



Tesco Property Finance 6 plc

£ 493,400,000 Secured 5.4111 per cent. Bonds due 13 July 2044

Issuer and Partnership Quarterly Report for the period covering July 2013 to October 2013

IPD 3

Report Date	09-Oct-13
Loan Interest Payment Date	10-Oct-13
Calculation Date	08-Oct-13
Interest Payment Date	14-Oct-13

Contents of the Report:

- 1 **Partnership Rent Account**
- 2 **Partnership Disposal Proceeds Account**
- 3 **Partnership Insurance Proceeds Account**
- 4 **Partnership VAT Account**
- 5 **Partnership Transaction Account**
- 6 **Gateshead Development Reserve Account**
- 7 **Sunderland Development Reserve Account**
- 8 **West Bromwich Development Reserve Account**
- 9 **General Partner Corporation Tax Reserve Account**
- 10 **General Partner VAT Transaction Account**
- 11 **Partnership Pre-Enforcement Priority of Payments**
- 12 **Issuer Transaction Account**
- 13 **Issuer Pre-Enforcement Priority of Payments**
- 14 **Bond Information**

Prepared by HSBC Bank plc acting as Cash Manager for and on behalf of Tesco Property Finance 6 plc, The Tesco Dorney Limited Partnership, Tesco Dorney (Nominee 1) Limited, Tesco Dorney (Nominee 2) Limited and Tesco Dorney (GP) Limited.

1. Partnership Rent Account 73763809

Opening Balance		4,077.06 Cr	
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
30-Apr-13	REVERSAL	356,708.00	Dr
30-Apr-13	REERSAL	356,708.00	Cr
01-May-13	Credit Interest	79.66	Cr
09-May-13	Tax Refund	0.05	Cr
09-May-13	Tax Refund	19.22	Cr
03-Jun-13	Credit Interest	0.57	Cr
19-Jun-13	Tesco Rent	3,993,987.39	Cr
01-Jul-13	Credit Interest	154.95	Cr
10-Jul-13	To Partnership Transaction Account	3,993,987.39	Dr
01-Aug-13	Credit Interest	129.30	Cr
02-Sep-13	Credit Interest	0.59	Cr
25-Sep-13	Tesco Rent	2,550,226.50	Cr
27-Sep-13	Tesco Rent	35,213.87	Cr
27-Sep-13	Tesco Rent	845,132.88	Cr
01-Oct-13	Credit Interest	67.40	Cr
03-Oct-13	Tesco Rent	1,827,585.00	Cr
10-Oct-13	To Partnership Transaction Account	5,258,158.25	Dr
	Closing Balance	4,528.80	Cr

2. Partnership Disposal Proceeds Account

3. Partnership Insurance Proceeds Account

4. Partnership VAT Account 73763511

Opening Balance		0.00 Cr	
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
13-Feb-13	VAT Funding	181,365.15	Cr
10-Apr-13	Vat on Rent (From Rent Account)	356,708.00	Cr
30-Apr-13	Reversal (Vat on rent)	356,708.00	Dr
24-May-13	HMRC	13,251.79	Dr
19-Jun-13	Tesco	683,395.53	Cr
08-Jul-13	Tesco	115,401.94	Cr
20-Aug-13	Vat Payment	850.00	Dr
20-Aug-13	Vat Payment	683,395.53	Dr
23-Aug-13	HMRC Payment	114,451.94	Dr
25-Sep-13	Tesco	510,045.30	Cr
27-Sep-13	Tesco	176,069.35	Cr
03-Oct-13	Tesco	365,517.00	Cr
	Closing Balance	1,219,745.01	Cr

5. Partnership Transaction Account 73763538

Opening Balance		3,049,603.59 Cr	
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
08-Oct-13	Credit Interest	1,122.26	Cr
10-Oct-13	Transfer from Rent	5,258,158.25	Cr
10-Oct-13	Trustee Fee	1,500.00	Dr
10-Oct-13	Ongoing Fee	21,200.75	Dr
10-Oct-13	Expenses	4,204.50	Dr
10-Oct-13	Partnership Swap payment	0.00	Cr
10-Oct-13	Partnership Debt	6,674,591.85	Dr
10-Oct-13	Spenc Hill	178,849.32	Dr
	Closing Balance	1,428,537.68	Cr

Expense Reserve Ledger - Max GBP 500,000.00

	Date		
	10-Oct-13	29,735.92	Cr
	Balance	29,735.92	

6. Gateshead Development Reserve Account 73763790

Opening Balance		0.00 Cr	
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
13-Feb-13	From Closing	31,377,265.11	Cr
01-Mar-13	Credit Interest	2,063.16	Cr
01-Apr-13	Credit Interest	3,997.64	Cr
01-May-13	Credit Interest	3,869.18	Cr
03-Jun-13	Spenc Hill - Gateshead	5,400,851.00	Dr
03-Jun-13	Credit Interest	4,256.62	Cr
01-Jul-13	Credit Interest	2,990.70	Cr
01-Aug-13	Credit Interest	3,311.51	Cr
21-Aug-13	Spenc Hill - Gateshead	10,108,105.19	Dr
02-Sep-13	Credit Interest	2,920.29	Cr
01-Oct-13	Credit Interest	1,893.94	Cr
	Closing Balance	15,893,611.96	Cr

7. Sunderland Development Reserve Account 73763782

Opening Balance		0.00 Cr	
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
13-Feb-13	From Closing	1,595,506.91	Cr
01-Mar-13	Credit Interest	104.91	Cr
01-Apr-13	Credit Interest	203.28	Cr
01-May-13	Credit Interest	196.74	Cr
03-Jun-13	Spem Hill - Sunderland	33,633.50	Dr
03-Jun-13	Credit Interest	216.45	Cr
01-Jul-13	Credit Interest	179.81	Cr
01-Aug-13	Credit Interest	199.09	Cr
02-Sep-13	Credit Interest	205.54	Cr
01-Oct-13	Credit Interest	186.30	Cr
	Closing Balance	1,563,365.53	Cr

8. West Bromwich Development Reserve Account 73763774

		-	
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
13/02/13	From closing	28,162,023.59	Cr
01/03/13	Credit Interest	1,851.75	Cr
01/04/13	Credit Interest	3,588.00	Cr
01/05/13	Credit Interest	3,472.70	Cr
03/06/13	Tesco	6,188,169.97	Dr
03/06/13	Credit Interest	3,820.44	Cr
01/07/13	Credit Interest	2,529.96	Cr
01/08/13	Credit Interest	2,801.35	Cr
21/08/13	Tesco	11,902,280.44	DR
02/09/13	Credit Interest	2,305.13	Cr
01/10/13	Credit Interest	1,202.74	Cr
	Closing Balance	10,093,145.25	Cr

9. General Partner Corporation Tax Reserve Account 73763597

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

10. General Partner Vat Transaction Account 73763511

DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
13/02/13	From closing	181,365.15	Cr
10/04/13	Transfer	356,708.00	Cr
30/04/13	Reversal Trasfer	356,708.00	Dr
24/05/13	HMRC	13,251.79	Dr
19/06/13	Tesco	683,395.53	Cr
09/07/13	TESCO	115,401.94	Cr
20/08/13	TESCO	684,345.53	Dr
23/08/13	HMRC	114,451.94	Dr
25/09/13	Tesco	510,045.30	Cr
27/09/13	Tesco	176,069.35	Cr
03/10/13	Tesco	365,517.00	Cr
	Closing Balance	1,219,745.01	Cr

11. Partnership Pre-Enforcement Priority of Payments

Date		Funds Paid Out of account (£)	Funds Received into account (£)
10-Oct-13	Partnership Available Funds		
	a Rental Income		5,258,158.25
	b Funds from Issuer under Partnership Swaps		-
	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		1,122.26
	g Eligible Investment Earnings by Partnership		-
	h Advance under Partnership Expenses Facility		-
	i Net proceeds of a CPO Disposal or a Mortgage Property		-
	j From 3rd anniversary of Closing, funds from Subordinated Loan Reserve Ledger		-
	k Net proceeds of a disposal of a Mortgage Property		-
	l Any other sums standing to the credit of the Partnership Transaction Ac		1,427,415.42
	Partnership Expense Reserve Ledger		23,386.41
	Interest Reserve Ledger		200,000.00
	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)	15,200.75	
	c Partnership Operating Expenses excluding GP UK Tax	-	
	d Partnership Operator Fee	4,204.50	
	d Property Advisor Fee (Annual 40K)	-	
	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	-	
	d Issuer Account Bank, PPA CM, CSP Fee (Ongoing Partnership Facility Fee)	5,250.00	
	d Headlease payment	-	
	e Partnership Expenses Ledger payment (RPI Indexed)	6,250.00	
	f Partnership Debt Interest	6,674,591.85	
	f Partnership Swap payment	-	
	g Partnership Debt Principal	-	
	Issuer Partnership Swap Termination Amount (Ongoing Partnership Facility Fee)	750.00	
	h	-	
	i Property Pool Manager Fee (reserved)	178,849.32	
	j Partnership Swap Termination Amount	-	
	k Partnership Expenses Ledger payment	23,485.92	
	l Alteration Adjustment Rent	-	
	m Substitution Adjustment Rent	-	
	n Credited to Subordinated Loan Reserve Ledger	-	
	o Payments to the Subordinated Loan Facility Provider	-	
	p Partnership Distribution Account	-	
	Totals	6,910,082.34	6,910,082.34

12. Issuer Transaction Account 73771516

Opening Balance		14,047.97	
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
01-Aug-13	Credit interest	139.98	Cr
02-Sep-13	Credit interest	1.87	Cr
01-Oct-13	Credit interest	1.69	Cr
14-Oct-13	Swaps Receipts	0.00	Cr
14-Oct-13	Swap Pays	0.00	Dr
14-Oct-13	Partnership Debt	6,695,792.60	Cr
14-Oct-13	Expenses	20,450.75	Dr
14-Oct-13	Notes	6,674,591.85	Dr
Closing Balance		14,941.51	Cr

13. Issuer Pre-Enforcement Priority of Payments

Date		Funds Paid Out of account (£)	Funds Received into account (£)
14-Oct-13			
	Issuer Available Funds		
	a) Funds due to Issuer under Partnership Swap Agreement		-
	b) Amounts due to Issuer in respect of Partnership Loan		6,695,792.60
	c) Any amount due to Issuer under Issuer Swap Agreement		-
	d) Interest Received by Issuer on Transaction Account		143.54
	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	12,500.75	
	Tax	-	
	c) Issuer/Issuer Holdco Corporate Services Provider Fee	-	
	c) Paying Agent Fee	500.00	
	c) Account Bank Fee	1,000.00	
	c) Cash Manager Fee	3,750.00	
	d) Bond Interest	6,674,591.85	
	d) Bond Principal	-	
	d) Issuer Swap Provider	-	
	d) Partnership Swap payment	-	
	e) Issuer Profit	750.00	
	f) Swap Subordinated Amounts	-	
	g) Issuer Partnership Swap Termination Amount	-	
	h) Issuer Transaction Account	143.54	
	Totals	6,695,936.14	6,695,936.14

12. Bond Information

Listing	Irish Stock Exchange
<u>Original Rating</u>	
Moody's	Baa1
Standard and Poor's	A-
Fitch	A-sf
Offered Date	13 February 2013
Expected Maturity	13 July 2044
Issue Amount	£493,400,000
ISIN code	XS0883200262
Interest Rate	5.4111%
Current Factor	1.0000000000000000
Next Factor	1.0000000000000000

Disclaimer - This report has been prepared for current Noteholders and is for the purposes of information and convenient reference only. It is not intended as an offer of finance.

This report is confidential. Distribution of this report, or of the information contained in it, to any person other than an original recipient (or to such recipient's advisors) is prohibited. Reproduction of this report, in whole or in part, or disclosure of any of its contents without the prior consent of HSBC Bank plc is prohibited.

Some information included in this report is estimated, approximated or projected. The information contained in this report has been obtained from sources believed to be reliable but none of the Issuer, any affiliate of the Issuer, any Transaction Party or HSBC Bank plc makes any representation or warranty (express or implied) of any nature or accepts any responsibility or liability of any kind for completeness or accuracy of the content of this report or for any loss or damage (whether direct, indirect, consequential or other) arising out of reliance upon this report. Information in this document has not been independently verified by HSBC Bank plc.

This document is not intended to provide and should not be relied upon for tax, legal or accounting advice or as a recommendation to purchase or sell investments. Noteholders should consult their tax, legal, accounting or other advisors if required.

The foregoing does not exclude or restrict any obligation that HSBC Bank plc may have under the FSA Rules, or any liability that it may incur under the FSA Rules or the Financial Services and Markets Act 2000 (or any amendment thereof) for breach of any such obligation.

HSBC Bank plc is authorised and regulated in the United Kingdom by the Financial Services Authority and is a member of the HSBC Group of companies. HSBC Bank plc's registered office is at 8 Canada Square, London, E14 5HQ.