

Delamare Finance Plc

£382,500,000 Class A Secured 5.5457% Bonds due 2029

£200,000,000 Class B1 Secured 6.0670% Bonds due 2029

£50,000,000 Class B2 Secured Floating Rate Bonds due 2029

Cash Manager Quarterly Report for the period covering from 5th January 2017 to 5th April 2017

Report Date	05-Apr-17
Interest Determination Date	05-Jan-17
Accrual Start Date	05-Jan-17
Accrual End Date	05-Apr-17
Accrual Period	90
Interest Payment Date	05-Apr-17
LIBOR	0.37288%

Contents of the Report:

- 1 Borrower Transaction Account**
- 2 Borrower Distribution Account**
- 3 Borrower VAT Account**
- 4 Borrower Insurance Proceeds Account**
- 5 Borrower Disposal Proceeds Account**
- 6 Borrower Priority of Payments**
- 7 Issuer Transaction Account**
- 8 Issuer Priority of Payments**
- 9 Note Information**

Prepared by HSBC Bank plc acting as Cash Manager for and on behalf of Delamare Finance plc

1. Borrower Transaction Account

Opening Balance		0.00 CR	
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
24-Mar-17	Tesco Stores	15,476,750.20	CR
05-Apr-17	Issuer Transaction Account (Loan Interest)	8,777,980.00	DR
05-Apr-17	Issuer Transaction Account (Loan Amortisation)	3,986,308.00	DR
05-Apr-17	Ongoing Facility Fee	46,231.32	DR
05-Apr-17	Intertrust Management Limited	4,533.10	DR
05-Apr-17	State Street Global Services	5,575.00	DR
05-Apr-17	Kingfisher Property Partnerships Ltd	857.63	DR
05-Apr-17	Knight Frank	66,000.00	DR
05-Apr-17	HSBC Borrower Cash Manager/Account Bank & Paying Agent Fee	4,000.00	DR
05-Apr-17	HSBC Trustee (C.I.) Limited	3,500.00	DR
05-Apr-17	Lloyds Bank	157,836.38	DR
Closing Balance		2,423,928.77	CR
Borrower Distribution Account (Borrower Distribution Amount)		2,423,928.77	DR
Closing Balance		0.00	CR

2. Borrower Distribution Account

Opening Balance		4,696,160.50 CR	
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
31-Jan-17	VAT account transfer	2,517,210.12	DR
05-Apr-17	Borrower Transaction Account	2,423,928.77	CR
Closing Balance		4,602,879.15	CR

3. Borrower VAT Account

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

4. Borrower Insurance Proceeds Account

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

5. Borrower Disposal Proceeds Account

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

6. Borrower Priority of Payments

DATE		Funds Paid Out of account (£)	Funds Received into account (£)
05-Apr-17	Opening Balance		0.00
	Total Borrower Collections		15,476,750.20
	Ongoing Facility Fee	46,231.32	
	1 Borrower Security Trustee Fees	3,500.00	
	3 Borrower Cash Manager Fees	3,000.00	
	3 Borrower Account Bank Fee	1,000.00	
	3 Borrower Operator Fees	72,432.63	
	3 Intertrust Corporate Service Fees	4,533.10	
	3 Liquidity Lloyds	157,836.38	
	6 Loan A Interest	5,012,922.00	
	6 Loan B1 Interest	2,996,877.00	
	6 Loan B2 Interest	768,181.00	
	7 Loan A Principal	3,986,308.00	
	14 Borrower Distribution Amount	2,423,928.77	
	Totals	15,476,750.20	15,476,750.20

7. Issuer Transaction Account

7. Issuer Transaction Account			
Opening Balance		4,281,766.98 CR	
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
05-Apr-17	Borrower Transaction Account (Loan Interest)	8,777,980.00	CR
05-Apr-17	Borrower Transaction Account (Loan Amortisation)	3,986,308.00	CR
05-Apr-17	Borrower Transaction Account (Ongoing Facility Fee)	46,231.32	CR
05-Apr-17	Issuer Cash Manager (Ongoing Facility Fee)	4,000.00	DR
05-Apr-17	Issuer Account Bank Fee (Ongoing Facility Fee)	1,000.00	DR
05-Apr-17	Issuer Note PPA Fee (Ongoing Facility Fee)	2,000.00	DR
05-Apr-17	Issuer Note Trustee Fee (Ongoing Facility Fee)	5,500.00	DR
05-Apr-17	Intertrust Corporate Service Fees (Issuer/Ongoing Facility Fee)	16,390.66	DR
05-Apr-17	Moody's Investor Services Ltd (Ongoing Facility Fee)	15,627.10	DR
05-Apr-17	Irish Stock Exchange (Ongoing Facility Fee)	1,713.56	DR
05-Apr-17	Bond Payments	12,176,073.00	DR
05-Apr-17	Interest Rate Swap (Payment)	573,031.24	DR
Closing Balance		4,296,950.74	CR
<i>23/11/2012 Collateral posted plus interest earned as at 1 Apr 2017</i>		<i>3,502,645.45</i>	<i>CR</i>

8. Issuer Priority of Payments

DATE		Funds Paid Out of account (£)	Funds Received into account (£)
05-Apr-17	Opening Balance		779,121.53
	Total Collections		12,764,288.00
	Ongoing Facility Fee		46,231.32
	Swap Payment	573,031.24	
	1 Issuer Note Trustee Fee	5,500.00	
	2 Issuer Cash Manager	4,000.00	
	2 Issuer Account Bank	1,000.00	
	2 Issuer Note Principal Paying Agent	2,000.00	
	2 Issuer Corporate Services Fee	16,390.66	
	2 Irish Stock Exchange	1,713.56	
	2 Moody's Investor Services Ltd Fee	15,627.10	
	4 Class A Bond Interest	5,003,865.00	
	4 Class B1 Bond Interest	2,992,000.00	
	4 Class B2 Bond Interest	193,900.00	
	5 Class A Bond Principal	3,986,308.00	
	8 Surplus funds to Issuer	794,305.29	
	Totals	13,589,640.85	13,589,640.85

9. Note Information

Listing	Irish Stock Exchange		
	<u>Class A</u>	<u>Class B1</u>	<u>Class B2</u>
<u>Original Rating</u>			
Moody's	Ba1	N/A	N/A
S & P	BB+	N/A	N/A
Fitch	BB+	N/A	N/A
Offered Date	07-Apr-04	07-Apr-04	07-Apr-04
Expected Maturity	19-Feb-29	19-Feb-29	19-Feb-29
Issue Amount	£382,500,000	£200,000,000	£50,000,000
ISIN code	XS0190042522	XS0190043090	XS0190043769
Base Rate	N/A	N/A	0.37288%
Margin	N/A	N/A	1.2%
Coupon Rate	5.5457%	6.0670%	1.57288%
Previous Factor	1.00	1.00	1.00
Current Factor	0.965651030065	1.00	1.00