

TESCO PERSONAL FINANCE GROUP LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 28 FEBRUARY 2026

Company Number SC173198

TESCO PERSONAL FINANCE GROUP LIMITED

CONTENTS

Directors and Advisers.....	1
Strategic Report.....	2
Directors' Report.....	4
Income Statement.....	6
Balance Sheet.....	7
Statement of Changes in Equity.....	8
Cash Flow Statement.....	9
Notes to the Financial Statements.....	10
Independent Auditor's Report.....	15

TESCO PERSONAL FINANCE GROUP LIMITED

DIRECTORS AND ADVISERS

Directors:	Elizabeth Buckley	Independent Non-Executive Chair
	Craig Bundell	Chief Executive Officer
	Gillian Cass	Chief Financial Officer
	Caroline Ramsay	Senior Independent Non-Executive Director
	Margot Cronin	Independent Non-Executive Director
	Scott Fitzgerald	Non-Executive Director
	Julie Currie	Independent Non-Executive Director

Company Secretary: Gail Stivey

Registered Office: 2 South Gyle Crescent
Edinburgh
EH12 9FQ

Independent Auditor: Deloitte LLP
1 New Street Square
London
EC4A 3HQ

Bankers: HSBC Bank plc
8 Canada Square
London
E14 5HQ

TESCO PERSONAL FINANCE GROUP LIMITED

STRATEGIC REPORT

The Directors present their Strategic Report for the year ended 28 February 2026.

The Annual Report and Financial Statements comprise the Strategic Report, the Directors' Report and the Company Financial Statements and accompanying notes.

The Company is a wholly owned subsidiary of Tesco PLC (Tesco).

Business review and principal activity

The Company is a holding company for the Tesco Insurance and Money Services Business (the TPF Group, or the Group). The Company owns 100% of Tesco Personal Finance Limited (TPF), which operates as an insurance intermediary and money services business, and Tesco Underwriting Limited (TU) which provides the insurance underwriting service for a number of the Group's general insurance products.

The Company along with its wholly owned subsidiaries TPF and TU are collectively referred to as Tesco Insurance and Money Services (Tesco IMS or IMS).

The Company is a private limited company incorporated and registered in Scotland.

Financial Review

The results for the year ended 28 February 2026 show total income of £50.2m (2025: £0.5m), profit before tax of £50.2m (2025: £2.5m) and profit after tax of £50.1m (2025: £2.8m). On 8 July 2025, a dividend of £34.0m was received from TPF and a dividend of £15.8m was received from TU. The Company paid a dividend of £49.8m to Tesco on 8 July 2025. No dividends were received or paid in the prior year.

The Company has net assets at year-end of £765.2m (2025: £1,079.9m).

A distribution of the final proceeds from the sale of the banking business of £315.0m was received from TPF and subsequently paid on to the parent company on 7 May 2025.

Further to the capital restructuring programme undertaken in the prior year following the sale of the banking business, the Company has undertaken an additional capital reduction during the current year, reducing share premium by £290.0m and increasing retained earnings by the same amount.

Key performance indicators (KPIs)

Given the straightforward nature of the business, the Directors are of the opinion that analysis using key performance indicators is not necessary for an understanding of the development, performance or position of the business.

Principal risks and uncertainties

The principal risks and uncertainties of the TPF Group are integrated with the principal risks of TPF and TU. These are discussed in the annual reports and financial statements of TPF and TU, which do not form part of the Report.

From the perspective of the Company, the principal risks relate to the carrying value of investments in its subsidiaries. To manage this risk, the Company periodically reviews the performance of those companies.

Employees

The Company had no employees during the year (2025: none).

TESCO PERSONAL FINANCE GROUP LIMITED

STRATEGIC REPORT (continued)

Section 172 statement

This statement forms part of the Strategic Report and explains how the Directors have had regard to the duties under Section 172 of the Companies Act 2006 during the year. Section 172 requires Directors to act in the way they consider, in good faith, most likely to promote the success of the Company for the benefit of its shareholders. In doing so, Section 172 requires Directors to have regard to:

- Long-term consequences;
- Employee interests;
- Relationships with suppliers, customers and others;
- Community and environmental impact;
- Company reputation; and
- Fairness between members

In discharging its Section 172 duties, the Board has regard to the factors set out above. The Board also has regard to other factors which it considers relevant to the decisions it makes. The Board acknowledges that not every decision it makes will necessarily result in a positive outcome for all stakeholders.

The Board reviews matters relating to financial and operational performance; business strategy; key risks; stakeholder-related matters; compliance; and legal and regulatory matters, over the course of the financial year. This is supported through the consideration of reports and presentations provided at Board meetings and specific Board strategy sessions. Directors are supported in the discharge of their duties by provision of induction materials and ongoing training. Agendas for Board and Board Committee meetings are structured to provide sufficient time for consideration and discussion of key matters and ad hoc meetings are scheduled where necessary.

As the principal activity of the Company is to act as a holding company for Tesco Group entities, the Company had no commercial business, and no employees, customers or suppliers other than Tesco Group companies during the year. The Company's key stakeholders are its subsidiaries and shareholder.

The following decisions taken and/or progressed by the Board during the year ended 28 February 2026 are examples demonstrating how the Directors had regard to the relevant factors:

Day 2 Programme and creating strong foundations for the insurance and money services business

Separation activities from Barclays

Following the sale of the banking operations to Barclays UK on 1 November 2024, a programme has been established to separate the operations necessary to support IMS, referred to as the Day 2 programme. The programme has included establishing the required IT infrastructure and systems, entering into associated supplier relationships and exiting of reverse transitional services provided by Barclays through this period. Throughout the year the Board has monitored the progress of the Day 2 programme and has been mindful of the interests of all stakeholders, especially customers and colleagues.

Tesco IMS 2030 strategy

In November 2025, the Board discussed the IMS strategy, which is underpinned by the key strategic role that IMS plays in its parent company, Tesco's, ecosystem. As Tesco is the sole shareholder of the TPGF group, the success of IMS is focused on delivering for its shareholder. From a customer perspective, the Board continues to have a strong interest in maintaining a customer first mindset to deliver simple and straightforward customer experiences.

The Company will deliver its strategy through data and technology using digital and AI capabilities to enhance customer and colleague journeys. The Company's data strategy will underpin its ability to deliver the IMS ambition, unlocking the advantage of proprietary data to better understand customers.

Capital reorganisation

The efficiency of the capital structure of the Company has been a strategic matter for the Board during the year, driven by business and regulatory changes following the sale of the banking business and the desire of the shareholder for excess capital to be returned. This built upon the share capital reductions which were undertaken in the previous financial year. While reviewing the proposed capital reorganisation the Board considered the long-term needs of the business together with regulatory capital requirements.

The Strategic Report was approved by the Board of Directors and signed by order of the Board.



Gillian Cass

Director

1 May 2026

TESCO PERSONAL FINANCE GROUP LIMITED

DIRECTORS' REPORT

The Directors present their Report together with the Company Financial Statements and Independent Auditor's Report for the year ended 28 February 2026.

Business Review and Future developments

The Company's business review and future developments are set out in the Strategic Report on page 2.

Events after the reporting period

There were no events after the reporting date which have required either adjustment or disclosure in these Financial Statements.

Going concern

The Directors consider that the Company has adequate resources to remain in operation for at least 12 months from the date of signing the financial statements. In assessing the going concern for the Company the Directors have also assessed the financial position of its subsidiaries and are satisfied with their going concern which further supports the Company's net asset position. Therefore, they continue to adopt the going concern basis in preparing the financial statements, and have concluded that there are no material uncertainties relating to going concern.

Dividends

Final dividends of £34.0m from TPF and £15.8m from TU were received on 8 July 2025. A final dividend of £49.8m was paid to Tesco on 8 July 2025. There were no dividends paid or received in the prior year.

Directors

The present Directors and Company Secretary at the date of signing this Annual Report and Financial Statements are listed on page 1. Details of changes in Directors and Company Secretary during the year and up to the date of signing the Financial Statements are set out below.

Since 1 March 2025 to date the following changes have taken place:

Directors

Craig Bundell
Julie Currie

Appointed

4 July 2025
31 October 2025

Robert Endersby
Simon Machell

Resigned

1 May 2025
1 May 2025

Company Secretary

Gail Stivey

Appointed

4 July 2025

Patricia Lynne Mitchell

Resigned

4 July 2025

Directors' indemnities

In terms of Section 236 of the Companies Act 2006, all Executive and Non-Executive Directors of the Company are issued a Qualifying Third-Party Indemnity Provision by the Company. All Qualifying Third-Party Indemnities were in force or in the process of being issued at the date of approval of the Financial Statements and shall remain in force without any limit in time. This will not be affected by the expiration or termination of a Director's appointment, however it may arise.

Cautionary statement regarding forward-looking information

Where this document contains forward-looking statements, these are made by the Directors in good faith based on the information available to them at the time of their approval of this report. These statements should be treated with caution due to the inherent risks and uncertainties underlying any such forward-looking information. The Company cautions users of these Financial Statements that a number of factors, including matters referred to in this document, could cause actual results to differ materially from those contained in any forward-looking statement.

Information provided to the Independent Auditor

So far as each Director is aware at the date of approving this report, there is no relevant audit information, being information needed by the independent auditor in connection with preparing this report, of which the independent auditor is unaware. All of the Directors have taken all the steps that they ought to have taken as Directors in order to make themselves aware of any relevant audit information and to establish that the independent auditor is aware of that information.

TESCO PERSONAL FINANCE GROUP LIMITED

DIRECTORS' REPORT (continued)

Statement of Director's Responsibilities

The following should be read in conjunction with the responsibilities of the independent auditor set out in their report on pages 15 to 17.

The Directors are responsible for preparing the Annual Report and the Financial Statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare such Financial Statements for each financial year. Under that law the Directors have prepared the Company Financial Statements in accordance with International Accounting Standards (IASs) in conformity with the requirements of the Companies Act 2006 and IFRSs as issued by the International Accounting Standards Board (IASB).

Under company law the Directors must not approve the Financial Statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that year. In preparing these Financial Statements, the Directors are required to:

- Properly select and apply accounting policies;
- Present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information;
- Provide additional disclosures when compliance with the specific requirements in IFRSs is insufficient to enable users to understand the impact of particular transactions, other events and conditions on the Company's financial position and financial performance; and
- Make an assessment of the Company's ability to continue as a going concern.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the Financial Statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Each of the Directors, whose names are listed on page 1 of the Annual Report and Financial Statements, confirms that to the best of their knowledge:

- The Financial Statements, which have been prepared in accordance with IASs in conformity with the requirements of the Companies Act 2006 and IFRSs as issued by the IASB, give a true and fair view of the assets, liabilities, financial position and profit of the Company;
- The Strategic Report contained in the Annual Report includes a fair review of the development and performance of the business and the position of the Company, together with a description of the principal risks and uncertainties that it faces; and
- The Annual Report and Financial Statements, taken as a whole, is fair, balanced and understandable and provides the information necessary for the Company's shareholder to assess the Company's position, performance, business model and strategy.

Approved by the Board of Directors and signed by order of the Board.



Gillian Cass

Director

1 May 2026

TESCO PERSONAL FINANCE GROUP LIMITED
INCOME STATEMENT
FOR THE YEAR ENDED 28 FEBRUARY 2026

	Note	2026 £m	2025 £m
Interest income	3	0.4	13.3
Interest expense	3	–	(12.8)
Net interest income		0.4	0.5
Dividend income	4	49.8	–
Total income		50.2	0.5
Impairment release on financial assets		–	2.0
Profit before tax		50.2	2.5
Income tax (charge)/credit	7	(0.1)	0.3
Profit after tax		50.1	2.8

There are no items of other comprehensive income (2025: £nil).

The notes on pages 10 to 14 form an integral part of these Financial Statements.

TESCO PERSONAL FINANCE GROUP LIMITED (SC173198)
BALANCE SHEET
AS AT 28 FEBRUARY 2026

	Note	2026 £m	2025 £m
Assets			
Cash	8	10.4	10.1
Investments in subsidiaries	9	754.9	1,069.9
Total assets		765.3	1,080.0
Liabilities			
Current tax liability		0.1	0.1
Total liabilities		0.1	0.1
Net assets		765.2	1,079.9
Shareholders' equity			
Share capital	10	35.0	35.0
Share premium	10	25.2	315.2
Retained earnings		705.0	729.7
Total shareholders' equity		765.2	1,079.9

The notes on pages 10 to 14 form an integral part of these Financial Statements.

The Company Financial Statements on pages 6 to 14 were approved by the Board of Directors and authorised for issue on 1 May 2026 and signed on its behalf by:



Gillian Cass
Director

TESCO PERSONAL FINANCE GROUP LIMITED
STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 28 FEBRUARY 2026

		Share capital	Share premium	Other equity instruments	Retained earnings	Total equity
	Note	£m	£m	£m	£m	£m
As at 1 March 2024		107.0	963.2	150.0	6.9	1,227.1
Profit for the year		–	–	–	2.8	2.8
Transactions with owners						
Share capital reduction		(72.0)	–	–	72.0	–
Share premium reduction		–	(648.0)	–	648.0	–
Other equity instruments redeemed		–	–	(150.0)	–	(150.0)
Total transactions with owners		(72.0)	(648.0)	(150.0)	720.0	(150.0)
As at 28 February 2025		35.0	315.2	–	729.7	1,079.9
Profit for the year		–	–	–	50.1	50.1
Transactions with owners						
Capital distribution	10	–	–	–	(315.0)	(315.0)
Dividends paid	11	–	–	–	(49.8)	(49.8)
Share premium reduction	10	–	(290.0)	–	290.0	–
Total transactions with owners		–	(290.0)	–	(74.8)	(364.8)
As at 28 February 2026		35.0	25.2	–	705.0	765.2

TESCO PERSONAL FINANCE GROUP LIMITED
CASH FLOW STATEMENT
FOR THE YEAR ENDED 28 FEBRUARY 2026

	Note	2026 £m	2025 £m
Profit before tax		50.2	2.5
Adjusted for:			
Impairment release on financial assets		–	(2.0)
Dividend income	4	(49.8)	–
Interest expense on financing activities		–	12.8
Net change in interest accruals		–	2.9
Income tax paid		(0.1)	–
Net cash provided by operating activities		0.3	16.2
Dividend received from subsidiaries	4	49.8	–
Loans and advances to subsidiaries repaid		–	379.7
Subsidiary other equity instrument repaid		–	150.0
Distribution received from subsidiary	9	315.0	–
Net cash provided by investing activities		364.8	529.7
Subordinated debt repaid		–	(235.0)
Debt securities repaid		–	(144.7)
Interest paid on subordinated debt and debt securities		–	(15.9)
Other equity instruments repaid		–	(150.0)
Capital distribution	10	(315.0)	–
Dividends paid	11	(49.8)	–
Net cash used in financing activities		(364.8)	(545.6)
Net increase in cash		0.3	0.3
Cash at beginning of year		10.1	9.8
Cash at end of year		10.4	10.1

TESCO PERSONAL FINANCE GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS

1. Basis of preparation

General information

Tesco Personal Finance Group Limited (the Company) is a private limited company incorporated and domiciled in Scotland under the Companies Act 2006. The main activity of the Company is a holding company.

Basis of preparation

The Financial Statements have been prepared in accordance with United Kingdom (UK)-adopted IFRS and the requirements of the Companies Act 2006. The financial statements are presented in Pounds Sterling, which is the functional currency of the Company. The figures shown are rounded to the nearest £0.1 million unless otherwise stated. The Financial Statements are prepared on the historical cost basis.

The Company is exempt from the requirement to prepare consolidated Financial Statements and accordingly these Financial Statements have been prepared for the Company only. The Company is a wholly owned subsidiary of Tesco PLC (the Parent Company), which is incorporated in England and Wales and prepares publicly available consolidated Financial Statements that include the Company and its subsidiaries.

Going concern

The Directors have made an assessment of going concern and consider that it is appropriate to adopt the going concern basis of accounting in preparing the Financial Statements. The Directors have at the time of approving the Financial Statements, a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future, which reflects a period of 12 months from the date of approval of the Financial Statements. and have concluded that there are no material uncertainties relating to going concern.

2. Accounting policies

Unless otherwise stated, the Company's accounting policies have been applied consistently to all periods presented in these Financial Statements. There have been no new standards, interpretations or amendments effective in the current financial year that have impacted the Company. The Company has not applied any standards, interpretations or amendments that have been issued but are not yet effective. Work is ongoing to assess the impact of any such standards, interpretations or amendments that will impact future reporting periods, most notably IFRS 18 *Presentation and Disclosure in Financial Statements*.

a) Investment in subsidiaries

Subsidiaries are all entities over which the Company has control. The Company's investments in its subsidiaries are stated at cost less any impairment.

b) Revenue recognition

Net interest income recognition

Interest income and expense for all financial instruments measured at amortised cost are recognised using the effective interest rate (EIR) method.

The EIR method is a method of calculating the amortised cost of a financial asset or financial liability (or group of financial assets or financial liabilities) and of allocating the interest income or interest expense over the expected life of the financial asset or financial liability. The EIR is the rate that exactly discounts estimated future cash flows to the instrument's initial carrying amount.

Calculation of the EIR takes into account fees receivable that are an integral part of the instrument's yield, premiums or discounts on acquisition or issue, early redemption fees and transaction costs. All contractual and behavioural terms of a financial instrument are considered when estimating future cash flows.

Interest income is calculated on the gross carrying amount of a financial asset unless the financial asset is impaired, in which case interest income is calculated on the net carrying amount, after allowance for expected credit loss (ECL).

Dividend income recognition

Dividends are recognised in the Income Statement when the Company's right to receive payment is established.

TESCO PERSONAL FINANCE GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

c) Taxation

The tax charge or credit included in the Income Statement consists of current tax only. Tax is recognised in the Income Statement except to the extent that it relates to items recognised in other comprehensive income or directly in equity, in which case it is recognised in other comprehensive income or equity, respectively.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted by the reporting date.

The Company has applied the Pillar Two income taxes exception in IAS 12, so neither recognises nor discloses information about deferred tax assets and liabilities related to Pillar Two income taxes.

d) Dividends paid

Dividends paid are recognised in equity in the period they are approved by the Board.

e) Impairment on non-financial assets

Non-financial assets are reviewed for impairment when there are indications that the carrying value may not be recoverable. If an asset's carrying amount is determined to be greater than its recoverable amount, an impairment loss is recognised in the Income Statement and the carrying value of the asset is written down by the amount of the loss. The recoverable amount is the higher of the asset's fair value less costs to sell (FVLCS) and its value-in-use. For the purposes of assessing impairment, assets are grouped at the lowest level for which there are separately identifiable cash flows. Non-financial assets for which an impairment loss has been recognised are reviewed for possible reversal of the impairment at each reporting date.

3. Net interest income

	2026 £m	2025 £m
Interest income		
Cash	0.4	0.1
Loans and advances to subsidiaries	–	13.2
Total interest income	0.4	13.3
Interest expense		
Debt securities in issue	–	(1.9)
Subordinated liabilities and notes	–	(10.9)
Total interest expense	–	(12.8)
Net interest income	0.4	0.5

4. Dividend income

	2026 £m	2025 £m
Dividend income from investments in subsidiaries	49.8	–

Final dividends of £49.8m were received from subsidiaries on 8th July 2025. There were no dividends received in the prior year.

5. Auditor's remuneration

Total Auditor's remuneration of £30,000 (2025: £68,000) has been paid by the Company's subsidiary, Tesco Personal Finance Limited, without reimbursement.

Non-audit services of £13,000 (2025: £nil) for audit related assurance services were provided to the Company during the year and were paid by Tesco Personal Finance Limited, without reimbursement.

TESCO PERSONAL FINANCE GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

6. Staff costs and director's remuneration

The Company had no employees during the year (2025: none).

Directors' emoluments for the current and prior year have been paid by the Company's subsidiaries without reimbursement.

7. Income tax

Income tax charge

Reconciliation of the prima facie income tax expense on profit before tax with the income tax expense recognised in profit or loss:

	2026 £m	2025 £m
Current tax charge for the year	0.1	0.1
Current tax over provided for prior years	–	(0.4)
Total income tax charge/(credit)	0.1	(0.3)

Factors affecting tax charge for the year

The tax assessed for the year is lower than (2025: lower than) the standard rate of corporation tax in the UK of 25.0% (2025: 25.0%). The differences are explained below:

Profit before tax	50.2	2.5
Prima facie income tax charge at a standard UK tax rate of 25.0% (2025: 25.0%)	12.5	0.6
Tax effect of permanent differences:		
Expenses not deductible for tax purposes	–	(0.5)
Non taxable income	(12.4)	–
Adjustments in respect of prior years	–	(0.4)
Income tax charge/(credit)	0.1	(0.3)

8. Cash

	2026 £m	2025 £m
Cash at bank	10.4	10.1

TESCO PERSONAL FINANCE GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

9. Investments in subsidiaries

	2026 £m	2025 £m
Cost		
At the beginning of period	1,069.9	1,219.9
Repayment of AT1 equity	–	(150.0)
Transfer of investment in TU	–	226.4
Reduction of investment in TPF	–	(226.4)
TPF Capital reduction	(315.0)	–
At end of the period	754.9	1,069.9

On 7 May 2025 the Company received £315.0m of capital returned from its subsidiary, Tesco Personal Finance Limited, in relation to the final proceeds from the sale of the banking business.

Details of the Company's subsidiaries are as follows:

Name of company	Nature of business	Place of incorporation	Ownership interest	Registered address
Tesco Personal Finance Limited	Insurance distribution and money services	United Kingdom	100%	2 South Gyle Crescent, Edinburgh, EH12 9FQ
Tesco Underwriting Limited	Insurance underwriting	United Kingdom	100%	The Omnibus Building, Lesbourne Road, Reigate, Surrey, RH2 7LD

10. Shareholder's equity

Share Capital

	2026		2025	
	Number	£m	Number	£m
Authorised				
Ordinary shares of 10p each	Unlimited		Unlimited	
Allotted, called up and fully paid				
Ordinary shares of 10p each	350,000,000	35.0	350,000,000	35.0

Capital restructuring

On 7 May 2025 the Company distributed £315.0m of retained earnings to Tesco PLC in relation to the final proceeds from the sale of the banking business. The payment of this distribution was funded through the receipt of £315.0m of capital from the Company's subsidiary, Tesco Personal Finance Limited.

On 30 January 2026 the Company undertook a reduction in issued share premium of £290.0m. This resulted in an increase in distributable reserves within retained earnings by the same amount.

TESCO PERSONAL FINANCE GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

11. Related party transactions

Ultimate and immediate parent undertaking

The Company's immediate and ultimate parent undertaking and controlling party is Tesco PLC which is incorporated in England. The Financial Statements for Tesco PLC can be obtained from its registered office at Tesco House, Shire Park, Kestrel Way, Welwyn Garden City, AL7 1GA.

Transactions with related parties

The company undertakes minimal transactions with the immediate parent company and its controlled entities. In the prior year these transactions principally consisted of funding transactions prior to the full repayment of all outstanding debt and other equity instruments.

Transactions	2026 £m	2025 £m
Immediate parent company		
Interest expense	–	(12.8)
Dividends paid	(49.8)	–
Other equity instruments repaid	–	(150.0)
Subordinated debt repaid	–	(235.0)
Controlled entities		
Interest income	–	13.3
Dividend income	49.8	–

12. Events After the Reporting Date

There were no events after the reporting date which have required either adjustment or disclosure in these Financial Statements.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBER OF TESCO PERSONAL FINANCE GROUP LIMITED



Opinion

In our opinion the financial statements of Tesco Personal Finance Limited (the 'company'):

- give a true and fair view of the state of the company's affairs as at 28 February 2026 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom adopted international accounting standards and IFRS Accounting Standards as issued by the International Accounting Standards Board (IASB); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the income statement;
- the statement of comprehensive income;
- the balance sheet;
- the statement of changes in equity;
- the cash flow statement; and
- the related notes 1 to 12.

The financial reporting framework that has been applied in their preparation is applicable law, United Kingdom adopted international accounting standards and IFRS Accounting Standards as issued by the IASB.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report.

We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the Financial Reporting Council's (the 'FRC's') Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBER OF TESCO PERSONAL FINANCE GROUP LIMITED (Continued)

Responsibilities of Directors

As explained more fully in the statement of directors' responsibilities, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

A further description of our responsibilities for the audit of the Financial Statements is located on the FRC's website at: <http://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

Extent to which the audit was considered capable of detecting irregularities including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below.

We considered the nature of the company's industry and its control environment, and reviewed the company's documentation of its policies and procedures relating to fraud and compliance with laws and regulations. We also enquired of management, internal audit, and the directors about their own identification and assessment of the risks of irregularities, including those that are specific to the company's business sector.

We obtained an understanding of the legal and regulatory frameworks that the company operates in, and identified the key laws and regulations that:

- had a direct effect on the determination of material amounts and disclosures in the financial statements. These included the UK Companies Act and the HM Revenue and Customs (HMRC) tax legislation; and
- did not have a direct effect on the financial statements but compliance with which may be fundamental to the company's ability to operate or to avoid a material penalty. This included the requirements of the Financial Conduct Authority (FCA).

We discussed among the audit engagement team including relevant internal specialists regarding the opportunities and incentives that may exist within the organisation for fraud and how and where fraud might occur in the financial statements.

In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override. In addressing the risk of fraud through management override of controls, we tested the appropriateness of journal entries and other adjustments; assessed whether the judgements made in making accounting estimates are indicative of a potential bias; and evaluated the business rationale of any significant transactions that are unusual or outside the normal course of business.

In addition to the above, our procedures to respond to the risks identified included the following:

- reviewing financial statement disclosures by testing to supporting documentation to assess compliance with provisions of relevant laws and regulations described as having a direct effect on the financial statements;
- performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;
- enquiring of management, internal audit and in-house legal counsel concerning actual and potential litigation and claims, and instances of non-compliance with laws and regulations; and
- reading minutes of meetings of those charged with governance, reviewing internal audit reports and reviewing correspondence with the FCA and the PRA

INDEPENDENT AUDITOR'S REPORT TO THE MEMBER OF TESCO PERSONAL FINANCE GROUP LIMITED (Continued)

Report on other legal and regulatory requirements

Opinions and other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Strategic Report and the Directors' Report for the financial year for which the Financial Statements are prepared is consistent with the Financial Statements; and
- the Strategic Report and the Directors' Report have been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified any material misstatements in the Strategic Report or the Directors' Report.

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

We have nothing to report in respect of these matters.

Use of our report

This report is made solely to the Company's member, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's member those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's member as a body, for our audit work, for this report, or for the opinions we have formed.



Tom Noble FCA (Senior statutory auditor)

For and on behalf of Deloitte LLP

Statutory Auditor

Bristol, United Kingdom

1 May 2026