 248.00       | £1,681.44     |
| 247               | 02-Nov-2005 | 248.00       | £812.56       |
| 658               | 02-Nov-2005 | 248.00       | £1,631.84     |
|                   |             |              | 7,212         |
|                   |             |              | £17,885.76    |

2005 5 YEAR SCHEME

| Prefix | First Name(s)  | Last Name | Address Line 1      | Address Line 2        | Address Line 3 | Address Line 4   | Post Code |
|--------|----------------|-----------|---------------------|-----------------------|----------------|------------------|-----------|
| MRS    | JULIE          | BOTHAM    | 24 DICKENS LANE     | POYNTON               | STOCKPORT      | CHESHIRE         | SK12 1NL  |
| MRS    | LINDA          | COBURN    | 19 CROUCH BECK      | SOUTH WOODHAM FERRERS | CHELMSFORD     | ESSEX            | CM3 5JY   |
| MRS    | KAREN MARGARET | GOAMAN    | 2 LONGSPEARS AVENUE | HEATH                 | CARDIFF        | SOUTH GLAMORGAN  | CF14 3NU  |
| MR     | RICHARD        | HAINES    | 8 BRADBURY ROAD     | WINSFORD              | CHESHIRE       |                  | CW7 3HY   |
| MRS    | SUSAN ANNE     | KING      | 65 FLORIAN WAY      | HINCKLEY              | LEICESTERSHIRE |                  | LE10 0WG  |
| MR     | LEE BRYCE      | TIBBLES   | 25 GLEBE WAY        | COGENHOE              | NORTHAMPTON    | NORTHAMPTONSHIRE | NN7 1NS   |

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| Exercised Options | Grant Date  | Option Price | Exercise Cost    |
|-------------------|-------------|--------------|------------------|
| 247               | 02-Nov-2005 | 248 00       | £812 56          |
| 678               | 02-Nov-2005 | 248 00       | £1 681 44        |
| 678               | 02-Nov-2005 | 248 00       | £1 681 44        |
| 678               | 02-Nov-2005 | 248 00       | £1 681 44        |
| 658               | 02-Nov-2005 | 248 00       | £1 631 84        |
| 618               | 02-Nov-2005 | 248 00       | £1 532 64        |
| <u>3,557</u>      |             |              | <u>£8,821 36</u> |

| Prefix | First Name(s) | Last Name | Address Line 1         | Address Line 2    | Address Line 3   | Post Code |
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| MR     | MARK          | ALMOND    | 11 BOSWORTH CLOSE      | NORTHAMPTON       | NORTHAMPTONSHIRE | NN4 8QR   |
| MRS    | GILLIAN ANN   | BAKER     | 20 THE LILACS          | WOKINGHAM         | BERKSHIRE        | RG41 4UT  |
| MS     | GILLIAN       | DUFF      | 14 OLWEN CRESCENT      | STOCKPORT         | CHESHIRE         | SK5 6XQ   |
| MR     | ZOHAR         | ESUFALI   | 7 KELVIN ROAD          | CARDIFF           | SOUTH GLAMORGAN  | CF23 5ET  |
| MRS    | VICTORIA      | HAINES    | 88A PELSALL ROAD       | WALSALL           | WEST MIDLANDS    | WS8 7DL   |
| MRS    | MYRA          | JOHNSTONE | 48 AYR ROAD            | KILMARNOCK        | AYRSHIRE         | KA1 4UG   |
| MR     | ROBERT JOHN   | TAYLOR    | 14 BERRY HILL ROAD     | CIRENCESTER       | GLoucestershire  | GL7 2HE   |
| MR     | ROGER CHARLES | WELLAND   | 33A SHAKESPEARE AVENUE | WESTCLIFFE-ON-SEA | ESSEX            | SS0 0ST   |

| Exercised Options | Grant Date  | Option Price | Exercise Cost |
|-------------------|-------------|--------------|---------------|
| 189               | 08-Nov-2006 | 307 00       | £518 83       |
| 315               | 08-Nov-2006 | 307 00       | £967 05       |
| 139               | 08-Nov-2006 | 307 00       | £426 73       |
| 315               | 08-Nov-2006 | 307 00       | £967 05       |
| 69                | 08-Nov-2006 | 307 00       | £211 83       |
| 119               | 08-Nov-2006 | 307 00       | £365 33       |
| 347               | 08-Nov-2006 | 307 00       | £1,065 29     |
| 315               | 08-Nov-2006 | 307 00       | £967 05       |
| 1,788             |             |              | £5,489 16     |

2006 5 YEAR SCHEME

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| MRS    | LINDA              | COBURN    | 19 CROUCH BECK       | SOUTH WOODHAM FERRERS | CHELMSFORD      | ESSEX            | CM3 5JY   |
| MR     | PETER              | GILLAN    | 17 ASTON AVENUE      | WINSFORD              | CHESHIRE        |                  | CW7 2HX   |
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| MR     | RICHARD            | HAINES    | 8 BRADBURY ROAD      | WINSFORD              | CHESHIRE        |                  | CW7 3HY   |
| MRS    | SUSAN ANNE         | KING      | 65 FLORIAN WAY       | HINCKLEY              | LEICESTERSHIRE  |                  | LE10 0WG  |
| MR     | JOHN DAVID STEPHEN | LLEWELLYN | 6 HAWTHORN ROAD WEST | CARDIFF               | SOUTH GLAMORGAN |                  | CF14 2FL  |
| MR     | LEE BRYCE          | TIBBLES   | 25 GLEBE WAY         | COGENHOE              | NORTHAMPTON     | NORTHAMPTONSHIRE | NN7 1NS   |

| Exercised Options | Grant Date  | Option Price | Exercise Cost    |
|-------------------|-------------|--------------|------------------|
| 281               | 08-Nov-2006 | 307 00       | £962 67          |
| 198               | 08-Nov-2006 | 307 00       | £507 86          |
| 165               | 08-Nov-2006 | 307 00       | £506 55          |
| 347               | 08-Nov-2006 | 307 00       | £1 065.29        |
| 331               | 08-Nov-2006 | 307 00       | £1 016 17        |
| 315               | 08-Nov-2006 | 307 00       | £967 05          |
| 298               | 08-Nov-2006 | 307 00       | £914 86          |
| 282               | 08-Nov-2006 | 307 00       | £965 74          |
| <b>2,217</b>      |             |              | <b>£8,808 19</b> |

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