COMPANIES FORM No. 169

Return by a company purchasing its own shares

169

CHWP000

Please do not write in this margin

Pursuant to section 169 of the Companies Act 1985

Please do not write in the space below. For HM Revenue & Customs use only

Please complete legibly, preferably in black type, or bold block lettering

To the Registrar of Companies **(Address overleaf)**

For official use | Company number 00445790

Name of company

* insert full name of company

* Tesco Plc

Note
This return must be delivered to the Registrar within a period of 28 days beginning with the first date on which shares to which it relates were delivered to the company

Shares were purchased by the company under section 162 of the above Act as follows

Class of shares	Ordinary		
Number of shares purchased	1,100,000		
Nominal value of each share	5p		
Date(s) on which the shares were delivered to the company	4 April 2008		
Maximum prices paid § for each share	405 8503p		
Minimum prices paid § for each share	405 8503p		

§ A private company is not required to give this information

The aggregate amount paid by the company for the shares to which this return relates was	£ 4,464,353 30
Stamp Duty is payable on the aggregate amount at the rate of ½% rounded up to the nearest multiple of £5	£ 22,325 00

‡ Insert Director, Secretary, Administrator, Administrative Receiver or Receiver (Scotland) as appropriate

Signed [signature] Designation ‡SECRETARY Date 14.4.08

Presenter's name address and reference (if any)

Dianne Robinson
Tesco House
Delamare Road
Cheshunt
Herts EN8 9SL

For official Use (11/06)
General Section | Post room

THURSDAY

AR5AEZ5Y
A16 24/04/2008 288
COMPANIES HOUSE

1. Before this form is delivered to Companies House it must be "stamped" by HM Revenue & Customs Stamp Office to confirm that the appropriate amount of Stamp Duty has been paid HM Revenue & Customs Stamp Office is located at.

HMRC Stamp Office
9th Floor
City Centre House
30 Union Street
Birmingham
B2 4AR

Tel 0845 6030135

Cheques for Stamp Duty must be made payable to "HM Revenue & Customs, Stamp Taxes" and crossed "Not Transferable"

NOTE. This form must be presented to the HM Revenue & Customs Stamp Office for stamping together with the payment of duty within 30 days of the purchase of the shares, otherwise HM Revenue & Customs penalties may be incurred.

2 After this form has been "stamped" and returned to you by HM Revenue & Customs it must be sent to

For companies registered in

England or Wales

The Registrar of Companies
Companies House
Crown Way
Cardiff CF14 3UZ

DX 33050 Cardiff

Scotland

The Registrar of Companies
Companies House
37 Castle Terrace
Edinburgh EH1 2EB

DX 235 Edinburgh

or LP - 4 Edinburgh 2