

COMPANY HAVING A SHARE CAPITAL

Memorandum of Association of

Tesco Corporate Treasury Services PLC

Each subscriber to this Memorandum of Association wishes to form a company under the Companies Act 2006 and agrees to become a member of the company and to take at least one share.

Name of each subscriber

Authentication by each subscriber

TESCO PLC

TESCO PLC

TESCO HOLDINGS LIMITED

TESCO HOLDINGS LIMITED

Dated 29/7/2013