Yorkshire Building Society €7.5bn Covered Bond Programme - Monthly Investor Report: May 2016

Administration

Name of issuer	Yorkshire Building Society
Name of RCB programme	Yorkshire Building Society €7.5 billion Global Covered Bond Programme
Name, job title and contact details of person validating this form	Richard Driver, Secured Funding Manager, rjdriver@ybs.co.uk
Date of form submission	21/06/2016
Start Date of reporting period	01/05/2016
End Date of reporting period	31/05/2016
Web links - prospectus, transaction documents, loan-level data	http://www.ybs.co.uk/your-society/treasury/wholesale_funding/covered-

Counterparties, Ratings

	Counterparty/ies		Fi	tch	Mood	/'s
			Rating trigger	Current rating	Rating trigger	Current rating
Covered bonds				AAA		Aaa
Issuer	Yorkshire Building	Society		A-/F1	-	Baa1/P2
Seller(s)	Yorkshire Building	Society	< BBB-, < F2	A-/F1	< Baa3, < P-2	Baa1/P-2
Cash Manager	Yorkshire Building	Society	< BBB-	A-/F1	<baa1, <="" baa3<="" td=""><td>Baa1/P-2</td></baa1,>	Baa1/P-2
Back-up Cash Manager	n/a			-	-	
Account Bank	Yorkshire Building	Society	< F1	A-/F1	< P-1	Baa1/P-2
Stand-by Account Bank	HSBC Bank p	c	< F1	AA-/F1+	< P-1	Aa2/P-1
Servicer(s)	Yorkshire Building	Society	< BBB-	A-/F1	<baa1, <="" baa3<="" td=""><td>Baa1/P-2</td></baa1,>	Baa1/P-2
Back-up Servicer(s)	n/a			-		
Interest Rate Swap Provider	Yorkshire Building	Society	< F3/BBB-	A-/F1	< P-2/A3	Baa1/P-2
Swap notional amount(s) (GBP)	3,498,254,195					
Swap potional maturity/ies	Loan balance zero					

1.75% 3.05%

swap notionat maturity/les	LUdii
LLP receive rate/margin	
LLP pay rate/margin	
Collateral posting amount(s) (GBP)	

Accounts, Ledgers

	Value as of End Date of reporting period	Value as of Start Date of reporting period	TARGETED VALUE
Revenue receipts / ledger		1 31	
Beg Balance	0	n/a	n/a
Third party payments	(100)	n/a	n/a
Interest on Mortgages	8,630,449	n/a	n/a
Interest on GIC	16,779	n/a	n/a
Interest on Sub Assets	0	n/a	n/a
Interest on Authorised Investments	0	n/a	n/a
Transfer from Coupon payment ledger	0	n/a	n/a
Other Revenue	0	n/a	n/a
Amounts transferred from / (to) Reserve Fund	0	n/a	n/a
Cash Capital Contribution deemed to be revenue	0	n/a	n/a
Net interest from / (to) Interest Rate Swap Provider	(3,980,103)	n/a	n/a
Interest (to) Covered Bond Swap Providers	(2,556,934)	n/a	n/a
Pre-funding of monthly swap payments / other payments	(_,,,)	n/a	n/a
Interest paid on Covered Bonds without Covered Bonds Swaps	0	n/a	n/a
Deferred Consideration	(2.110.092)	n/a	n/a
Closing Balance	0	n/a	n/a
Principal receipts / ledger			
Beg Balance	0	n/a	n/a
Principal repayments under mortgages	54.206.853	n/a	n/a
Proceeds from Term Advances	0	n/a	n/a
Mortgages Purchased	0	n/a	n/a
Cash Captial Contributions deemed to be principal	0	n/a	n/a
Proceeds from Mortgage Sales	1,884,050	n/a	n/a
Principal payments to Covered Bonds Swap Providers	0	n/a	n/a
Principal paid on Covered Bonds without Covered Bonds Swaps	0	n/a	n/a
Capital Distribution	(56,090,903)	n/a	n/a
Closing Balance	0	n/a	n/a
Reserve receipts / ledger			
Beg Balance	7.909.251	n/a	n/a
Transfers to GIC	0	n/a	n/a
Interest on GIC	0	n/a	n/a
Reserve Required Amount movement	0	n/a	n/a
Transfers from GIC	0	n/a	n/a
Closing Balance	7,909,251	n/a	7,887,194
Capital Account receipts / ledger	,,		,,
Beg Balance	1,699,034,385	n/a	n/a
Increase in loan balance due to Capitalised interest	0	n/a	n/a
Increase in loan balance due to Further Advances	1,841,169	n/a	n/a
Increase in loan balance due to insurance & fees	209,324	n/a	n/a
Capital Contributions	0	n/a	n/a
Capital Distribution	(56,090,903)	n/a	n/a
Losses from Capital Contribution in Kind	(,,,,,,,,,,,,-	n/a	n/a
Closing Balance	1.644.993.974	n/a	n/a

Asset Coverage Test

	Value	Description
A	3,094,917,506	Adjusted current balance
		Principal collections not yet
В		applied
c		Qualifying additional collateral
D	0	Substitute assets
E	n/a	Proceeds of sold mortgage loans
V		Set-off offset loans
W		Personal secured loans
x	n/a	Flexible draw capacity
Y	179,108,736	Set-off
Z	98,641,384	Negative carry
Total: A + B + C + D - (Y + Z)	2,871,374,238	
Method Used for Calculating "A" (note 1)	A (ii)	
Asset Percentage (%)	88.00%	
Maximum asset percentage from Fitch (%)	88.00%	
Maximum asset percentage from Moody's (%)	89.50%	1
Maximum asset percentage from S&P (%)	n/a	1
Credit support as derived from ACT (GBP)	993,374,238	
Credit support as derived from ACT (%)	52.9%]

Note 1

(i) Adjusted True Balance less deemed reductions. (ii) Arrears Adjusted True Balance less deemed Reductions multiplied by the Asset Percentage

Programme-Level Characteristics

Programme Currency	EUR
Programme size	7,500,000,000
Covered bonds principal amount outstanding (GBP, non-GBP series converted at	
swap FX rate)	1,878,000,000
Covered bonds principal amount outstanding (GBP, non-GBP series converted at	
current spot rate)	1,897,740,000
Cover pool balance (GBP)	3,519,791,356
GIC account balance (GBP)	70,763,332
Any additional collateral (please specify)	C
Any additional collateral (GBP)	C
Aggregate balance of off-set mortgages (GBP)	1,148,484,776
Aggregate deposits attaching to the cover pool (GBP)	179,108,736
Aggregate deposits attaching specifically to the off-set mortgages (GBP)	176,214,015
Nominal level of overcollateralisation (GBP)	1,641,791,356
Nominal level of overcollateralisation (%)	187.49
Total Outstanding Current Balance of Mortgages in the Portfolio	3,519,791,356
Number of Mortgages in Pool	31,831
Average loan balance (GBP)	110,577
Weighted average indexed LTV (%)	50.43
Weighted average non-indexed LTV (%)	58.17
Weighted average seasoning (months)	69.81
Weighted average remaining term (months)	219.83
Weighted average interest rate (%)	3.20
Standard Variable Rate(s) (%)	4.99
Constant Pre-Payment Rate (%, current month)	13.84
Constant Pre-Payment Rate (%, quarterly average)	14.79
Principal Payment Rate (%, current month)	18.19
Principal Payment Rate (%, quarterly average)	19.19
Constant Default Rate (%, current month)	(
Constant Default Rate (%, quarterly average)	(
Fitch Discontinuity Factor (%)	4 (moderate risk
Moody's Timely Payment Indicator	Probable
Moody's Collateral Score (%)	5.0 / 3.1

Mortgage Collections

Mortgage collections (scheduled - interest)	8,630,449
Mortgage collections (scheduled - principal)	13,025,116
Mortgage collections (unscheduled - interest)	0
Mortgage collections (unscheduled - principal)	41,181,737

Loan Redemptions & Replenishments Since Previous Reporting Date

	Number	% of total number	Amount (GBP)	% of total amount
Loan redemptions since previous reporting date	316	88.27%	34,702,868	94.79%
Loans bought back by seller(s)	42	11.73%	1,907,987	5.21%
of which are non-performing loans	0	0.00%	0	0.00%
of which have breached R&Ws	0	0.00%	0	0.00%
Loans sold into the cover pool	0	n/a	0	n/a

Product Rate Type and Reversionary Profiles

Product Rate Type and Reversionary Profiles				Weighted average					
	Number	% of total number	Amount (GBP)	% of total amount	Current rate	Remaining teaser period (month)	Current margin	Reversionary margin	Initial rate
Fixed at origination, reverting to SVR	25,450	79.95%	3,020,204,535	85.81%	3.26%	23.25	0	4.38	3.21%
Fixed at origination, reverting to Libor	0	0.00%	0	0.00%	0.00%	0	0	0	0.00%
Fixed at origination, reverting to tracker	2,617	8.22%	236,117,927	6.71%	2.75%	0	2.25	2.25	5.44%
Fixed for life	0	0.00%	0	0.00%	0.00%	0	0	0	0.00%
Tracker at origination, reverting to SVR	996	3.13%	73,158,269	2.08%	4.13%	1.16	0	4.38	3.43%
Tracker at origination, reverting to Libor	0	0.00%	0	0.00%	0.00%	0	0	0	0.00%
Tracker for life	2,529	7.95%	181,023,375	5.14%	2.20%	140.62	1.7	0	4.65%
SVR, including discount to SVR	239	0.75%	9,287,251	0.26%	4.97%	142.65	0	4.38	5.13%
Libor	0	0.00%	0	0.00%	0.00%	0	0	0	0.00%
Total	31,831	100.00%	£ 3,519,791,356	100.00%					

Stratifications

Arrears Breakdown	Number	% of Total Number	Amount	% of Total Amount
Current	31,552	99.12%	3,493,201,769	99.24%
0-1 month in arrears	148	0.46%	13,529,401	0.38%
1-2 months in arrears (greater than 1 month, includes 2 months)	69	0.22%	6,329,817	0.18%
2-3 months in arrears (greater than 2 months, includes 3 months)	31	0.10%	3,836,113	0.11%
3-6 months in arrears (greater than 3 month, includes 6 months)	31	0.10%	2,894,256	0.08%
6-12 months in arrears (greater than 6 months, includes 12 months)	0	0.00%	0	0.00%
12+ months in arrears (greater than 12 months)	0	0.00%	0	0.00%
Total	31.831	100.00%	f. 3.519.791.356	100.00%

Current LTV (Non-Indexed)	Number	% of Total Number	Amount	% of Total Amount
0-50% - Non Indexed	16,404	51.53%	1,123,753,669	31.93%
50-55%	1,946	6.11%	257,297,537	7.31%
55-60%	2,279	7.16%	329,238,465	9.35%
60-65%	2,350	7.38%	361,781,661	10.28%
65-70%	2,413	7.58%	395,265,434	11.23%
70-75%	2,069	6.50%	349,176,413	9.92%
75-80%	1,285	4.04%	196,503,696	5.58%
80-85%	1,525	4.79%	256,307,958	7.28%
85-90%	1,040	3.27%	170,135,354	4.83%
90-95%	415	1.30%	63,395,543	1.80%
95-100%	80	0.25%	13,249,429	0.38%
100-105%	18	0.06%	2,431,342	0.07%
105-110%	2	0.01%	404,096	0.01%
110-125%	2	0.01%	308,603	0.01%
125%+	3	0.01%	542,158	0.02%
Total	31,831	100.00%	£ 3,519,791,356	100.00%

Current LTV (Indexed as Defined in OC)	Number	% of Total Number	Amount	% of Total Amount
0-50% - Indexed	19,721	61.96%	1,652,886,056	46.96%
50-55%	2,304	7.24%	366,274,183	10.41%
55-60%	2,171	6.82%	336,616,122	9.56%
60-65%	1,977	6.21%	307,803,064	8.74%
65-70%	1,662	5.22%	261,292,242	7.42%
70-75%	1,259	3.96%	199,827,232	5.68%
75-80%	1,178	3.70%	175,315,528	4.98%
80-85%	946	2.97%	134,995,874	3.84%
85-90%	390	1.23%	53,978,447	1.53%
90-95%	141	0.44%	18,690,212	0.53%
95-100%	42	0.13%	5,696,120	0.16%
100-105%	25	0.08%	4,262,379	0.12%
105-110%	11	0.03%	1,418,560	0.04%
110-125%	4	0.01%	735,336	0.02%
125%+	0	0.00%	0	0.00%
Total	31,831	100.00%	£ 3,519,791,356	100.00%

Current outstanding balance of loan	Number	% of total number	Amount (GBP)	% of total amount
0-5,000	1,002	3.15%	1,895,700	0.05%
5,000-10,000	661	2.08%	5,058,532	0.14%
10,000-25,000	2,739	8.60%	49,083,385	1.39%
25,000-50,000	4,952	15.56%	185,543,132	5.27%
50,000-75,000	4,704	14.78%	293,954,418	8.35%
75,000-100,000	4,178	13.13%	364,340,602	10.35%
100,000-150,000	6,175	19.40%	757,213,755	21.51%
150,000-200,000	3,189	10.02%	548,263,125	15.58%
200,000-250,000	1,702	5.35%	379,434,381	10.78%
250,000-300,000	917	2.88%	250,615,600	7.12%
300,000-350,000	564	1.77%	181,890,836	5.17%
350,000-400,000	328	1.03%	122,263,605	3.47%
400,000-450,000	215	0.68%	91,297,349	2.59%
450,000-500,000	165	0.52%	77,902,579	2.21%
500,000-600,000	180	0.57%	98,312,486	2.79%
600,000-700,000	99	0.31%	63,659,523	1.81%
700,000-800,000	33	0.10%	24,369,096	0.69%
800,000-900,000	18	0.06%	15,319,050	0.44%
900,000-1,000,000	10	0.03%	9,374,202	0.27%
1,000,000 +	0	0.00%	0	0.00%
Total	31,831	100.00%	£ 3,519,791,356	100.00%

Regional Distribution	Number	% of Total Number	Amount	% of Total Amount
East Anglia	903	2.84%	106,791,021	3.03%
East Midlands	1,514	4.76%	168,217,603	4.78%
Greater London	2,591	8.14%	585,474,709	16.63%
Northern Ireland	184	0.58%	18,450,022	0.52%
North	1,854	5.82%	150,180,126	4.27%
North West	5,154	16.19%	456,218,777	12.96%
Scotland	3,891	12.22%	352,905,465	10.03%
South East	3,663	11.51%	590,352,481	16.77%
South West	1,454	4.57%	167,773,759	4.77%
Wales	1,372	4.31%	119,030,193	3.38%
West Midlands	1,690	5.31%	185,211,853	5.26%
Yorkshire and Humberside	7,561	23.75%	619,185,346	17.59%
Other	0	0.00%	0	0.00%
Total	31,831	100.00%	£ 3,519,791,356	100.00%
Repayment type	Number	% of total number	Amount (GBP)	% of total amount
Capital repayment	18,976	59.61%	2,133,937,585	60.63%
Part-and-part	0	0.00%	0	0.00%
Interest-only	2,060	6.47%	237,368,994	6.74%
Offset	10,795	33.91%	1,148,484,776	32.63%
Total	31,831	100.00%	£ 3,519,791,356	100.00%

Seasoning	Number	% of total number	Amount (GBP)	% of total amount
0-12 months	105	0.33%	23,500,784	0.67%
12-24 months	4.853	15.25%	922,243,973	26.20%
24-36 months	4,853	12.29%	702,306,226	19.95%
36-48 months	3,912	12.29%	59,006,303	19.95%
48-60 months	1.188	3.73%	167,478,742	4.76%
60-72 months	1,459	4.58%	185,230,152	5.26%
72-84 months	858	2.70%	92,262,796	2.62%
84-96 months	948	2.98%	98,023,737	2.78%
96-108 months	2,428	7.63%	247,316,483	7.03%
108-120 months	3,379	10.62%	293,296,184	8.33%
120-150 months	5,470	17.18%	387,547,485	11.01%
150-180 months	6,322	19.86%	316,078,508	8.98%
180+ months	524	1.65%	25,499,984	0.72%
Total	31,831	100.00%	£ 3,519,791,356	100.00%
Interest payment type	Number	% of total number	Amount (GBP)	% of total amount
Fixed	21,592	67.83%	2,760,173,830	78.42%
SVR	4,984	15.66%	327,537,626	9.31%
Tracker	5,255	16.51%	432,079,900	12.28%
Other (please specify)	0	0.00%	0.00	0.00%
Total	31,831	100.00%	£ 3,519,791,356	100.00%
	,		,,,	
Loan purpose type	Number	% of total number	Amount (GBP)	% of total amount
Owner-occupied	31,831	100.00%	3,519,791,356	100.00%
Buy-to-let	0	0.00%	0	0.00%
Second home	0	0.00%	0	0.00%
Total	31,831	100.00%	£ 3,519,791,356	100.00%
Total	51,051	100.00%	2 3,317,771,330	100.00%
Income verification type	Number	% of total number	Amount (GBP)	% of total amount
	Number 31,831	% of total number 100.00%	3,519,791,356	% of total amount 100.00%
Fully verified				
Fast-track	0	0.00%	0	0.00%
Self-certified	0	0.00%	0	0.00%
Total	31,831	100.00%	£ 3,519,791,356	100.00%
Remaining term of loan	Number	% of total number	Amount (GBP)	% of total amount
0-30 months	1,302	4.09%	36,375,294	1.03%
30-60 months	1,702	5.35%	67,578,865	1.92%
60-120 months	5,467	17.18%	322,906,079	9.17%
120-180 months	8,814	27.69%	752,234,037	21.37%
180-240 months	6,143	19.30%	823,682,535	23.40%
240-300 months	6,143 5,355	16.82%	961,961,121	27.33%
	6,143			
240-300 months	6,143 5,355	16.82%	961,961,121	27.33%
240-300 months 300-360 months	6,143 5,355 2,066	16.82% 6.49%	961,961,121 370,491,014	27.33% 10.53%
240-300 months 300-360 months 360+ months	6,143 5,355 2,066 982	16.82% 6.49% 3.09%	961,961,121 370,491,014 184,562,413	27.33% 10.53% 5.24%
240-300 months 300-360 months 360+ months	6,143 5,355 2,066 982	16.82% 6.49% 3.09%	961,961,121 370,491,014 184,562,413	27.33% 10.53% 5.24%
240-300 months 300-360 months 360+ months Total	6,143 5,355 2,066 982 31,831	16.82% 6.49% 3.09%	961,961,121 370,491,014 184,562,413 £ 3,519,791,356	27.33% 10.53% 5.24% 100.00%
240-300 months 300-360 months 300-months Total Employment status	6,143 5,355 2,066 982 31,831 Number	16.82% 6.49% 3.09% 100.00% % of total number	961,961,121 370,491,014 184,562,413 £ 3,519,791,356 Amount (GBP)	27.33% 10.53% 5.24% 100.00%
240-300 months 300-360 months 306- months Total Employment status Employment status Employed Self-employed	6,143 5,355 2,066 982 31,831 Number 21,816	16.82% 6.49% 3.09% 100.00% % of total number 68.54%	961,961,121 370,491,014 184,562,413 £ 3,519,791,356 Amount (GBP) 2,875,718,637 151,038,548	27.33% 10.53% 5.24% 100.00% % of total amount 81.70% 4.29%
240-300 months 300-360 months 300-months Total Employment status Employed Self-employed Unemployed	6,143 5,355 2,066 982 31,831 Number 21,816 955 82	16.82% 6.49% 100.00% % of total number 68.54% 3.00% 0.26%	961,961,121 370,491,014 184,562,413 £ 3,519,791,356 Amount (GBP) 2,875,718,637 151,038,548 6,682,145	27.33% 10.53% 5.24% 100.00% % of total amount 81.70% 4.29% 0.19%
240-300 months 300-360 months 300-360 months 306- months Total Employment status Employed Self-employed Unemployed Retired	6,143 5,355 2,066 982 31,831 Number 21,816 955 82 371	16.82% 6.49% 3.09% 100.00% % of total number 66.54% 3.00% 0.26% 1.17%	961,961,121 370,491,014 184,562,413 £ 3,519,791,356 Amount (GBP) 2,875,718,637 151,038,548 6,682,145 18,854,688	27.33% 10.53% 5.24% 100.00% % of total amount 81.70% 4.29% 0.19% 0.54%
240-300 months 300-360 months 300-360 months 300-360 months Total Employment status Employment status Employed Self-employed Unermployed Retired Guarantor	6,143 5,355 2,066 982 31,831 Number 21,816 955 82 3311 0 0	16.82% 6.49% 3.09% 100.00% % of total number 68.54% 3.00% 0.26% 1.17% 0.00%	961,961,121 370,491,014 184,552,413 E 3,519,791,356 Amount (GBP) 2,875,718,637 151,038,548 6,682,145 18,854,688 0	27.33% 10.53% 5.24% 100.00% % of total amount 81.70% 4.29% 0.19% 0.54% 0.00%
240-300 months 300-360 months 300-360 months 306- months Total Employment status Employed Self-employed Unemployed Retired	6,143 5,355 2,066 982 31,831 Number 21,816 955 82 371	16.82% 6.49% 3.09% 100.00% % of total number 66.54% 3.00% 0.26% 1.17%	961,961,121 370,491,014 184,562,413 £ 3,519,791,356 Amount (GBP) 2,875,718,637 151,038,548 6,682,145 18,854,688	27.33% 10.53% 5.24% 100.00% % of total amount 81.70% 4.29% 0.19% 0.54%

Covered Bonds Outstanding, Associated Derivatives (please disclose for all bonds outstanding)

Series	7	9	10	11
Issue date	12/04/11	11/06/14	19/06/15	10/11/15
Original rating (Moody's/S&P/Fitch/DBRS)	Aa1/AAA	Aa1/AA+	Aaa/AAA	Aaa/AAA
Current rating (Moody's/S&P/Fitch/DBRS)	Aaa/AAA	Aaa/AAA	Aaa/AAA	Aaa/AAA
Denomination	GBP	EUR	EUR	EUR
Amount at issuance	750,000,000	500,000,000	500,000,000	500,000,000
Amount outstanding	750,000,000	500,000,000	500,000,000	500,000,000
FX swap rate (rate:£1)	n/a	1.230	1.372	1.401
Maturity type (hard/soft-bullet/pass-through)	soft-bullet	soft-bullet	soft-bullet	soft-bullet
Scheduled final maturity date	12/04/18	11/06/21	19/06/20	10/11/22
Legal final maturity date	12/04/19	11/06/22	19/06/21	10/11/23
ISIN	XS0616210752	XS1076256400	XS1248340587	XS1318364731
Stock exchange listing	London	London	London	London
Coupon payment frequency	Annual	Annual	Annual	Annual
Coupon payment date	12th	11th	19th	10th
Coupon (rate if fixed, margin and reference rate if floating)	4.750%	1.250%	0.500%	0.750%
Margin payable under extended maturity period (%)	1.275%	0.220%	0.040%	0.250%
Swap counterparty/ies	HSBC Bank Plc	Natixis	HSBC Bank Plc	HSBC Bank Plc
Swap notional denomination	GBP	EUR	EUR	EUR
Swap notional amount	750,000,000	500,000,000	500,000,000	500,000,000
Swap notional maturity	12/04/18	11/06/21	19/06/20	10/11/22
LLP receive rate/margin	4.750%	1.250%	0.500%	0.750%
LLP pay rate/margin	1.495% / 3m Libor	0.6% / 3m Libor	0.445% / 3m Libor	0.799% / 3m Libor
Collateral posting amount	0	0	0	0

Programme triggers

Counterparty / Events	Summary of Event	Trigger (Moody's, Fitch; short-term, long-term)	Trigger breached (yes/no)	Consequence of a trigger breach
Issuer Event of Default	Issuer failure to pay, insolvency, etc	Issuer failure to pay, insolvency, etc	No	Triggers a Notice to Pay on the LLP
Seller / Transfer of Legal Title	Seller long term ratings fall below Trigger	Long term: Baa3 (Moody's), BBB- (Fitch)	No	Details of the Borrowers with Loans to be delivered to the LLP, the Security Trustee (upon request) and the Rating Agencies
Seller / CB Collection Account	Seller long term ratings fall below Trigger	Short term: P-2 (Moody's), F2 (Fitch)	No	Set up a separate CB Collection Account
Account Bank	Account Bank long and short term ratings fall below Trigger	Short term: P-1 (Moody's), F1 (Fitch)	Yes	GIC Account and Transaction account to be closed with the credit transferred to the Stand-by GIC Account and Stand-by Transaction Account
Stand-by Account Bank	Standby Account Bank long and short term ratings fall below Trigger	Short term: P-1 (Moody's), F1 (Fitch)	No	Move to higher rated bank/guarantee required
Servicer (appointment of Back-up Servicer)	Servicer long term rating fall below Trigger	Long term: Baa1 (Moody's), BBB- (Fitch)	No	Appointment of the Back-up Servicer
Servicer (transfer servicing obiligation)	Servicer long term rating fall below Trigger	Long term: Baa3 (Moody's)	No	Transfer servicing obligation to the Back-up Servicer
Cash Manager (appointment of Back-up Cash Manager)	Cash Manager long term ratings fall below Trigger	Long term: Baa1 (Moody's)	No	Appointment of the Back-up Cash Manager
Cash Manager (transfer cash management obiligation)	Cash Manager long term ratings fall below Trigger	Long term: Baa3 (Moody's), BBB- (Fitch)	No	Transfer cash management obligation to the Back-up Cash Manager. The Asset Monitor to report on arithmetic accuracy of the Asset Coverage Test.
Cash Manager Relevant Event	Cash Manager long term ratings fall below Trigger	Long term: Baa1 (Moody's)	No	Seller to pre-fund the LLP with the coupon amount due in respect of the covered bonds
Interest Rate Swap Provider	Interest Rate Swap provider ratings fall below Trigger	Replacement Trigger Short term: P-2 (Moody's), F3(Fitch) Long term: A3 (Moody's), BBB- (Fitch)	No	Replace Interest Rate Swap Provider or procure co-obilgor or guartantee from sufficiently rated courterparty
Covered Bond Swap Provider - CB7	Covered Bond Swap Provider ratings fall below Trigger	Replacement Trigger Short term: P-2 (Moody's), F3 (Fitch) Long term: A3 (Moody's), B8B- (Fitch)	No	Replace Swap Provider with sufficiently rated counterparty
Covered Bond Swap Provider - CB9	Covered Bond Swap Provider ratings fall below Trigger	Replacement Trigger Short term: P-2 (Moody's), F3 (Fitch) Long term: A3 (Moody's), BBB- (Fitch)	No	Replace Swap Provider with sufficiently rated counterparty
Covered Bond Swap Provider - CB10	Covered Bond Swap Provider ratings fall below Trigger	<u>Replacement Trigger</u> Short term: N/A (Moody's), F3 (Fitch) Long term: Baa1 (Moody's), BBB- (Fitch)	No	Replace Swap Provider with sufficiently rated counterparty
Covered Bond Swap Provider - CB11	Covered Bond Swap Provider ratings fall below Trigger	Replacement Trigger Short term: N/A (Moody's), F3 (Fitch) Long term: Baa1 (Moody's), BBB- (Fitch)	No	Replace Swap Provider with sufficiently rated counterparty
LLP Event of Default	LLP failure to pay, Amortisation Test failure, etc	LLP failure to pay, Amortisation Test failure, etc	No	Bonds becoming immediately due and payable

Currency of assets

	Number	% of total number	Amount (GBP)	% of total amount
GBP	31,831	100.00%	£ 3,519,791,356	100.00%

Note 2

Non GBP bond issuance - all non GBP covered bonds are swapped back into GBP in line with rating agency criteria