

**TESCO DISTRIBUTION HOLDINGS LIMITED**  
**ANNUAL REPORT AND FINANCIAL STATEMENTS**  
**FOR THE PERIOD ENDED**

**26 FEBRUARY 2011**

**Registered Number:**

**03193655**

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# TESCO DISTRIBUTION HOLDINGS LIMITED

## BALANCE SHEET AS AT 26 FEBRUARY 2011

	Note	2011 £'m	2010 £'m
NON CURRENT ASSETS			
Investments	3	150	150
<b>NET CURRENT ASSETS</b>		<b>150</b>	<b>150</b>
CAPITAL AND RESERVES			
Called up share capital	4	100	100
Profit and loss reserve		50	50
<b>EQUITY SHAREHOLDER'S FUNDS</b>		<b>150</b>	<b>150</b>


For the period ended 26 February 2011 the company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies

The members have not required the company to obtain an audit of its accounts for the period in question in accordance with section 476 of the Companies Act 2006

The Directors acknowledge their responsibility for

- Ensuring the company keeps accounting records which comply with section 386 of the Companies Act 2006
- Preparing accounts which give a true and fair view of the state of affairs of the company as at the end of its financial year, and of its profit and loss for the financial period in accordance with section 393, and which otherwise comply with the requirements of the Companies Act 2006 relating to accounts, so far as applicable to the company

Approved by the Board on 13 Oct 2011

  
J Lloyd  
Director  
Tesco Distribution Holdings Limited  
Registered Number 03193655

The notes on page 3 form part of these financial statements

## TESCO DISTRIBUTION HOLDINGS LIMITED

### NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 26 FEBRUARY 2011

#### 1 PRINCIPAL ACCOUNTING POLICIES

The financial statements are prepared on the going concern basis in accordance with applicable accounting standards under the historical cost convention, and in accordance with the Companies Act 2006. These have been applied consistently during the period.

In accordance with FRS 2 'Accounting for subsidiary Undertakings' and section 400 of the Companies Act 2006, group financial statements have not been prepared because the company is a wholly owned subsidiary of a body corporate, incorporated in England and Wales.

The company is a wholly owned subsidiary of Tesco PLC and is included in the consolidated financial statements of Tesco PLC, which are publicly available. Consequently the company has taken advantage of the exemption from preparing a cash flow statement under the terms of FRS 1.

#### 2 ACTIVITY AND DIRECTORS

During the year the company has not traded and consequently a profit and loss account has not been disclosed.

The directors received no emoluments for their services to the company (2010: £nil).

The company had no employees during the period (2010: none).

#### 3 INVESTMENTS

The opening and closing cost of the investment is £149,999,999. There were no impairments.

Subsidiary undertakings	Country of Incorporation	% shares held	Nature of business
Tesco Distribution Limited	England & Wales	100%	Transportation and storage of goods

#### 4 CALLED UP SHARE CAPITAL

	2011 £'m	2010 £'m
Allotted, called up and fully paid 99,999,999 Ordinary shares of £1 each	100	100

#### 5 ULTIMATE PARENT UNDERTAKING

The company's immediate parent undertaking is Tesco Holdings Limited.

The company's ultimate parent undertaking and controlling party is Tesco PLC, which is registered in England and Wales, and which is the parent undertaking of the smallest and largest group to consolidate these financial statements. Copies of the Tesco PLC financial statements can be obtained from the Company Secretary, Tesco PLC, Tesco House, PO Box 18, Delamare Road, Cheshunt, Hertfordshire, EN8 9SL.

#### 6 RELATED PARTY DISCLOSURES

Transactions with other companies within the group are not disclosed as the company has taken advantage of the exemption under Financial Reporting Standard 8 'Related Party Disclosures', as the consolidated financial statements of Tesco PLC, in which the company is included, are available at the address noted above.