

Tesco Compensation Scheme (“the Scheme”)

Postal Claim Form – Entity shareholder claim

Use this claim form if you are an entity making a claim for share purchases only

Background information

Where can I find further information about the Scheme?

Please read Annex 2 to the Final Notice (“the Scheme Terms”) which outlines the terms of the Scheme carefully before you begin to complete this claim form, a copy is attached.

Also attached for your information is:

- *Frequently asked questions (“FAQs”)*
- *The Release*
- *Key defined terms used in the Scheme document and this claim form*

Who should make the claim?

If you bought Tesco shares between 29 August 2014 and 19 September 2014 (both dates inclusive) then you may possibly have a claim. Please refer to the Scheme Terms and FAQs to work out if you have a claim. You may also need to speak to your broker, if relevant, to confirm your transactions.

It is the beneficial owner of Tesco shares who is eligible to make the claim. The beneficial owner is the individual or legal entity with the ultimate right to receive any income from the shares (or part of it), and the ultimate right to the proceeds of the sale of the shares (or part of those proceeds).

If the transactions giving rise to the claim were held in a self-invested personal pension (SIPP) or any other trust structure, the trustee at the time the transactions were undertaken must bring the claim. If this applies to you and you are not the trustee, please do not submit a claim. Instead contact the trustee and inform them that you believe the SIPP or trust has a claim under the Scheme.

How long should it take to complete the claim form?

This claim form should take approximately 30 minutes to complete providing that you have all the relevant documents needed to hand.

Please maintain a copy of your completed claim form and supporting documents for your own records.

What other documents will I need to complete the claim form?

Along with this completed claim form, you are required to provide the following documentation:

- i) Proof of identification if you are an individual (a copy of one of either passport, driving licence or national identification card) or the authorised signatory list if you are claiming on behalf of an entity.
- ii) Copy of a bank statement for the bank account to which you would like any payment to be made. The bank account is required to be in the name of the claimant.
- iii) Proof of transactions, such as a broker statement, exchange report or physical share certificate. If broker statements are being provided they should cover the full period from 29 August 2014 to 19 September 2014. You may also provide further details of specific trades, such as trade confirmations.
- iv) Should a third party representative be executing the Notice of Acceptance and Release documents on your behalf, then documentation that confirms the third party's authority to sign and their identity will need to be provided.

Do not send original supporting documentation as these may not be returned. Copies are sufficient.

Following the submission of your claim form, the Administrator may request further documentation from you to allow the determination of your claim.

Online Portal:

Claims may alternatively be submitted online by visiting the Scheme website at www.kpmg.co.uk/tesco-scheme. The online claims portal route will result in your claim being processed more quickly. The online claims portal has also been designed to make the process as simple as possible for claimants, with help text and links to useful documents throughout. Claimants can also save and return to their claim form at any time. To be able to use the online claim portal you will need a mobile phone so that you are able to receive a one-time authorisation code each time you log in. The online claim portal has also been designed with high levels of accessibility support for people with disabilities.

Claim Submission Deadline:

Whether you choose to submit your claim online or by post, a completed claim form must be received by the Administrator by no later than 22 February 2018. If no claim is received by this date, the claimant will no longer be eligible for redress as part of this scheme. If you submit a claim form by post, you are responsible for the claim form being received by the Administrator and therefore may consider posting it in a manner that will enable you to prove the time of its receipt by the Administrator, for example, by registered post.

Key

- * Mandatory field
- Writing in italics* Help text/additional information
- Please tick if appropriate

Should you require assistance with completing this form or have any questions, please contact our helpline on UK Freephone 0808 1646 031/ US Freephone 1 833 253 5674/ International +44 (0) 203 554 0555.

If you require additional space to answer any of the questions, please attach separate pages and label the answers to the corresponding questions for this claim form.

PLEASE TYPE OR PRINT USING BLUE OR BLACK INK

Summary of the claim form

Section	Description	Page
	Scheme Eligibility Check	3
1	Information about the Claimant - Entity	4
2	Transaction Details - Shares	6
2.A	Tesco ordinary share purchases/sales	6
2.B	Shares - Related Transactions	7
3	Payment Details	8
4	Claimant's Confirmations	9

SCHEME ELIGIBILITY CHECK

Did you purchase Tesco shares between 29 August 2014 and 19 September 2014 (both dates inclusive)?*

- Yes *Please proceed as you may be entitled to make a claim.*
- No *You are not eligible for compensation under the Tesco Compensation Scheme. If you wish to read the terms of the Tesco Compensation Scheme please read the FCA Final Notice which is available on the FCA website <https://www.fca.org.uk/publication/final-notices/tesco-2017.pdf>*

SECTION 1: INFORMATION ABOUT THE CLAIMANT(S) – ENTITY

Is the claimant not an individual?*

Yes / No

Individual means a natural person who invests in shares or bonds on their own account or through an agency broker (please note this includes shares held through a Stocks & Shares ISA). Claimants who would not be an individual include any legal entity such as a company or partnership which is not an individual, including a trust (including a self-invested pension plan, a 'SIPP') or a company which has investments in shares or bonds for which there is a sole beneficiary.

If Yes, please complete the section below. If No, please complete the Individual – Shareholder claim form.

Instruction: Please provide information regarding the entity who is the beneficial owner(s) of the Tesco PLC Ordinary Shares in respect of which the claim is being made.

Entity Name*:

Please enter the full legal entity name

Has the entity's name changed since 19 September 2014?*

Yes / No

If Yes, please provide the entity's previous name:

.....

Please attach a copy of proof of the change in the entity's name: Complete / NA

Must be a valid notification of change of name as lodged with Companies House for UK entities or the equivalent body for overseas entities.

Entity Registered Address*:

.....

Postcode*:

Country*:

Correspondence address: (if different to the registered address)

.....

Postcode*:

Country*:



Has the correspondence address changed since 19 September 2014?* Yes / No

If Yes, please enter your correspondence address as at 19 September 2014:

Address:.....

Postcode:

Country:

Entity's Registration Number*:.....

Or an equivalent entity identification number if applicable.

Current country of tax residence*:

.....

This information is required as the Administrator must assess whether to withhold tax on interest payments in accordance with HMRC guidance.

What type of entity are you?*

Definitions are provided in the attached key definitions document. Please tick the relevant box below.

Company	<input type="checkbox"/>	UK Government Health Service Body	<input type="checkbox"/>
UK Registered Pension Scheme	<input type="checkbox"/>	UK Local Authority	<input type="checkbox"/>
Trust	<input type="checkbox"/>	Entity with UK sovereign immunity	<input type="checkbox"/>
Partnership	<input type="checkbox"/>	Other	<input type="checkbox"/>
UK Registered Charity	<input type="checkbox"/>		

Are you an Institutional Investor?* Yes / No

An Institutional investor means an entity which is, or is part of, a sovereign wealth fund, government, government agency, central bank, bank, insurer, investment company or investment partnership, asset manager or investment fund (including hedge funds, mutual funds and pension funds) that is in the business of investing in securities on its own account for profit and which invested on its own account in respect of the shares that are the subject of its claim under the Scheme.

Please confirm that you have attached an authorised signatory list to this form*:

An authorised signatory list of the entity claiming, including details of the signatory's powers. Should specimen signatures not be included within the list, then please also provide an identification document (passport, driving licence or national identity card) for each authorised signatory who, if applicable, is expected to execute the Notice of Acceptance and Release. Should a third party entity represent the claimant (e.g. fund manager, corporate director), please also provide formal supporting documentation of their authority and the authorised signatory list of the third party representative.

SECTION 2: TRANSACTION DETAILS - SHARES

2.A. Tesco ordinary share purchases/sales

Did you purchase Tesco shares between 29 August 2014 to 19 September 2014?*

Yes / No

Tesco PLC ordinary shares are listed on the London Stock Exchange. Trade date is the date the transaction is executed (as distinguished from the settlement date). Both 29 August 2014 and 19 September 2014 are inclusive. Do not include back-to-back (riskless principal) or agency transactions.

If Yes, please enter details of all Tesco ordinary shares purchased or sold from 19 August 2014 to 19 September 2014 below.

#	Date of Transaction (DD/MM/14)	Purchase or Sale?	Number of Shares	Broker Name who executed the transaction (if relevant)	Trade reference number (optional)	Account no. with Broker (if relevant)	Confirm this was an Eligible Transaction (please tick)
1							<input type="checkbox"/>
2							<input type="checkbox"/>
3							<input type="checkbox"/>
4							<input type="checkbox"/>
5							<input type="checkbox"/>
6							<input type="checkbox"/>
7							<input type="checkbox"/>
8							<input type="checkbox"/>
9							<input type="checkbox"/>
10							<input type="checkbox"/>
Total Net Relevant Share Purchase							
Principal share compensation at 24.5p per Net Relevant Share Purchase						£	.

Please attach a copy of proof of holdings, e.g. broker statements or share certificate*

Provide proof for the holdings over the entire period from 29 August 2014 to 19 September 2014 (you may therefore need to provide both your August 2014 and September 2014 statements/reports). This should be third party information and could include copies of broker statements, physical share certificates or depository / custody reports.

Please mark the attached item(s) "2.A - H" and tick here to confirm done

Please attach a copy of proof of transactions, e.g. trade confirmations or other third party transaction records

Provide proof for specific transactions adding the row number from the transaction table above that the evidence relates to. This should be third party information and could include copies of confirmations or daily exchange

Please mark the attached item(s) "2.A - T" and tick here to confirm done (if applicable)

2.B Shares - Related Transactions

Did you hold any Related Transactions for Tesco shares?*

Yes / No

A Related Transaction is defined in the Scheme. It broadly means any transactions that directly reference Tesco PLC ordinary shares if, on an aggregated basis, these transactions hedge or mitigate the economic effect on your Tesco PLC ordinary share position.

If Yes, please enter details of any Related Transactions that were entered into prior to 19 September 2014, and that were still open on 19 September 2014, which referenced Tesco PLC ordinary shares. If No, go to section 3.

#	Date of Transaction (DD/MM/YY)	Buy or sell?	Type of product ¹	Product description ²	Number of Referenced Shares ³	Broker name (if relevant)	Account no. with Broker (if relevant)
1							
2							
3							
4							
5							
Total net relevant share Related Transactions							
Principal compensation at 24.5p per net relevant share Related Transaction						£	.

¹ Type of product includes Future/Forward, Call Option, Put Option, CFD, Spread Bet, Other.

² Product description e.g. for a call option with a strike price of £3 due to expire on 30/09/2014, please provide in the form "Call 300 30/09/2014"; for a more complex product please provide a short identifying label allowing the Administrator to identify the transaction in the records provided.

³ Number of Referenced Shares. Please provide the number of Tesco PLC shares explicitly referenced by the transaction. For example, for 10 lots of a call option where each lot size is 100 Tesco PLC shares, the number of referenced shares is 1000. For leveraged positions (e.g. spread bets), the effective number of shares hedged should be entered.

Please attach a copy of proof of the Related Transactions above. This should be third party information and could include copies of confirmations or daily exchange reports.*

Please mark the attached item(s) "2.B – [row #]" and tick here to confirm done

Section 3: Payment Details

Payment will only be made into an account in the name of the claimant and not to a third party, other than in very limited circumstances – see FAQs for details.

The Administrator shall make compensation payments in GBP, being the currency that Tesco shares are denominated. For Tesco shares this is GBP. The Administrator is unable to perform foreign exchange related services.

Beneficiary Account Name <i>(Must be in the name of the claim holder)</i>	
Beneficiary Account Number or IBAN <i>(IBAN is Mandatory for payments to Europe. Account number for accounts in UK)</i>	
Beneficiary Bank Sort Code/Routing Code <i>(Sort Code is mandatory for payments to a UK bank account. ABA Routing Code for US banks)</i>	
Beneficiary Bank SWIFTBIC <i>(Mandatory for payments in EU and certain other countries)</i>	
Beneficiary Bank Name	
Beneficiary Bank Address	
Beneficiary Bank Country	
Additional Information <i>(Only applicable where recipient bank requires referencing for final credit of payment)</i>	

Please attach a copy of a recent bank statement for the beneficiary account detailed above.

Please mark the attached item(s) "3.A" and tick here to confirm done



Section 4: Confirmations

1. The claimant(s) confirm to the Administrator, Tesco PLC and Tesco Stores Limited (the **Confirmations**) that:
 - a) The claimant(s) is/are the beneficial owner of all of the Tesco PLC Ordinary Shares listed as having being purchased/sold between 29 August 2014 and 19 September 2014 in response to questions B.1 and B.2 of this claim form.
 - b) This claim form is true, correct, and complete, and that all documents submitted in connection with this claim are genuine and complete, any copies are true and complete copies of the original documents of which they purport to be a copy and that the original documents of which they purport to be a copy are genuine.
 - c) The claimant is not/ none of the claimants are:
 - i. a person who is the subject of criminal charges or a criminal conviction related to the trading statement published by Tesco PLC on 29 August 2014 (the **Trading Statement**);
 - ii. an assignee, heir, or controlled entity of any of the persons or entities described in (i) above;
 - iii. an assignee of another person's right to obtain compensation under the Scheme; or
 - iv. a person who has already settled claims against Tesco PLC in respect of the Trading Statement.
 - d) The claimant(s) has/have not submitted any other claim covering the same transactions and holdings in Tesco PLC Ordinary Shares and knows/know of no other person having done so on the claimant's/claimants' behalf.
 - e) The persons signing this claim form, if signing on behalf of a legal entity, possess all requisite power and authority to sign this claim form, and to do all other things necessary and appropriate in connection with the submission of this claim form.
- 2) The claimant(s) agrees/agree with the Administrator, Tesco PLC and Tesco Stores Limited:
 - a) To provide such additional information with respect to the claim as the Administrator may require;
 - b) To the Administrator's and its agents' use of any of the information provided in this claim form or in response to requests following this claim form (including, but not limited to, address, telephone number, brokerage account and trading information) to process all such data to verify the claimant's identity and to assess and determine the claim and for the proper administration of the Scheme as a whole; that processing may include the disclosure of the data in this claim form to any other person where that disclosure furthers such verification, assessment,

determination and/or administration, and may include the retention of data even after settling a claim, to allow ongoing verification, assessment, determination and administration;

- c) That, in carrying out its functions under the Scheme, the Administrator will make all determinations in good faith. However, neither the Administrator, its agents, nor its employees will owe any legal duty of any kind, including a duty of care, towards the claimant(s);
- d) That in the event that any of the Confirmations provided in paragraph (1) above are false, the claimant(s) will return to Tesco PLC any compensation payment that is made to it/them under the Scheme.
- e) That the claimant(s) will indemnify the Administrator, Tesco PLC and Tesco Stores Limited against all liabilities, costs, expenses, damages and losses incurred as a result of any false Confirmations provided by the claimant(s) in paragraph (1) above.
- f) That Tesco PLC and Tesco Stores Limited, together with their subsidiaries, affiliates, directors, officers, and former directors, officers and employees, owe no legal duty of any kind, including a duty of care, towards the claimant(s) in relation to the Scheme (save that, if the claimant(s) accept(s) an offer of compensation under the Scheme and sign(s) the Notice of Acceptance and the Release required in order to receive payment of that compensation under the terms of the Scheme, Tesco PLC will owe the claimant(s) a contractual duty to make the compensation payment (subject to the claimant(s) passing appropriate anti-money laundering and sanctions checks) and Tesco PLC and the claimant(s) will be entering into a contract on the terms of the Release).

Signature

Name in CAPITAL LETTERS

Date

Address of Signatory

Authority of Signatory

PLEASE SEND THE COMPLETED CLAIM FORM, ALONG WITH ALL SUPPORTING DOCUMENTATION TO:

**KPMG LLP
PO Box 74451
LONDON
E1W 9PB**

YOU ARE RESPONSIBLE FOR POSTAGE OF THE CLAIM FORM TO THE ADMINISTRATOR AND THE ADMINISTRATOR TAKES NO RESPONSIBILITY FOR CLAIM FORMS WHICH ARE LOST OR DAMAGED IN TRANSIT.

YOU SHOULD RETAIN A COPY OF THE COMPLETED CLAIM FORM FOR YOUR OWN RECORDS. DO NOT PROVIDE ORIGINAL SUPPORTING DOCUMENTS AS THESE MAY NOT BE RETURNED, COPIES ARE SUFFICIENT.