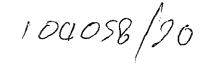


--- for the record ----Company Name

TESCO CARD SERVICES LIMITED 363s Annual Return



Company Type Private Company Limited By **Shares** Company Number 4012238 Information extracted from Companies House records on 14th May 2005

list of activity codes.

> Please check the details printed in blue on this statement.

> If any details are wrong, strike them through and write the correct details in the "Amended details" column.

> Please use black pen and write in capitals.

Section 1: Company details



Ref: 4012238/03/10					19/0//05	
		Current	details	Amended	details /	
wrong, s and fill in		Tesco Hou Delamare I Cheshunt Hertfordsh		Address	le	
If any of wrong, s and fill in	r of Members the details are trike them through n the correct details mended details"	Address w At Registe	here the Register is held ered Office	Address UK Postcod	, le	
Holders If any of wrong, s and fill in	r of Debenture the details are trike them through the correct details mended details"	Not Applicable		Address UK Postcod	<u></u>	
wrong, st and fill in		SIC Code 7484	Description Other business activities	SIC CODE	Description	
princi, "Ame	se enter additional ipal activity code(s) in ended details" column.					

Section 2: Details of Officers of the Company

		Current details	Amended details
>	Company Secretary If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.	Name Helen Jane O'KEEFE Address 35 Luxford Place Sawbridgeworth Hertfordshire CM21 9JB	Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723E of the Companies Act 1985. Address
	Particulars of a new Company Secretary must be notified on form 288a.		UK Postcode Date of change / / Date Helen Jane O'KEEFE ceased to be secretary (if applicable)
>	Director If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.	Name Martin John FIELD Address 42 Lygean Avenue Ware Hertfordshire SG12 7AR	Name Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Address TESCO HOUSE DELLIALE LOD CHESHUNT, HECTS
	Particulars of a new Director must be notified on form 288a.	Date of birth 28/02/1960 Nationality British Occupation Company Secretary	UK Postcode DNB 954 Date of birth 14 /05 / 1916 Nationality BLITCH Occupation DIRECTE Date of change 31 / 05 / 2005 Date Martin John FIELD ceased to be director (if applicable) 31 / 05 / 2005

Company Number - 4012238	Section 2: Details of Officers of the Company (continued)						
	Current details	Amended details					
> Director If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.	Name Lucy Jeanne NEVILLE ROLFE This is a service address for the beneficiary of a Confidentiality Order. Address Tesco House	Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723 of the Companies Act 1985.					
	Delamare Road Cheshunt Hertfordshire EN8 9SL	Address					
Particulars of a new Director	Date of birth 02/01/1953	UK Postcode					
must be notified on form	Nationality British	Nationality					
288a.	Occupation Company Director	Occupation Date of change / /					
		Date Lucy Jeanne NEVILLE ROLFE ceased to be director (if applicable)					

		Current details	Amended details				
>		Class of share	Class of share				
	This table shows the total	Ordinary					
	number of shares that have been issued by your company and their Nominal	Nominal value of each share £1.00	Nominal value of each share				
Value. If any of the details are wrong, please fill in the correct details.		Number of shares issued 10,000,000	Number of shares issued				
		Aggregate Nominal Value of issued shares	Aggregate Nominal Value of issued share				
		210,000,000,00					
	Total shares issued and value	Total number of shares issued 10,000,000	Total number of shares issued				
If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.		Total Nominal value of shares issued £10.000,000.00	Total Nominal value of shares issued				

> At the date of this Annual Return, if the company has altered or changed its share capital in any way or allotted new shares, please refer to the guidance notes for details of the appropriate form that should be sent with this Annual Return. Annual return guidance notes are available on the Companies House web site at www.companieshouse.gov.uk or by ringing 0870 3333636.

Section 4: Details of Shareholders

- > The details we hold on your company's shareholders and their shareholdings are printed below. These are based on your last Annual Return.
- > If any details have changed, or if any shares have been transferred, please fill in the details in the "Amended details" or "Shares transferred" column.
- > Please give details of any other shareholders in Section 5.

Current details		Amended detail	Shares transferred					
>	Shareholder Name TESCO PLC		Name			•		
		ļ	Address					
	Address Tesco House Delahare Road Cheshunt Hertfordshire				Shares t	transferred I DPLC	ру	
	EN8 9SL		UK Postcode					
	Shares held Class Ordinary	Number 10000000	Shares held Class	Number	Class	Number	Date of transfer	
	Orumary	10000000	L		<u>'</u>		//	

Section 5: Details of Other Shareholders

- > Please fill in details of any persons or corporate bodies who are shareholders of the company at the date of this return, but whose details are not printed in Section 4.
- Also, provide the details of any persons who became but have ceased to be shareholders of the company since the date of the last annual return.
- > For jointly held shares please list those joint shareholders consecutively on the form. If a joint shareholder also holds shares in their own right, list that holding separately.
- Please copy this page if there is not enough space to enter all the company's other shareholders.

Shareholders details	Class and number of shares or amount of stock held	Class and number of shares or amount of stock transferred (If appropriate)	registration
Name			
Address			
<u></u>			
UK Postcode			
Name			
Address		,	
<u> </u>			
UK Postcode			
Name			i
Address			
UK Postcode			
Name			
Address			;
UK Postcode			



363s Annual Return Declaration

When you have checked all the sections of this form, please complete this page and sign the declaration below.

> If you want to change the made up date of this annual return, please complete 2 below.

4	Der	dai		lio	
	- D/21	M P. I.	ez 1		41

1. Deciaration	
☐ I confirm that the details in this annual return a (shown at 2 below). I enclose the filing fee of	•
Signature (Director / Secretary)	Date 13 ,07 , 2005 This date must not be earlier than the return date at 2 below
What to do now	

Complete this page then send the whole of the Annual Return and the declaration to the address shown at 4 below.

2.	Date	of this	return	
				•

This AR is made up to 12/6/2005	If you are making this return up to an earlier date, please give the date here

Note: The form must be delivered to CH within 28 days of this date

3. Date of next return

If you wish to change your next retu	ır	n to) 6	a d	ate	ea	arlí	er	thar	12th	June	2006
please give the new date here:												
_		_	/	_	L.	1	<u></u>	_		_		

4. Where to send this form

Please return this form to:

Registrar of Companies		For members of the Hays Document
Companies House	OD	Exchange service
Crown Way	OR	DX 33050 Cardiff
Cardiff CF14 3UZ		

Have you enclosed the filing fee with the company number written on the reverse of the cheque?

Contact Address

You do not have to give any contact information below, 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.	
Contact Name KERPENG NICHOLAS	Telephone number inc code 01992 ~ 644840
Address	DX number if applicable
TEECO HOUSE	
Decemble 1000	DX exchange
CHESHUNT, HOOTS	<u> </u>
END 901	

Postcode

200 100 -