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The Tesco Board of Directors
on behalf of Tesco PLC
Tesco House, Shire Park,
Kestrel Way,
Welwyn Garden City,
AL7 1GA

5 February 2018

Dear Sirs

Tesco PLC (the "Company")

We hereby give our consent to the inclusion in the relevant Prospectus or Circular of the Company each dated 5 February 2018 (each an "Investment Circular") of our report relating to the pro forma financial information in Part IV of the Circular and Part 10 of the Prospectus in the form and context in which they are included, as shown in the final proof of the Investment Circular and being put on public display in accordance with:

- Annex I item 24 of Commission Regulation (EC) No 809/2004 (the "Prospectus Directive Regulation") (for the Prospectus)
- Annex I item 24 of Commission Regulation (EC) No 809/2004 (the "Prospectus Directive Regulation") (as applied by LR13 Ann 1R of the Listing Rules (for the Circular).

We also hereby authorise the contents of the report referred to above included in the Prospectus for the purposes of Prospectus Rule 5.5.3R(2)(f).

Our consent for our report included in the Prospectus is required by Annex I item 23.1 of the Prospectus Directive Regulation and is given solely for the purpose of complying with that provision and for no other purpose.

Our consent for our report included in the Circular is required by Listing Rule 13.4.1R(6) and is given solely for the purpose of complying with that provision and for no other purpose.

Our work has not been carried out in accordance with auditing or other standards and practices generally accepted in jurisdictions outside the United Kingdom, including the United States of America, and accordingly should not be relied upon as if it had been carried out in accordance with those standards and practices

Yours faithfully

Deloitte LLP

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