



Tesco Property Finance 1 plc

£ 430,650,000 Secured 7.6227 per cent. Bonds due 15 October 2039

Issuer and Partnership Quarterly Report for the period covering April 2016 - July 2016

IPD 28

Report Date	10-Oct-16
Loan Interest Payment Date	11-Oct-16
Calculation Date	10-Oct-16
Interest Payment Date	13-Oct-16

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Prepared by HSBC Bank plc acting as Cash Manager for and on behalf of Tesco Property Finance 1 plc, The Tesco Blue Limited Partnership, The Teesport Limited Partnership, Tesco Blue (Nominee 1) Limited, Tesco Blue (Nominee 2) Limited, Tesco Blue (GP) Limited and Teesport (GP) Limited.

1. Partnership Rent Account

Opening Balance			
		-	Cr
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
22-Jun-16	Rent Received	6,605,378.65	Cr
11-Oct-16	To Partnership Transaction Account	6,605,378.65	Dr
Closing Balance		0.00	Cr

2. Partnership VAT Account

Opening Balance			
		1,373,564.48	Cr
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
25-Jul-16	HMRC	1,297,598.51	Dr
28-Sep-16	Tesco	1,321,075.76	Cr
11-Oct-16	To Partnership Account	-	Dr
Closing Balance		1,397,041.73	Cr

3. Partnership Transaction Account

Opening Balance			
		400,000.00	Cr
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
07-Oct-16	Credit Interest on Partnership Accounts	305.46	Cr
11-Oct-16	Credit from Partnership Rent Account	6,605,378.65	Cr
11-Oct-16	Partnership Swap	948,522.91	Cr
11-Oct-16	Security Trustee Fee	1,500.00	Dr
11-Oct-16	Expenses	0.00	Dr
11-Oct-16	Ongoing Fee	40,726.86	Dr
11-Oct-16	Partnership Debt	6,165,231.60	Dr
11-Oct-16	Loan Advance	0.00	Cr
11-Oct-16	Partnership Debt Principal	1,616,151.32	Dr
11-Oct-16	Property Pool Manager Fee	0.00	Dr
11-Oct-16	To Partnership Distribution Account	97,380.29	Dr
11-Oct-16	Interpartnership Loan Principal	366,783.05	Cr
Closing Balance		400,000.00	Cr

4. General Partner Corporation Tax Reserve Account

Opening Balance			
		0.00	Cr
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
Closing Balance		0.00	Cr

4A. Partnership Expenses Reserve Ledger - Max GBP 400,000.00

	Opening Balance	400,000.00	
	Balance	400,000.00	Cr

5. Partnership Pre-Enforcement Priority of Payments

Date		Funds Paid Out of account (£)	Funds Received into account (£)
11-Oct-16	Partnership Available Funds		
	a Rental Income		6,605,378.65
	b Principal from Teesport Partnership pursuant to Interpartnership Loan		366,783.05
	c Funds from Issuer under Partnership Swaps		7,414,677.67
	d Received from Issuer Holdco Teesport Gen Partner or Tessport JPUT		-
	e From Partnership VAT Account		
	f From Partnership Disposal Proceeds Account		
	g From Partnership Insurance Proceeds Account		
	h Interest received by the Partnership Accounts and Rent Account		305.46
	i Eligible Investment Earnings by Partnership		
	j Teesport Indirect Interest as notified by Teesport GP or Teesport JPUT		
	k Advance under Committed Subordinated Loan Agreement		
	l Net proceeds of a CPO Disposal or a Mortgage Property		
	m Net proceeds of a disposal of a Mortgage Property		
	n Any net proceeds of a disposal of the Teesport Indirect Interest		
	o Any other sums standing to the credit of the Partnership Transaction Ac		-
	Partnership Pre-Enforcement Priority of Payments		
	a Partnership Security Trustee Fees	1,500.00	
	b Issuer Security Trustee Fee, Bond Trustee , Issuer Operating Fee, Issuer Profit (Ongoing Partnership Facility Fee)	36,650.10	
	c Partnership Operating Expenses	-	
	c Teesport JPUT Trustee Operating Expenses	-	
	d Partnership Operator Fee	-	
	d Property Advisor Fee	-	
	d Nominees Corporate Services Provider Fee	-	
	d Nominees Holdco Corporate Services Provider Fee	-	
	d Depot Propco Corporate Services Provider Fee	-	
	d Nominees Side Letter payments	-	
	d Nominees Holdco Side Letter payments	-	
	d Account Bank Fee	-	
	d Cash Manager Fee	-	
	d Account Bank, PPA CM, Issuer CSP Fee (Ongoing Partnership Facility Fee)	4,076.76	
	d Headlease payment	-	
	e Partnership Expenses Ledger payment	-	
	f Partnership Debt Interest	6,165,231.60	
	f Partnership Swap payment	6,466,154.76	
	g Interpartnership Loan Advance	-	
	g Partnership Debt Principal	1,616,151.32	
	h Partnership Swap Termination Amount	-	
	i Property Pool Manager Fee	-	
	j Partnership Expenses Ledger payment	-	
	k Alteration Adjustment Rent	-	
	k Substitution Adjustment Rent	-	
	l Committed Subordinated Loan payment	-	
	m Remaining Partnership Loan Notes payment	-	
	n Partnership Distribution Account	97,380.29	
	Totals	14,387,144.83	14,387,144.83

6. Teesport Rent Account

	Opening Balance		0.00 Cr
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
28-Sep-16	Rent Received	1,560,475.94	Cr
11-Oct-16	Transfer to Transaction Account.	1,560,475.94	Dr
	Closing Balance		0.00 Cr

7. Teesport VAT Account

Opening Balance		319,245.67	Cr
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
25-Jul-16	VAT Payment	312,095.19	Dr
28-Sep-16	VAT Funding	312,095.19	Cr
Closing Balance		319,245.67	Cr

8. Teesport Transaction Account

Opening Balance		99,726.39	Cr
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
07-Apr-16	Credit Interest	88.79	Cr
11-Oct-16	Credit from Teesport Partnership Rent Account	1,560,475.94	Cr
11-Oct-16	Transfer from VAT	-	Cr
11-Oct-16	Swaps	225,529.47	Cr
11-Oct-16	Security Trustee Fee	8,299.90	Dr
11-Oct-16	Expenses	923.24	Dr
11-Oct-16	Loan Interest and Principal	1,396,198.23	Dr
11-Oct-16	Teesport Partnership Distribution	13,616.17	Dr
11-Oct-16	Interpartnership Loan Principal	366,783.05	Dr
Closing Balance		100,000.00	Cr

9. Teesport General Partner Corporation Tax Reserve Account

Opening Balance		0.00	Cr
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
Closing Balance		0.00	Cr

Teesport Partnership Expenses Reserve Ledger - Max GBP 100,000.00

DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
11-Oct-16	Ledger Receipts to date	100,000.00	
		-	
Balance		100,000.00	Cr

10. Development Reserve Account

Opening Balance		0.00	Cr
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
Closing Balance		0.00	Cr

11. Teesport Partnership Pre-Enforcement Priority of Payments

Date		Funds Paid Out of account (£)	Funds Received into account (£)
11-Oct-16	Teesport Partnership Available Funds		
	a Rental Income		1,560,475.94
	b Advance from Partnership to the Teesport Partnership per Interpart Loan		-
	c Funds from Issuer under Teesport Partnership Swaps		1,762,981.28
	d From Teesport Partnership VAT Account		-
	e From Teesport Partnership Disposal Proceeds Account		-
	f From Teesport Partnership Insurance Proceeds Account		-
	g Interest received by the Teesport Partnership Accounts and Rent Account		88.79
	h Eligible Investment Earnings by Teesport Partnership		-
	i Advance under Committed Subordinated Loan Agreement		-
	j Net proceeds of a CPO Disposal or a Mortgage Property		-
	k Net proceeds of a disposal of Teesport Distribution Centre		-
	l Any other sums standing to the credit of the Teesport Partnership		-
	m Transaction Ac		-
	Teesport Partnership Pre-Enforcement Priority of Payments		
	a Partnership Security Trustee Fees	-	
	b Issuer Security Trustee Fee, Bond Trustee Fee Issuer Operating Fee, Issuer Profit (Ongoing Teesport Partnership Facility Fee)	8,299.90	
	c Teesport Partnership Operating Expenses	-	
	d Teesport Partnership Operator Fee	-	
	d Property Advisor Fee	-	
	d Nominees Corporate Services Provider Fee	-	
	d Nominees Holdco Corporate Services Provider Fee	-	
	d Nominees Side Letter payments	-	
	d Nominees Holdco Side Letter payments	-	
	d Account Bank Fee	-	
	d Cash Manager Fee	-	
	d Issuer/Issuer Holdco CSP Fee, Paying Agent Account Bank, Cash Manager (Ongoing Teesport Partnership Facility Fee)	923.24	
	d Teesport Distribution Centre Ground Rent payment	-	
	e Teesport Partnership Loan Interest	1,396,198.23	
	e Teesport Partnership Swap payment	1,537,451.81	
	f Teesport Partnership Loan Principal	-	
	f Interpartnership Loan Principal	366,783.05	
	g Teesport Partnership Swap Termination Amount	-	
	h Property Pool Manager Fee	-	
	i Teesport Partnership Expenses Ledger payment	273.61	
	j Alteration Adjustment Rent	-	
	j Substitution Adjustment Rent	-	
	k Committed Subordinated Loan payment	-	
	l Teesport Partnership Distribution Account	13,616.17	
	Totals	3,323,546.01	3,323,546.01

12. Issuer Transaction Account

12. Issuer Transaction Account			
Opening Balance		243,987.49	Cr
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
07-Apr-16	Credit interest	102.16	Cr
11-Oct-16	Swap	1,174,052.38	Dr
11-Oct-16	Swap	1,174,052.38	Cr
13-Oct-16	Loan and Debt Payments	9,177,581.15	Cr
13-Oct-16	Ongoing Fees	43,700.00	Cr
13-Oct-16	Fees of the Issuer	43,700.00	Dr
13-Oct-16	Bond Payments	9,177,581.01	Dr
13-Oct-16	Issuer Profit (received as part of Ongoing Fee)	6,250.00	Cr
Closing Balance		250,339.79	Cr

13. Issuer Pre-Enforcement Priority of Payments

Date		Funds Paid Out of account (£)	Funds Received into account (£)
13-Oct-16	Issuer Available Funds		
	a Funds due to Issuer under Partnership Swap Agreement		6,466,154.76
	b Amounts due to Issuer in respect of Partnership Debt		7,781,382.92
	b Ongoing Partnership Facility Fee		40,726.86
	c Funds Due to Issuer under Teesport Partnership Swap Agreement		1,537,451.81
	d All amounts payable to Issuer in respect of Teesport Partnership Loan		1,396,198.23
	d Ongoing Teesport Partnership Facility Fee		9,223.14
	e Any amount due to Issuer under Issuer Swap Agreement		9,177,658.95
	f Interest Received by Issuer on Transaction Account		102.16
	g Eligible Investment Earnings		
	Issuer Pre-Enforcement Priority of Payments		
	a Bond Trustee Fee	1,200.00	
	a Issuer Security Trustee Fee	1,500.00	
	b Issuer Operating Expenses (Reserved)	36,000.00	
	b Issuer Profit	6,250.00	
	c Issuer/Issuer Holdco Corporate Services Provider Fee	-	
	c Paying Agent Fee	500.00	
	c Account Bank Fee	750.00	
	c Cash Manager Fee	3,750.00	
	d Bond Interest	7,561,430.01	
	d Bond Principal	1,616,151.00	
	d Issuer Swap Provider	8,003,606.57	
	d Partnership Swap payment	7,414,677.67	
	d Teesport Partnership Swap payment	1,762,981.28	
	e Issuer Swap Subordinated Amounts	-	
	f Issuer Partnership Swap Termination Amount	-	
	f Issuer Teesport Partnership Swap Termination Amount	-	
	g Issuer Transaction Account	102.30	
	Totals	26,408,898.83	26,408,898.83

14. Note Information

Listing	Irish Stock Exchange
<u>Original Rating</u>	
Moody's	A3
Standard and Poor's	A-
Fitch	A-
Offered Date	25-Jun-09
Expected Maturity	13-Apr-39
Issue Amount	£430,650,000
ISIN code	XS0425412227
Interest Rate	7.6227%
Current Factor	0.921362747010333
Next Factor	0.917609929176826

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