



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 October 2014 to January 2015

IPD 8

Report Date	08-Jan-15
Loan Interest Payment Date	12-Jan-15
Calculation Date	08-Jan-15
Interest Payment Date	13-Jan-15

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		6,026.35 Cr	
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
03-Nov-14	Credit Interest	203.34	CR
01-Dec-14	Credit Interest	0.72	CR
22-Dec-14	Tesco Rent	4,650,576.53	CR
30-Dec-14	Tesco Rent	201,142.49	CR
30-Dec-14	Tesco Rent	931,066.32	CR
02-Jan-15	Credit Interest	205.90	CR
10-Jul-14	To Partnership Transaction Account	5,782,785.34	DR
Closing Balance		6,436.31	Cr

2. Partnership Disposal Proceeds Account**3. Partnership Insurance Proceeds Account****4. Partnership VAT Account 73763511**

Opening Balance		1,146,824.22 Cr	
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
29-Oct-14	HMRC	1,095,142.96	Dr
22-Dec-14	Tesco	930,115.33	Cr
30-Dec-14	Tesco	40,228.50	Cr
30-Dec-14	Tesco	186,213.26	Cr
Closing Balance		1,208,238.35	Cr

5. Partnership Transaction Account 73763538

Opening Balance		586,060.24 Cr	
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
06-Nov-14	HMRC Shipley	3,423.00	Dr
07-Jul-14	Credit Interest	404.89	Cr
12-Jan-15	Transfer from Rent	5,782,785.34	Cr
12-Jan-15	Trustee Fee	1,500.00	Dr
12-Jan-15	Ongoing Fee	18,481.00	Dr
12-Jan-15	Partnership Swap payment	1,315,953.92	Cr
12-Jan-15	Partnership Debt	6,960,508.95	Dr
12-Jan-15	Spen Hill	15,153.30	Dr
Closing Balance		686,138.14	Cr

Expense Reserve Ledger - Max GBP 500,000.00

	Date		
	12-Jan-15	500,000.00	Cr
	Balance	500,000.00	

6. Gateshead Development Reserve Account 73763790

Opening Balance		5,752,018.17 Cr	
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
03-Nov-14	Credit Interest	780.07	Cr
01-Dec-14	Credit Interest	661.97	Cr
02-Jan-15	Credit Interest	756.62	Cr
Closing Balance		5,754,216.83	Cr

7. Sunderland Development Reserve Account 73763782

Opening Balance		596,218.43 Cr	
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
03-Nov-14	Credit Interest	80.86	Cr
01-Dec-14	Credit Interest	68.61	Cr
02-Jan-15	Credit Interest	78.43	Cr
	Closing Balance	596,446.33	Cr

8. West Bromwich Development Reserve Account 73763774

Opening Balance		1,659,132.49 Cr	
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
03/11/2014	Credit Interest	225.01	Cr
01/12/2014	Credit Interest	190.94	Cr
02/01/2015	Credit Interest	218.24	Cr
	Closing Balance	1,659,766.68	Cr

9. General Partner Corporation Tax Reserve Account 73763597

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

10. General Partner Vat Transaction Account 73763589

DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR

11. Partnership Pre-Enforcement Priority of Payments

Date		Funds Paid Out of account (£)	Funds Received into account (£)
12-Jan-15	Partnership Available Funds		
	a Rental Income		5,782,785.34
	b Funds from Issuer under Partnership Swaps		5,771,234.00
	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		404.89
	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		66,479.16
	Partnership Expense Reserve Ledger		-
	Interest Reserve Ledger		-
	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)	12,481.00	
	c Partnership Operating Expenses excluding GP UK Tax	2,288.62	
	d Partnership Operator Fee	4,200.00	
	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)	-	
	f Partnership Debt Interest	6,673,433.95	
	f Partnership Swap payment	4,455,280.08	
	g Partnership Debt Principal	287,075.00	
	Issuer Partnership Swap Termination Amount (Ongoing Partnership Facility Fee)	750.00	
	i Property Pool Manager Fee (reserved)	15,153.30	
	j Partnership Swap Termination Amount	-	
	k Partnership Expenses Ledger payment	-	
	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	163,491.44	
	Totals	11,620,903.39	11,620,903.39

12. Issuer Transaction Account 73771516

Opening Balance		18,379.14 Cr	
DATE	ENTRY DETAILS	AMOUNT (£)	CR/DR
03-Nov-14	Credit interest	86.02	Cr
01-Dec-14	Credit interest	2.12	Cr
02-Jan-15	Credit interest	2.43	Cr
13-Jan-15	Swaps Receipts	10,226,514.08	Cr
13-Jan-15	Swap Pays	10,226,514.08	Dr
13-Jan-15	Partnership Debt	6,978,989.95	Cr
13-Jan-15	Expenses	17,731.00	Dr
13-Jan-15	Notes	6,960,508.95	Dr
Closing Balance		19,219.71	Cr

13. Issuer Pre-Enforcement Priority of Payments

Date		Funds Paid Out of account (£)	Funds Received into account (£)
13-Jan-15			
	Issuer Available Funds		
	a Funds due to Issuer under Partnership Swap Agreement		4,455,280.08
	b Amounts due to Issuer in respect of Partnership Loan		6,978,989.95
	c Any amount due to Issuer under Issuer Swap Agreement		5,771,234.00
	d Interest Received by Issuer on Transaction Account		90.57
	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	9,781.00	
	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	6,673,433.95	
	d Bond Principal	287,075.00	
	d Issuer Swap Provider	4,455,280.08	
	d Partnership Swap payment	5,771,234.00	
	e Issuer Profit	750.00	
	f Swap Subordinated Amounts	-	
	g Issuer Partnership Swap Termination Amount	-	
	h Issuer Transaction Account	90.57	
	Totals	17,205,594.60	17,205,594.60

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	#N/A

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 Prudential Regulation Authority/ Financial Conduct Authority Rules, or any liability that it may incur under the Prudential Regulation Authority/ Financial Conduct Authority 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 Prudential Regulation Authority and Financial Conduct 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.