

AMENDED



363a

Please complete in typescript,
or in bold black capitals.

Annual Return

CHFP029

Company Number 00519500

Company Name in full Tesco Stores Limited

Date of this return

The information in this return is made up to

Day Month Year

07/06/2008

Date of next return

If you wish to make your next return
to a date earlier than the anniversary
of this return please show the date here.
Companies House will then send a form
at the appropriate time.

Day Month Year

07/06/2009

Registered Office

Show here the address at the date of
this return.

Tesco House

Delamare Road

Any change of
registered office
must be notified
on form 287.

Post town

Cheshunt

County / Region

Hertfordshire

UK Postcode

EN8 9SL

Principal business activities

Show trade classification code number(s)
for the principal activity or activities.

5211

5227

5242

5233

If the code number cannot be determined,
give a brief description of principal activity.

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

Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff
for companies registered in England and Wales

or

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

DX 235 Edinburgh
Page 1

SATURDAY



A31

A8R4358T

29/11/2008

387

COMPANIES HOUSE

AMENDED

Register of members

If the register of members is not kept at the registered office, state here where it is kept.

Post town

County/Region

UK Postcode

Register of Debenture holders

If there is a register of debenture holders, or a duplicate of any such register or part of it, which is not kept at the registered office, state here where it is kept.

Post town

County/Region

UK Postcode

Company type

Public limited company

Private company limited by shares

Private company limited by guarantee without share capital

Private company limited by shares exempt under section 30

Private company limited by guarantee exempt under section 30

Private unlimited company with share capital

Private unlimited company without share capital

Please tick the appropriate box

Company Secretary

* Voluntary details

(Please photocopy this area to provide details of joint secretaries).

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, or Scottish firm, give the registered or principal office address

Name

* Style / Title

Forename(s)

Surname

Address ††



Post town

County/Region

Country

Details of a new company secretary must be notified on form 288a.

Mr

Jonathan Mark

Lloyd

Tesco House

Delamare Road

Cheshunt

Hertfordshire

England

UK Postcode

E N 8 9 S L

If a partnership give the names and addresses of the partners or the name of the partnership and office address.

Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

Directors In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, or Scottish firm, give the registered or principal office address

Name	* Style / Title	Mr.		
		Day	Month	Year
	Date of Birth	1	6	05
		1	9	6
		1		
	Forename(s)	Richard William Peter		
	Surname	Brasher		
<input checked="" type="checkbox"/>	Address ††	Tesco House		
		Delamare Road		
	Post town	Cheshunt		
	County / Region	Hertfordshire	UK Postcode	E N 8 9 S L
	Country	England	Nationality	British
	Business occupation	Director		

* Voluntary details.

Directors In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, or Scottish firm, give the registered or principal office address

Name	* Style / Title	Mr.		
		Day	Month	Year
	Date of Birth	0	8	03
		1	9	6
		0		
	Forename(s)	Philip Andrew		
	Surname	Clarke		
<input checked="" type="checkbox"/>	Address ††	Tesco House		
		Delamare Road		
	Post town	Cheshunt		
	County / Region	Hertfordshire	UK Postcode	E N 8 9 S L
	Country	England	Nationality	British
	Business occupation	Director		

Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

Directors In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, or Scottish firm, give the registered or principal office address

Name	* Style / Title	Mr.		
		Day	Month	Year
Date of Birth		2	3	11
Forename(s)		Gordon		
Surname		Fryett		
<input checked="" type="checkbox"/> Address ††		Tesco House		
		Delamare Road		
Post town		Cheshunt		
County / Region		Hertfordshire	UK Postcode	E N 8 9 S L
Country		England	Nationality	British
Business occupation		DIRECTOR		

* Voluntary details.

Directors In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, or Scottish firm, give the registered or principal office address

Name	* Style / Title	Mr.		
		Day	Month	Year
Date of Birth		1	0	17
Forename(s)		Andrew Thomas		
Surname		Higginson		
<input checked="" type="checkbox"/> Address ††		Tesco House		
		Delamare Road		
Post town		Cheshunt		
County / Region		Hertfordshire	UK Postcode	E N 8 9 S L
Country		England	Nationality	British
Business occupation		Finance Director		

Directors

Details of new directors must be notified on form 288a

Please list directors in alphabetical order.

Directors In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, or Scottish firm, give the registered or principal office address

Name	* Style / Title	Sir		
		Day	Month	Year
Date of Birth		2	8	201956
Forename(s)		Terence Patrick		
Surname		Leahy		
<input checked="" type="checkbox"/> Address ††		Tesco House		
		Delamare Road		
Post town		Cheshunt		
County / Region		Hertfordshire	UK Postcode	EN8 9SL
Country		United Kingdom	Nationality	British
Business occupation		Director		

* Voluntary details.

Directors In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, or Scottish firm, give the registered or principal office address

Name	* Style / Title	Mr.		
		Day	Month	Year
Date of Birth		2	3	2017957
Forename(s)		Timothy John Rollit		
Surname		Mason		
<input checked="" type="checkbox"/> Address ††		Tesco House		
		Delamare Road		
Post town		Cheshunt		
County / Region		Hertfordshire	UK Postcode	EN8 9SL
Country		England	Nationality	British
Business occupation		Director		

Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

Directors In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, or Scottish firm, give the registered or principal office address

Name	* Style / Title	Ms.		
		Day	Month	Year
Date of Birth		0	2	/ 0 1 / 1 9 5 3
Forename(s)		Lucy Jeanne		
Surname		Neville-Rolfe		
<input checked="" type="checkbox"/> Address ††		Tesco House		
		Delamare Road		
Post town		Cheshunt		
County / Region		Hertfordshire	UK Postcode	E N 8 9 S L
Country		United Kingdom	Nationality	British
Business occupation		Director		

* Voluntary details.

Directors In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, or Scottish firm, give the registered or principal office address

Name	* Style / Title	Mr		
		Day	Month	Year
Date of Birth		1	8	/ 0 3 / 1 9 5 7
Forename(s)		David Thomas		
Surname		Potts		
<input checked="" type="checkbox"/> Address ††		Tesco House		
		Delamare Road		
Post town		Cheshunt		
County / Region		Hertfordshire	UK Postcode	E N 8 9 S L
Country		United Kingdom	Nationality	Welsh
Business occupation		COMPANY DIRECTOR		

Issued share capital

Enter details of all the shares in issue at the date of this return.

Class
(e.g. Ordinary/Preference)

**Number of
shares issued**

**Aggregate
Nominal Value**

(i.e. Number of shares issued
multiplied by nominal value per
share, or total amount of stock)

A Preference Shares	259000000	£ 259,000,000.00
B Preference Shares	5000000	£ 5,000,000.00
Ordinary Shares	1320006000	£ 1,320,006,000.00
Totals	1584006000	£ 1,584,006,000.00

List of past and present shareholders

(Use attached schedule where appropriate)

A full list is required if one was not included with either of the last two returns.

There were no changes in the period



on paper

in another format

A list of changes is enclosed

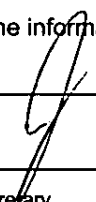


A full list of shareholders is enclosed

**Certificate**

I certify that the information given in this return is true to the best of my Knowledge and belief.

Signed



Date 25/11/2008

† Please delete as appropriate.

† a director / secretary

If you have signed the return send it with the fee to the Registrar of Companies. Cheques should be made payable to Companies House.

This return includes

continuation sheets

(enter number)

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

VICTORIA MARTIN

Tesco House, Delamare Road, Cheshunt, Hertfordshire, EN8 9SL

Tel 01992 644352

DX number

DX exchange

List of past and present shareholders Schedule to form 363a

CHFP029

Company Number 00519500

Company Name in full Tesco Stores Limited

- Changes to shareholders particulars or details of the amount of stock or shares transferred must be completed each year
- You must provide a "full list" of all the company shareholders on:
 - The company's first annual return following incorporation;
 - Every third annual return after a full list has been provided
- List the company shareholders in alphabetical or provide an index
- List joint shareholders consecutively

Shareholders' details	Class and number of shares or amount of stock held	Shares or amount of stock transferred (if appropriate)	
		Class and number of shares or amount of stock transferred	Date of registration of transfer
Name Tesco Holdings Limited _____ Address Tesco House, Delamare Road, Cheshunt, Hertfordshire _____ UK Postcode EN8 9SL	A Preference Shares 259000000		
Name Tesco Holdings Limited _____ Address Tesco House, Delamare Road, Cheshunt, Hertfordshire _____ UK Postcode EN8 9SL	B Preference Shares 5000000		
Name Tesco Holdings Limited _____ Address Tesco House, Delamare Road, Cheshunt, Hertfordshire _____ UK Postcode EN8 9SL	Ordinary Shares 1320006000		

Tesco Stores Limited - List of subsidiaries, associated undertakings and significant interests							
Name	Country of Incorporation	Class of Share	% of class of shares held by the immediate parent company	% of class of shares held by the group (if different from the parent company)			
Boscombe Residential Management Company Limited	England	Ordinary Shares	100				
Broughton Retail Park Nominee 1 Limited	England	Ordinary Shares	100				
Broughton Retail Park Nominee 2 Limited	England	Ordinary Shares	100				
Broughton Retail Park Nominee 3 Limited	England	Ordinary Shares	100				
Broughton Retail Park Nominee 4 Limited	England	Ordinary Shares	100				
Buyright (London) Ltd	England	Ordinary Shares	100				
Flitwick Pharmacies Limited	England	Ordinary Shares	100				
George E H Randall (Strood) Limited	England	Ordinary Shares	100				
Greenery International Limited	England	Non-Voting Ordinary Shares	100				
Halesworth SPV Limited	England	Ordinary Shares	100				
Homeplus Tesco., Limited	Korea	Common	43	86			
	Korea	Series 1 Preferred Shares	100	50			
	Korea	Series 2 Preferred Shares	100	100			
	Korea	Series 3 Preferred Shares	100	50			
	Korea	Series 4 Preferred Shares	100	100			
	Korea	Series 5 Preferred Shares	50	75			
Holmscroft H.C. Limited	Scotland	Ordinary Shares	10				
Honiton Wholesale Supplies Ltd	England	Ordinary shares	100				
J.E.Cohen & Company Limited	England	Ordinary Shares	100				
Latitude Management Company Limited	England	Ordinary Shares	0.95				
M. Copeland Limited	England	Ordinary Shares	100				
Motorcause Limited	England	Ordinary Shares	100				
New Clapton Stadium Company Limited	England	Ordinary Shares	100				
Nutri Centres Limited	England	Ordinary Shares	100				
Red & Green Limited	England	Ordinary Shares	100				
Sanders Supermarkets Limited	England	Non-voting Ordinary Shares	100				
	England	Ordinary Shares	100				
	England	Preference Shares	100				
Sarcon (No. 239) Limited	Northern Ireland	Ordinary Shares	100				
Seacroft Green Nominee 1 Limited	England	Ordinary Shares	100				
Seacroft Green Nominee 2 Limited	England	Ordinary Shares	100				
Shire Park Limited	England	Ordinary Shares	36.61				
Telegraph Properties (Kirkby) Limited	England	Ordinary Shares	100				
Tesco Dispensing Ltd	England	Ordinary Shares	100				
Tesco Distribution Limited	England	Ordinary Shares	100				
Tesco Employees' Share Scheme Trustees Limited	England	Ordinary Shares	50	100			
Tesco Kirkby (General Partner) Limited	England	Ordinary Shares	100				
Tesco Kirkby (Nominee 1) Limited	England	Ordinary Shares	100				
Tesco Kirkby (Nominee 2) Limited	England	Ordinary Shares	100				

Tesco Kirkby (Nominee Holdco) Limited	England	Ordinary Shares	100
Tesco Property Nominees (No.5) Limited	England	Ordinary Shares	100
Tesco Property Nominees (No.6) Limited	England	Ordinary Shares	100
Tesco Seacroft Limited	England	Ordinary Shares	100
The Tesco Crown LP	England	Capital Contribution	100
Waltham Abbey Developments Limited	England	Ordinary Shares	100
Weymouth Avenue (Dorchester) Limited	England	Ordinary Shares	100