

THE FOLLOWING ANNOUNCEMENT IS BEING MADE PURSUANT TO THE REQUIREMENTS OF RULE 19.6(C) OF THE CITY CODE ON TAKEOVERS AND MERGERS (THE "CODE"), WHICH, INTER ALIA, REQUIRES A PARTY TO AN OFFER TO MAKE AN ANNOUNCEMENT AT THE END OF A PERIOD OF 12 MONTHS FROM THE DATE ON WHICH THE OFFER PERIOD ENDED CONFIRMING WHETHER IT HAS TAKEN, OR NOT TAKEN, THE COURSE OF ACTION SET OUT IN ITS STATED INTENTIONS.

5 March 2019

TESCO PLC

Rule 19.6(c) confirmation with respect to stated post-offer intentions with regard to Booker Group plc

Tesco PLC ("Tesco" or the "Company") announces that, further to the completion of its recommended share and cash merger with Booker Group plc, which was implemented by means of a Court-sanctioned scheme of arrangement under Part 26 of the Companies Act 2006, and which became effective on 5 March 2018, it has duly confirmed in writing to The Panel on Takeovers and Mergers in accordance with the requirements of Rule 19.6(c) of the Code that the Company has complied with its post-offer statements of intent made pursuant to Rules 2.7(c)(iv) and 24.2 of the Code, as originally detailed in its announcement of 27 January 2017 and the scheme document published on 5 February 2018.

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