



## 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 October 2015 - Jan 2016

IPD 26

Report Date	07-Jan-16
Loan Interest Payment Date	11-Jan-16
Calculation Date	07-Jan-16
Interest Payment Date	13-Jan-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 69601986**

Opening Balance		0.00 Cr	
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
23-Dec-15	Rent Received	6,521,541.17	Cr
11-Jan-16	To Partnership Transaction Account	6,521,541.17	Dr
Closing Balance		0.00 Cr	

**2. Partnership VAT Account 69601943**

Opening Balance		1,398,004.95 Cr	
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
29-Oct-15	HMRC	1,303,772.15	Dr
23-Dec-15	Rent	1,304,308.25	Cr
11-Jan-16	To Partnership Account	-	Dr
Closing Balance		2,702,313.20 Cr	

**3. Partnership Transaction Account 69601935**

Opening Balance		332,677.56 Cr	
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
07-Jan-16	Credit Interest on Partnership Accounts	920.86	Cr
11-Jan-16	Credit from Partnership Rent Account	6,521,541.17	Cr
11-Jan-16	Partnership Swap	1,030,686.26	Cr
11-Jan-16	Transfer from VAT	0.00	Cr
11-Jan-16	Security Trustee Fee	1,500.00	Dr
11-Jan-16	Expenses	1,815.75	Dr
11-Jan-16	Ongoing Fee	13,000.77	Dr
11-Jan-16	Partnership Debt	6,254,214.58	Dr
11-Jan-16	Loan Advance	-	Cr
11-Jan-16	Partnership Debt Principal	1,527,168.34	Dr
11-Jan-16	Property Pool Manager Fee	36,550.75	Dr
11-Jan-16	Interpartnership Loan Principal	366,783.05	Cr
Closing Balance		418,358.71 Cr	

**4. General Partner Corporation Tax Reserve Account 69601978**

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**

DATE			
	Ledger Receipts to date	332,677.55	
11/01/2016		6,250.00	
07/01/2016		61,072.45	
Balance		400,000.00	Cr

**5. Partnership Pre-Enforcement Priority of Payments**

Date		Funds Paid Out of account (£)	Funds Received into account (£)
11-Jan-16	<b>Partnership Available Funds</b>		
	a Rental Income		6,521,541.17
	b Principal from Teesport Partnership pursuant to Interpartnership Loan		366,783.05
	c Funds from Issuer under Partnership Swaps		7,414,677.67
	d Recived from Issuer Holdco Teesport Gen Partner or Tessport JPUT		0.00
	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		920.86
	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		0.00
	<b>Partnership Pre-Enforcement Priority of Payments</b>		
	a Partnership Security Trustee Fees	1,500.00	
	b Issuer Security Trustee Fee, Bond Trustee , Issuer Operating Fee, Issuer Profit (Ongoing Partnership Facility Fee)	7,316.63	
	c Partnership Operating Expenses	839.21	
	c Teesport JPUT Trustee Operating Expenses	0.00	
	d Partnership Operator Fee	0.00	
	d Property Advisor Fee	-	
	d Nominees Corporate Services Provider Fee	0.00	
	d Nominees Holdco Corporate Services Provider Fee	0.00	
	d Depot Propco Corporate Services Provider Fee	976.54	
	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)	5,684.14	
	d Headlease payment	-	
	e Partnership Expenses Ledger payment	6,250.00	
	f Partnership Debt Interest	6,254,214.58	
	f Partnership Swap payment	6,383,991.41	
	g Interpartnership Loan Advance	0.00	
	g Partnership Debt Principal	1,527,168.34	
	h Partnership Swap Termination Amount	-	
	i Property Pool Manager Fee	36,550.75	
	j Partnership Expenses Ledger payment	61,072.45	
	k Alteration Adjustment Rent	-	
	k Substitution Adjustment Rent	-	
	l Committed Subordinated Loan payment	-	
	m Remaining Partnership Loan Notes payment	-	
	n Partnership Distribution Account	18,358.70	
	<b>Totals</b>	<b>14,303,922.75</b>	<b>14,303,922.75</b>

**6. Teesport Rent Account 69601994**

DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
	Opening Balance		0.00 Cr
23-Dec-15	Rent Received	1,540,669.90	Cr
11-Jan-16	Transfer to Transaction Account.	1,540,669.90	Dr
	Closing Balance		0.00 Cr

7. Teesport VAT Account 69602019			
Opening Balance		313,454.46 Cr	
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
29-Oct-15	VAT Payment	308,133.98	Dr
23-Dec-15	VAT Funding	308,133.98	Cr
Closing Balance		313,454.46 Cr	

8. Teesport Transaction Account 69602000			
Opening Balance		99,999.98 Cr	
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
07-Jan-16	Credit Interest	287.29	Cr
11-Jan-16	Credit from Teesport Partnership Rent Account	1,540,669.90	Cr
11-Jan-16	Transfer from VAT	-	Cr
11-Jan-16	Swaps	245,065.37	Cr
11-Jan-16	Security Trustee Fee	1,633.37	Dr
11-Jan-16	Expenses	3,959.94	Dr
11-Jan-16	Loan Interest and Principal	1,396,198.23	Dr
11-Jan-16	Teesport Partnership Distribution	17,447.97	Dr
11-Jan-16	Interpartnership Loan Principal	366,783.05	Dr
Closing Balance		99,999.98 Cr	

9. Teesport General Partner Corporation Tax Reserve Account 69602035			
Opening Balance		0.00 Cr	
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
Closing Balance		0.00 Cr	

9A. Teesport Partnership Expenses Reserve Ledger - Max GBP 100,000.00			
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
11/01/2016	Ledger Receipts to date	100,000.00	
		-	
Balance		100,000.00	Cr

10. Development Reserve Account 69602043			
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-Jan-16	<b>Teesport Partnership Available Funds</b>  a Rental Income b Advance from Partnership to the Teesport Partnership per Interpart Loan c Funds from Issuer under Teesport Partnership Swaps 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 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 Transaction Ac		1,540,669.90 0.00 1,762,981.28 - - - 287.29 - - - - - 0.00
	<b>Teesport Partnership Pre-Enforcement Priority of Payments</b>  a Partnership Security Trustee Fees b Issuer Security Trustee Fee, Bond Trustee Fee Issuer Operating Fee, Issuer Profit (Ongoing Teesport Partnership Facility Fee) 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) d Teesport Distribution Centre Ground Rent payment e Teesport Partnership Loan Interest e Teesport Partnership Swap payment f Teesport Partnership Loan Principal f Interpartnership Loan Principal g Teesport Partnership Swap Termination Amount h Property Pool Manager Fee i Teesport Partnership Expenses Ledger payment j Alteration Adjustment Rent j Substitution Adjustment Rent k Committed Subordinated Loan payment l Teesport Partnership Distribution Account	- 1,633.37 2,691.00 0.00 - - - - - - - 1,268.94 - 1,396,198.23 1,517,915.91 0.00 366,783.05 - - 0.00 - - - 17,447.97	
	<b>Totals</b>	3,303,938.47	3,303,938.47

**12. Issuer Transaction Account 69601927**

Opening Balance		229,791.51	Cr
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
07-Jan-16	Credit interest	123.87	Cr
20-Nov-15	HMRC	5,000.00	Dr
13-Jan-16	Swap	-	Dr
13-Jan-16	Loan and Debt Payments	9,177,581.15	Cr
13-Jan-16	Ongoing Fees	9,653.08	Cr
13-Jan-16	Fees of the Issuer	4,653.08	Dr
13-Jan-16	Bond Payments	9,177,580.97	Dr
13-Jan-16	Issuer Profit	6,250.00	Cr
Closing Balance		236,165.56	Cr

**13. Issuer Pre-Enforcement Priority of Payments**

Date		Funds Paid Out of account (£)	Funds Received into account (£)
13-Jan-16	<b>Issuer Available Funds</b>		
	a Funds due to Issuer under Partnership Swap Agreement		6,383,991.41
	b Amounts due to Issuer in respect of Partnership Debt		7,781,382.92
	b Ongoing Partnership Facility Fee		13,000.77
	c Funds Due to Issuer under Teesport Partnership Swap Agreement		1,517,915.91
	d All amounts payable to Issuer in respect of Teesport Partnership Loan		1,396,198.23
	d Ongoing Teesport Partnership Facility Fee		2,902.31
	e Any amount due to Issuer under Issuer Swap Agreement		9,177,658.95
	f Interest Received by Issuer on Transaction Account		123.69
	g Eligible Investment Earnings		-
	<b>Issuer Pre-Enforcement Priority of Payments</b>		
	a Bond Trustee Fee	1,200.00	
	a Issuer Security Trustee Fee	1,500.00	
	b Issuer Operating Expenses (Reserved)	0.00	
	b Issuer Profit	6,250.00	
	c Issuer/Issuer Holdco Corporate Services Provider Fee	1,953.08	
	c Paying Agent Fee	500.00	
	c Account Bank Fee	750.00	
	c Cash Manager Fee	3,750.00	
	d Bond Interest	7,650,412.97	
	d Bond Principal	1,527,168.00	
	d Issuer Swap Provider	7,901,907.32	
	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	123.87	
	<b>Totals</b>	<b>26,273,174.18</b>	<b>26,273,174.18</b>

## 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	0.932205350052247
Next Factor	0.928659157088123

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