



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 July 2014 to October 2014

IPD 20

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

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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 69796072

Opening Balance		0.08 Cr	
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
23-Sep-09	Initial Deposit on Closing Date	5,000.00	Cr
24-Sep-14	Rent	8,883,565.34	Cr
10-Oct-14	To Partnership Transaction Account	8,883,565.34	Dr
Closing Balance		5,000.08	Cr

2. Partnership VAT Account 69796099

Opening Balance		1,769,748.45 Cr	
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
29-Jul-14	VAT Payment	1,676,227.28	Dr
24-Sep-14	VAT Funding	1,776,713.09	Cr
Closing Balance		1,870,234.26	Cr

3. Partnership Transaction Account 69796080

11-Apr-14 Opening Balance		181,041.31 Cr	
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
07-Oct-14	Credit Interest	67.46	Cr
07-Oct-14	Credit Interest	274.53	Cr
07-Oct-14	Credit Interest	546.98	Cr
10-Oct-14	Transfer from Rent	8,883,565.34	Cr
10-Oct-14	Trustee Fee	1,500.00	Dr
10-Oct-14	Ongoing Fee	98,443.30	Dr
10-Oct-14	Expenses	12,840.00	Dr
10-Oct-14	Partnership Swap payment	1,532,951.84	Cr
10-Oct-14	Partnership Debt	10,258,558.62	Dr
10-Oct-14	Property Advisor Fee	186,671.50	Dr
10-Oct-14	Transfer to General	0.00	Dr
Closing Balance		40,434.04	Cr

4. General Partner Corporation Tax Reserve Account 69796115

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

5. Partnership Pre-Enforcement Priority of Payments

Date		Funds Paid Out of account (£)	Funds Received into account (£)
10-Oct-14	Partnership Available Funds		
	a Rental Income		8,883,565.34
	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		181,930.28
	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)	92,693.30	
	c Partnership Operating Expenses excluding GP UK Tax	8,340.00	
	d Partnership Operator Fee	-	
	d Property Advisor Fee (Annual 25 K Jan)	-	
	d Nominees Corporate Services Provider Fee	3,000.00	
	d Nominees Holdco Corporate Services Provider Fee	1,500.00	
	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)	5,000.00	
	d Headlease payment	-	
	e Partnership Expenses Ledger payment	6,250.00	
	f Partnership Debt Interest	8,007,266.62	
	f Partnership Swap payment	8,725,631.14	
	g Partnership Debt Principal	2,251,292.00	
	Issuer Partnership Swap Termination Amount (Ongoing Partnership Facility Fee)	750.00	
	i Partnership Swap Termination Amount	-	
	j Property Pool Manager Fee	186,671.50	
	k Partnership Expenses Ledger payment	34,184.04	
	l Alteration Adjustment Rent	-	
	m Committed Subordinated Loan payment	-	
	n Partnership Distribution Account	-	
	Totals	19,324,078.60	19,324,078.60

Expense Reserve Ledger - Max GBP 500,000.00

	Date	
	10-Oct-14	40,434.04 Cr
	Balance	40,434.04

6. Issuer Transaction Account 69796123

Opening Balance		71,520.51 Cr	
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
01-Aug-14	Credit interest	177.95	Cr
01-Sep-14	Credit interest	9.14	Cr
01-Oct-14	Credit interest	8.84	Cr
13-Oct-14	Swaps Receipts	1,532,951.84	Cr
13-Oct-14	Partnership Debt	10,258,558.62	Cr
13-Oct-14	Swap Pays	1,532,951.84	Dr
13-Oct-14	Ongoing Fee	97,693.30	Cr
13-Oct-14	HSBC Fee	7,700.00	Dr
13-Oct-14	Issuer Operating Expenses	89,993.30	Dr
13-Oct-14	Issuer Profit	750.00	Cr
13-Oct-14	Notes	10,258,558.61	Dr
Closing Balance		72,466.45	Cr

7. Issuer Pre-Enforcement Priority of Payments

Date		Funds Paid Out of account (£)	Funds Received into account (£)
13-Oct-14			
	Issuer Available Funds		
	a Funds due to Issuer under Partnership Swap Agreement		8,725,631.14
	b Amounts due to Issuer in respect of Partnership Loan		10,357,001.92
	c Any amount due to Issuer under Issuer Swap Agreement		10,258,582.98
	d Interest Received by Issuer on Transaction Account		0.00
	e Eligible Investment Earnings		0.00
	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	89,993.30	
	c Issuer/Issuer Holdco Corporate Services Provider Fee	0.00	
	c Paying Agent Fee	500.00	
	c Account Bank Fee	750.00	
	c Cash Manager Fee	3,750.00	
	d Bond Interest	8,007,266.61	
	d Bond Principal	2,251,292.00	
	d Issuer Swap Provider	8,725,631.14	
	d Partnership Swap payment	10,258,582.98	
	e Issuer Profit	750.00	
	f Swap Subordinated Amounts	0.00	
	g Issuer Partnership Swap Termination Amount	0.00	
	h Issuer Transaction Account	0.01	
	Totals	29,341,216.04	29,341,216.04

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	0.937568361381754
Next Factor	0.933580244464128

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