

SH01 (ef)

Return of Allotment of Shares



Company Name:

Tesco Holdings Limited

Company Number: 00243011

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Shares Allotted (including bonus shares)

Date or period during which From To11/07/2011 shares are allotted 11/07/2011

Class of shares **ORDINARY** Number allotted 1 Nominal value of 0.1

each share

Amount paid 2.4443334E7 Currency **GBP**

Amount unpaid 0.0

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of shares	ORDINARY	Number allotted	205992474
		1	

Aggregate nominal 20599247.4

value

Currency GBP Amount paid per share 0.1

Amount unpaid per share 0

Prescribed particulars

THE SHARES HAVE ATTACHED TO THEM FULL VOTING RIGHTS. THEY HAVE RIGHTS TO DIVIDEND AND CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) SUBJECT TO THE FIRST RANKING RIGHTS OF PREFERENCE SHARES. THEY CONFER RIGHTS OF REDEMPTION.

Class of shares ORDINARY Number allotted 1

Aggregate nominal 0.1

value

Currency GBP Amount paid per share 22136423.09

Amount unpaid per share 0

Prescribed particulars

THE SHARES HAVE ATTACHED TO THEM FULL VOTING RIGHTS. THEY HAVE RIGHTS TO DIVIDEND AND CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) SUBJECT TO THE FIRST RANKING RIGHTS OF PREFERENCE SHARES. THEY CONFER RIGHTS OF REDEMPTION.

Class of shares ORDINARY Number allotted 1

Aggregate nominal 0.1

value

Currency GBP Amount paid per share 24443334

Amount unpaid per share 0

Prescribed particulars

THE SHARES HAVE ATTACHED TO THEM FULL VOTING RIGHTS. THEY HAVE RIGHTS TO DIVIDEND AND CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) SUBJECT TO THE FIRST RANKING RIGHTS OF PREFERENCE SHARES. THEY CONFER RIGHTS OF REDEMPTION.

Class of shares ORDINARY Number allotted 1

Aggregate nominal 0.1

value

Currency GBP Amount paid per share 27283028.68

Amount unpaid per share 0

Prescribed particulars

THE SHARES HAVE ATTACHED TO THEM FULL VOTING RIGHTS. THEY HAVE RIGHTS TO DIVIDEND AND CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) SUBJECT TO THE FIRST RANKING RIGHTS OF PREFERENCE SHARES. THEY CONFER RIGHTS OF REDEMPTION.

Class of shares ORDINARY Number allotted 1

Aggregate nominal 0.1

value

Currency GBP Amount paid per share 28119727.55

Amount unpaid per share 0

Prescribed particulars

THE SHARES HAVE ATTACHED TO THEM FULL VOTING RIGHTS. THEY HAVE RIGHTS TO DIVIDEND AND CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) SUBJECT TO THE FIRST RANKING RIGHTS OF PREFERENCE SHARES. THEY CONFER RIGHTS OF REDEMPTION.

Class of shares PREFERENCE Number allotted 2000000

Aggregate nominal 2000000

value

Currency GBP Amount paid per share 57.68

Amount unpaid per share 0

Prescribed particulars

THE SHARES HAVE ATTACHED TO THEM PARTIAL VOTING RIGHTS. THEY HAVE RIGHTS TO DIVIDEND AND CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) RIGHTS; THEY CONFER RIGHTS OF REDEMPTION.

Statement of Capital (Totals)

Currency	GBP	Total number of shares	207992478
		Total aggregate nominal value	22599247.8

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver Manager, CIC Manager.