



Tesco Property Finance 2 plc

£ 564,500,000 Secured 6.0517 per cent. Bonds due 13 October 2039

Issuer and Partnership Quarterly Report for the period covering April 2017 to July 2017

IPD 31

Report Date	06-Jul-17
Loan Interest Payment Date	10-Jul-17
Calculation Date	06-Jul-17
Interest Payment Date	13-Jul-17

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Prepared by HSBC Bank plc acting as Cash Manager for and on behalf of Tesco Property Finance 2 plc,
The Tesco Atrato Limited Partnership,

1. Partnership Rent Account

Opening Balance		5,000.14 Cr	
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
22-Jun-17	Rent	9,093,970.75	Cr
10-Jul-17	To Partnership Transaction Account	9,093,970.75	Dr
Closing Balance		<u>5,000.14 Cr</u>	

2. Partnership VAT Account

Opening Balance		1,993,838.89 Cr	
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
27-Apr-17	VAT Payment	1,813,065.72	Dr
22-Jun-17	VAT Funding	1,818,794.15	Cr
Closing Balance		<u>1,999,567.32 Cr</u>	

3. Partnership Transaction Account

Opening Balance		292,799.72 Cr	
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
10-Jul-17	Transfer from Rent	9,093,970.75	Cr
10-Jul-17	Trustee Fee	1,500.00	Dr
10-Jul-17	Ongoing Fee	24,252.55	Dr
10-Jul-17	Expenses	9,893.72	Dr
10-Jul-17	Partnership Swap payment	1,321,545.38	Cr
10-Jul-17	Partnership Debt	10,258,558.61	Dr
10-Jul-17	Property Pool Manager Fee	121,311.25	Dr
Closing Balance		<u>292,799.72 Cr</u>	

4. General Partner Corporation Tax Reserve Account

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

5. Partnership Pre-Enforcement Priority of Payments

Date		Funds Paid Out of account (£)	Funds Received into account (£)
10-Jul-17	Partnership Available Funds		
	a Rental Income		9,093,970.75
	b Funds from Issuer under Partnership Swaps		10,258,582.98
	c From Partnership VAT Account		-
	d From Partnership Disposal Proceeds Account		-
	e From Partnership Insurance Proceeds Account		-
	f Interest received by the Partnership Accounts and Rent Account		-
	g Eligible Investment Earnings by Partnership		-
	h Advance under Committed Subordinated Loan Agreement		-
	i Net proceeds of a CPO Disposal or a Mortgage Property		-
	j Net proceeds of a disposal of a Mortgage Property		-
	k 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, operating expenses of the Issuer (Ongoing Partnership Facility Fee)	2,700.00	
	c Partnership Operating Expenses excluding GP UK Tax	-	
	d Partnership Operator Fee	857.63	
	d Property Advisor Fee (Annual 25 K Jan)	-	
	d Nominees Corporate Services Provider Fee	-	
	d Nominees Holdco Corporate Services Provider Fee	9,036.09	
	d Nominees Side Letter payments	-	
	d Nominees Holdco Side Letter payments	-	
	d Account Bank Fee	-	
	d Cash Manager Fee	-	
	d Issuer Account Bank, PPA CM, CSP Fee (Ongoing Partnership Facility Fee)	20,802.55	
	d Headlease payment	-	
	e Partnership Expenses Ledger payment	-	
	f Partnership Debt Interest	7,602,934.61	
	f Partnership Swap payment	8,937,037.60	
	g Partnership Debt Principal	2,655,624.00	
	Issuer Partnership Swap Termination Amount (Ongoing Partnership Facility Fee)	750.00	
	i Partnership Swap Termination Amount	-	
	j Property Pool Manager Fee	121,311.25	
	k Partnership Expenses Ledger payment	-	
	l Alteration Adjustment Rent	-	
	m Committed Subordinated Loan payment	-	
	n Partnership Distribution Account	-	
	Totals	19,352,553.73	19,352,553.73

Expense Reserve Ledger - Max GBP 500,000.00

	Opening Balance	292,799.72	Cr
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
	Expense ledger top-up	-	CR
	Closing Balance	292,799.72	Cr

6. Issuer Transaction Account

Opening Balance		79,950.96	Cr
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
10-Jul-17	Swaps Receipts	1,321,545.38	Cr
13-Jul-17	Partnership Debt	10,258,558.61	Cr
13-Jul-17	Swap Pays	1,321,545.38	Dr
13-Jul-17	Ongoing Fee	23,502.55	Cr
13-Jul-17	HSBC Fee	7,700.00	Dr
13-Jul-17	Issuer Operating Expenses	-	Dr
13-Jul-17	Issuer Profit (paid as part of Ongoing Fee)	750.00	Cr
13-Jul-17	Notes	10,258,558.60	Dr
13-Jul-17	Issuer/Issuer Holdco Corporate Services Provider Fee	15,802.55	Dr
Closing Balance		80,700.97	Cr

7. Issuer Pre-Enforcement Priority of Payments

Date		Funds Paid Out of account (£)	Funds Received into account (£)
13-Jul-17	Issuer Available Funds		
	a Funds due to Issuer under Partnership Swap Agreement		8,937,037.60
	b Amounts due to Issuer in respect of Partnership Loan		10,282,811.16
	c Any amount due to Issuer under Issuer Swap Agreement		10,258,582.98
	d Interest Received by Issuer on Transaction Account		-
	e 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	-	
	c Issuer/Issuer Holdco Corporate Services Provider Fee	15,802.55	
	c Paying Agent Fee	500.00	
	c Account Bank Fee	750.00	
	c Cash Manager Fee	3,750.00	
	d Bond Interest	7,602,934.60	
	d Bond Principal	2,655,624.00	
	d Issuer Swap Provider	8,937,037.60	
	d Partnership Swap payment	10,258,582.98	
	e Issuer Profit	750.00	
	f Swap Subordinated Amounts	-	
	g Issuer Partnership Swap Termination Amount	-	
	h Issuer Transaction Account	-	
	Totals	29,478,431.73	29,478,431.74

8. Note Information

Listing Irish Stock Exchange

Original Rating

Moody's	A3
Standard and Poor's	A-
Fitch	A-
Offered Date	23-Sep-09
Expected Maturity	13-Oct-39
Issue Amount	£564,500,000
ISIN code	XS0347919028
Interest Rate	6.0517%
Current Factor	0.885520869796280
Next Factor	0.880745312666076

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