

TESCO DISTRIBUTION HOLDINGS LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE 52 WEEKS ENDED

27 FEBRUARY 2010

Registered Number:

03193655

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TESCO DISTRIBUTION HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 27 FEBRUARY 2010

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 (2009: £nil).

The company had no employees during the period (2009: nil).

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

	2010 £'m	2009 £'m
Authorised 99,999,999 Ordinary shares of £1 each	100	100
Allotted, called up and fully paid 99,999,999 Ordinary shares of £1 each	100	100

TESCO DISTRIBUTION HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 27 FEBRUARY 2010 (Continued)

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 incorporated in Great Britain and 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.