Covered Bond Programme

Yorkshire Building Society €7.5bn Covered Bond Programme - Monthly Investor Report: August 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 | 21/09/2016 |
| Start Date of reporting period | 01/08/2016 |
| End Date of reporting period | 31/08/2016 |
| Web links - prospectus, transaction documents, loan-level data | http://www.ybs.co.uk/your-society/treasury/wholesale_funding/covered- |
| | bonds (reports html |

Counterparties, Ratings

| | | Counterparty/ies | | itch | Mood | fy's |
|------------------------------------|-------------------|------------------------|----------------|----------------|--|----------------|
| | | | Rating trigger | Current rating | Rating trigger | Current rating |
| Covered bonds | | | | AAA | | Aaa |
| Issuer | York | shire Building Society | - | A-/F1 | - | Baa1/P2 |
| Seller(s) | York | shire Building Society | < BBB-, < F2 | A-/F1 | < Baa3, < P-2 | Baa1/P-2 |
| Cash Manager | York | shire 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 | York | shire Building Society | < F1 | A-/F1 | < P-1 | Baa1/P-2 |
| Stand-by Account Bank | | HSBC Bank plc | < F1 | AA-/F1+ | < P-1 | Aa2/P-1 |
| Servicer(s) | York | shire 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 | York | shire Building Society | < F3/BBB- | A-/F1 | < P-2/A3 | Baa1/P-2 |
| Swap notional amount(s) (GBP) | 3,307,540,132 | | | | | |
| Swap notional maturity/ies | Loan balance zero | | | | | |
| LLP receive rate/margin | 1.69% | | | | | |
| LLP pay rate/margin | 3.01% | | | | | |
| Collateral posting amount(s) (GBP) | 0 | | | | | |

Accounts, Ledgers

| Accounts, Ledgers | | | |
|---|---|---------------------------|----------------|
| | Value as of End Date of reporting | Value as of Start Date of | |
| | period | reporting period | TARGETED VALUE |
| Revenue receipts / ledger | | | |
| Beg Balance | 0 | | n/a |
| Third party payments | (100) | n/a | n/a |
| Interest on Mortgages | 8,055,703 | n/a | n/a |
| Interest on GIC | 13,399 | n/a | n/a |
| Interest on Sub Assets | 0 | n/a | n/a |
| Interest on Authorised Investments | 0 | | n/a |
| Transfer from Coupon payment ledger | 0 | | 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 | (3,706,807) | n/a | n/a |
| Interest (to) Covered Bond Swap Providers | (2,378,043) | n/a | n/a |
| Pre-funding of monthly swap payments / other payments | 0 | n/a | n/a |
| Interest paid on Covered Bonds without Covered Bonds Swaps | 0 | n/a | n/a |
| Deferred Consideration | (1,984,152) | 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 | 66,800,926 | 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 | 1,625,918 | 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 | (68,426,844) | 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 | 7,595,822 |
| Capital Account receipts / ledger | | | ,,. |
| Beg Balance | 1,542,418,318 | n/a | n/a |
| Increase in loan balance due to Capitalised interest | ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,, | n/a | n/a |
| Increase in loan balance due to Further Advances | 2,196,469 | | n/a |
| Increase in loan balance due to insurance & fees | 222,554 | n/a | n/a |
| Capital Contributions | | n/a | n/a |
| Capital Distribution | (68,426,844) | n/a | n/a |
| Losses from Capital Contribution in Kind | (00,120,011) | n/a | n/a |
| Closing Balance | 1,476,410,497 | | n/a |
| closing balance | 1,470,410,497 | n/a | n/a |

Asset Coverage Test

| | Value | Description |
|---|---------------|----------------------------------|
| A | 2,946,986,696 | Adjusted current balance |
| | | Principal collections not yet |
| В | 66,800,926 | applied |
| c | 0 | Qualifying additional collateral |
| D | 0 | Substitute assets |
| E | n/a | Proceeds of sold mortgage loans |
| v | n/a | Set-off offset loans |
| W | n/a | Personal secured loans |
| X | n/a | Flexible draw capacity |
| Y | 178,472,842 | Set-off |
| Z | 92,179,214 | Negative carry |
| Total: A + B + C + D - (Y + Z) | 2,743,135,566 | |
| | | |
| 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) | 865,135,566 | 1 |
| Credit support as derived from ACT (%) | 46.1% | 1 |

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) | 2,025,960,000 |
| Cover pool balance (GBP) | 3,351,437,695 |
| GIC account balance (GBP) | 82,779,279 |
| Any additional collateral (please specify) | 0 |
| Any additional collateral (GBP) | 0 |
| Aggregate balance of off-set mortgages (GBP) | 1,094,301,051 |
| Aggregate deposits attaching to the cover pool (GBP) | 178,472,842 |
| Aggregate deposits attaching specifically to the off-set mortgages (GBP) | 175,037,381 |
| Nominal level of overcollateralisation (GBP) | 1,473,437,695 |
| Nominal level of overcollateralisation (%) | 178.5% |
| Total Outstanding Current Balance of Mortgages in the Portfolio | 3,351,437,695 |
| Number of Mortgages in Pool | 30,730 |
| Average loan balance (GBP) | 109,061 |
| Weighted average indexed LTV (%) | 48.95 |
| Weighted average non-indexed LTV (%) | 57.53 |
| Weighted average seasoning (months) | 72.87 |
| Weighted average remaining term (months) | 217.03 |
| Weighted average interest rate (%) | 3.16 |
| Standard Variable Rate(s) (%) | 4.99 |
| Constant Pre-Payment Rate (%, current month) | 18.96 |
| Constant Pre-Payment Rate (%, quarterly average) | 15.10 |
| Principal Payment Rate (%, current month) | 23.45 |
| Principal Payment Rate (%, quarterly average) | 19.61 |
| Constant Default Rate (%, current month) | 0 |
| Constant Default Rate (%, quarterly average) | 0 |
| 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) | 8,055,703 |
|--|------------|
| Mortgage collections (scheduled - principal) | 12,855,448 |
| Mortgage collections (unscheduled - interest) | (|
| Mortgage collections (unscheduled - principal) | 53,945,478 |

Loan Redemptions & Replenishments Since Previous Reporting Date

| | Number | % of total number | Amount (GBP) | % of total amount |
|--|--------|-------------------|--------------|-------------------|
| Loan redemptions since previous reporting date | 388 | 90.44% | 43,820,512 | 96.35% |
| Loans bought back by seller(s) | 41 | 9.56% | 1,659,480 | 3.65% |
| 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 | | | | Weigl | nted 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 | 20,759 | 67.55% | 2,621,542,606 | 78.22% | 3.04% | 25.10 | 0.00 | 0.00 | 0.00% |
| Fixed at origination, reverting to Libor | 0 | 0.00% | 0 | 0.00% | 0.00% | 0.00 | 0.00 | 0.00 | 0.00% |
| Fixed at origination, reverting to tracker | 0 | 0.00% | 0 | 0.00% | 0.00% | 0.00 | 0.00 | 0.00 | 0.00% |
| Fixed for life | 0 | 0.00% | 0 | 0.00% | 0.00% | 0.00 | 0.00 | 0.00 | 0.00% |
| Tracker at origination, reverting to SVR | 69 | 0.22% | 10,921,676 | 0.33% | 1.86% | 4.15 | 0.01 | 0.00 | 0.00% |
| Tracker at origination, reverting to Libor | 0 | 0.00% | 0 | 0.00% | 0.00% | 0.00 | 0.00 | 0.00 | 0.00% |
| Tracker for life | 4,945 | 16.09% | 396,339,274 | 11.83% | 2.50% | 0.00 | 0.02 | 0.02 | 0.00% |
| SVR, including discount to SVR | 4,957 | 16.13% | 322,634,139 | 9.63% | 4.99% | 0.00 | 0.00 | 0.00 | 0.00% |
| Libor | 0 | 0.00% | 0 | 0.00% | 0.00% | 0.00 | 0.00 | 0.00 | 0.00% |
| Total | 30,730 | 100.00% | £ 3,351,437,695 | 100.00% | | | | | |

Stratifications

| Arrears Breakdown | Number | % of Total Number | Amount | % of Total Amount |
|--|--------|-------------------|-----------------|-------------------|
| Current | 30,462 | 99.13% | 3,326,402,628 | 99.25% |
| 0-1 month in arrears | 151 | 0.49% | 13,023,785 | 0.39% |
| 1-2 months in arrears (greater than 1 month, includes 2 months) | 59 | 0.19% | 5,857,501 | 0.17% |
| 2-3 months in arrears (greater than 2 months, includes 3 months) | 30 | 0.10% | 2,704,006 | 0.08% |
| 3-6 months in arrears (greater than 3 month, includes 6 months) | 28 | 0.09% | 3,449,775 | 0.10% |
| 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 | 30,730 | 100.00% | £ 3,351,437,695 | 100.00% |

| Current LTV (Non-Indexed) | Number | % of Total Number | Amount | % of Total Amount |
|---------------------------|--------|-------------------|-----------------|-------------------|
| 0-50% - Non Indexed | 16,151 | 52.56% | 1,097,882,170 | 32.76% |
| 50-55% | 1,955 | 6.36% | 263,839,081 | 7.87% |
| 55-60% | 2,173 | 7.07% | 311,710,904 | 9.30% |
| 60-65% | 2,273 | 7.40% | 351,186,302 | 10.48% |
| 65-70% | 2,351 | 7.65% | 384,747,461 | 11.48% |
| 70-75% | 1,835 | 5.97% | 306,517,752 | 9.15% |
| 75-80% | 1,251 | 4.07% | 191,712,870 | 5.72% |
| 80-85% | 1,383 | 4.50% | 227,816,448 | 6.80% |
| 85-90% | 908 | 2.95% | 146,233,669 | 4.36% |
| 90-95% | 354 | 1.15% | 54,263,104 | 1.62% |
| 95-100% | 73 | 0.24% | 12,200,182 | 0.36% |
| 100-105% | 17 | 0.06% | 2,201,546 | 0.07% |
| 105-110% | 1 | 0.00% | 277,637 | 0.01% |
| 110-125% | 2 | 0.01% | 306,762 | 0.01% |
| 125%+ | 3 | 0.01% | 541,808 | 0.02% |
| Total | 30,730 | 100.00% | £ 3,351,437,695 | 100.00% |

| Current LTV (Indexed as Defined in OC) | Number | % of Total Number | Amount | % of Total Amount |
|--|--------|-------------------|-----------------|-------------------|
| 0-50% - Indexed | 19,770 | 64.33% | 1,670,023,063 | 49.83% |
| 50-55% | 2,234 | 7.27% | 352,525,484 | 10.52% |
| 55-60% | 2,080 | 6.77% | 321,883,914 | 9.60% |
| 60-65% | 1,851 | 6.02% | 285,473,688 | 8.52% |
| 65-70% | 1,474 | 4.80% | 230,813,495 | 6.89% |
| 70-75% | 1,226 | 3.99% | 192,765,373 | 5.75% |
| 75-80% | 1,062 | 3.46% | 152,768,489 | 4.56% |
| 80-85% | 662 | 2.15% | 93,126,592 | 2.78% |
| 85-90% | 239 | 0.78% | 33,215,026 | 0.99% |
| 90-95% | 72 | 0.23% | 9,383,298 | 0.28% |
| 95-100% | 32 | 0.10% | 4,938,857 | 0.15% |
| 100-105% | 19 | 0.06% | 3,136,038 | 0.09% |
| 105-110% | 6 | 0.02% | 766,625 | 0.02% |
| 110-125% | 3 | 0.01% | 617,752 | 0.02% |
| 125%+ | 0 | 0.00% | 0 | 0.00% |
| Total | 30,730 | 100.00% | £ 3,351,437,695 | 100.00% |

| Current outstanding balance of loan | Number | % of total number | Amount (GBP) | % of total amount |
|-------------------------------------|--------|-------------------|-----------------|-------------------|
| 0-5,000 | 995 | 3.24% | 1,844,746 | 0.06% |
| 5,000-10,000 | 666 | 2.17% | 5,096,301 | 0.15% |
| 10,000-25,000 | 2,696 | 8.77% | 48,185,516 | 1.44% |
| 25,000-50,000 | 4,853 | 15.79% | 181,811,648 | 5.42% |
| 50,000-75,000 | 4,580 | 14.90% | 286,219,177 | 8.54% |
| 75,000-100,000 | 4,040 | 13.15% | 352,448,876 | 10.52% |
| 100,000-150,000 | 5,913 | 19.24% | 725,503,423 | 21.65% |
| 150,000-200,000 | 2,991 | 9.73% | 513,596,301 | 15.32% |
| 200,000-250,000 | 1,618 | 5.27% | 360,064,953 | 10.74% |
| 250,000-300,000 | 875 | 2.85% | 239,014,983 | 7.13% |
| 300,000-350,000 | 521 | 1.70% | 167,983,017 | 5.01% |
| 350,000-400,000 | 312 | 1.02% | 116,458,018 | 3.47% |
| 400,000-450,000 | 196 | 0.64% | 83,102,449 | 2.48% |
| 450,000-500,000 | 155 | 0.50% | 73,162,019 | 2.18% |
| 500,000-600,000 | 169 | 0.55% | 92,128,853 | 2.75% |
| 600,000-700,000 | 99 | 0.32% | 63,698,695 | 1.90% |
| 700,000-800,000 | 26 | 0.08% | 19,210,924 | 0.57% |
| 800,000-900,000 | 18 | 0.06% | 15,278,853 | 0.46% |
| 900,000-1,000,000 | 7 | 0.02% | 6,628,941 | 0.20% |
| 1,000,000 + | 0 | 0.00% | 0 | 0.00% |
| Total | 30,730 | 100.00% | £ 3,351,437,695 | 100.00% |

| Regional Distribution | Number | % of Total Number | Amount | % of Total Amount |
|--------------------------|--------|-------------------|-----------------|-------------------|
| East Anglia | 870 | 2.83% | 101,431,162 | 3.03% |
| East Midlands | 1,477 | 4.81% | 161,952,146 | 4.83% |
| Greater London | 2,470 | 8.04% | 550,472,743 | 16.42% |
| Northern Ireland | 181 | 0.59% | 17,819,334 | 0.53% |
| North | 1,791 | 5.83% | 144,560,127 | 4.31% |
| North West | 4,993 | 16.25% | 437,605,125 | 13.06% |
| Scotland | 3,769 | 12.26% | 337,321,345 | 10.06% |
| South East | 3,501 | 11.39% | 557,558,204 | 16.64% |
| South West | 1,400 | 4.56% | 160,451,812 | 4.79% |
| Wales | 1,335 | 4.34% | 114,593,071 | 3.42% |
| West Midlands | 1,616 | 5.26% | 175,007,948 | 5.22% |
| Yorkshire and Humberside | 7,327 | 23.84% | 592,664,676 | 17.68% |
| Other | 0 | 0.00% | 0 | 0.00% |
| Total | 30,730 | 100.00% | £ 3,351,437,695 | 100.00% |
| | | | | |
| Repayment type | Number | % of total number | Amount (GBP) | % of total amount |
| Capital repayment | 18,331 | 59.65% | 2,035,907,372 | 60.75% |
| Part-and-part | 0 | 0.00% | 0 | 0.00% |
| Interest-only | 1,937 | 6.30% | 221,229,272 | 6.60% |
| Offset | 10,462 | 34.04% | 1,094,301,051 | 32.65% |
| Total | 30,730 | 100.00% | £ 3,351,437,695 | 100.00% |

| Seasoning | Number | % of total number | Amount (GBP) | % of total amount |
|----------------|--------|-------------------|-----------------|-------------------|
| 0-12 months | 0 | 0.00% | 0 | 0.00% |
| 12-24 months | 3,220 | 10.48% | 612,050,945 | 18.26% |
| 24-36 months | 5,163 | 16.80% | 934,055,272 | 27.87% |
| 36-48 months | 324 | 1.05% | 41,626,245 | 1.24% |
| 48-60 months | 1,202 | 3.91% | 173,691,022 | 5.18% |
| 60-72 months | 1,165 | 3.79% | 147,541,266 | 4.40% |
| 72-84 months | 927 | 3.02% | 102,402,585 | 3.06% |
| 84-96 months | 881 | 2.87% | 91,199,313 | 2.72% |
| 96-108 months | 1,982 | 6.45% | 206,282,232 | 6.16% |
| 108-120 months | 3,083 | 10.03% | 275,806,068 | 8.23% |
| 120-150 months | 5,745 | 18.70% | 415,803,138 | 12.41% |
| 150-180 months | 6,029 | 19.62% | 304,154,392 | 9.08% |
| 180+ months | 1,009 | 3.28% | 46,825,218 | 1.40% |
| Total | 30,730 | 100.00% | £ 3,351,437,695 | 100.00% |

| Interest payment type | Number | % of total number | Amount (GBP) | % of total amount |
|------------------------|--------|-------------------|-----------------|-------------------|
| Fixed | 20,759 | 67.55% | 2,621,542,606 | 78.22% |
| SVR | 4,957 | 16.13% | 322,634,139 | 9.63% |
| Tracker | 5,014 | 16.32% | 407,260,950 | 12.15% |
| Other (please specify) | 0 | 0.00% | 0.00 | 0.00% |
| Total | 30,730 | 100.00% | £ 3.351.437.695 | 100.00% |

| Loan purpose type | Number | % of total number | Amount (GBP) | % of total amount |
|-------------------|--------|-------------------|-----------------|-------------------|
| Owner-occupied | 30,730 | 100.00% | 3,351,437,695 | 100.00% |
| Buy-to-let | 0 | 0.00% | 0 | 0.00% |
| Second home | 0 | 0.00% | 0 | 0.00% |
| Total | 30,730 | 100.00% | £ 3,351,437,695 | 100.00% |

| Income verification type | Number | % of total number | Amount (GBP) | % of total amount |
|--------------------------|--------|-------------------|-----------------|-------------------|
| Fully verified | 30,730 | 100.00% | 3,351,437,695 | 100.00% |
| Fast-track | 0 | 0.00% | 0 | 0.00% |
| Self-certified | 0 | 0.00% | 0 | 0.00% |
| Total | 30,730 | 100.00% | £ 3,351,437,695 | 100.00% |

| Remaining term of loan | Nu | mber | % of total number | Amount (GBP) | % of total amount |
|------------------------|----|--------|-------------------|-----------------|-------------------|
| 0-30 months | | 1,250 | 4.07% | 34,232,253 | 1.02% |
| 30-60 months | | 1,759 | 5.72% | 69,877,928 | 2.09% |
| 60-120 months | | 5,592 | 18.20% | 326,277,235 | 9.74% |
| 120-180 months | | 8,539 | 27.79% | 737,275,145 | 22.00% |
| 180-240 months | | 5,772 | 18.78% | 779,228,277 | 23.25% |
| 240-300 months | | 4,998 | 16.26% | 892,978,569 | 26.64% |
| 300-360 months | | 1,913 | 6.23% | 343,255,933 | 10.24% |
| 360+ months | | 907 | 2.95% | 168,312,355 | 5.02% |
| Total | | 30,730 | 100.00% | £ 3,351,437,695 | 100.00% |

| Employment status | Number | % of total number | Amount (GBP) | % of total amount |
|-------------------|--------|-------------------|-----------------|-------------------|
| Employed | 21,062 | 68.54% | 2,737,642,209 | 81.69% |
| Self-employed | 919 | 2.99% | 143,317,202 | 4.28% |
| Unemployed | 81 | 0.26% | 6,536,992 | 0.20% |
| Retired | 357 | 1.16% | 17,737,985 | 0.53% |
| Guarantor | 0 | 0.00% | 0 | 0.00% |
| Other | 8,311 | 27.05% | 446,203,307 | 13.31% |
| Total | 30,730 | 100.00% | £ 3,351,437,695 | 100.00% |

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 | <u>Replacement Trigger</u> 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 - 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 | 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 |
| Covered Bond Swap Provider - CB11 | 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 |
| 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 | 30,730 | 100.00% | £ 3,351,437,695 | 100.00% |

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