Yorkshire BUILDING SOCIETY Covered Bond Programme

# Yorkshire Building Society €7.5bn Covered Bond Programme - Monthly Investor Report: October 2014

**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, Head of Financial Structuring, rjdriver@ybs.co.uk |
| Date of form submission | 21/10/2014 |
| Start Date of reporting period | 01/10/2014 |
| End Date of reporting period | 31/10/2014 |
| 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 | Fitch | | Moody's | | S&P | | DBRS | |
|---|---|---|---|---|---|---|---|---|---|
| | | Rating trigger | Current rating | Rating trigger | Current rating | Rating trigger | Current rating | Rating trigger | Current rating |
| Covered bonds | | - | AAA | - | Aa1 | na | na | na | na |
| Issuer | Yorkshire Building Society | - | A-/F1 | - | Baa1/P2 | na | na | na | na |
| Seller(s) | Yorkshire Building Society | - | A-/F1 | - | Baa1/P2 | na | na | na | na |
| Cash manager | Yorkshire Building Society | BBB- | A-/F1 | Baa3 | Baa1/P2 | na | na | na | na |
| Stand-by cash manager | n/a | - | - | - | - | na | na | na | na |
| Account bank | Yorkshire Building Society | F2 | F1 | P2 | P2 | na | na | na | na |
| Stand-by account bank | HSBC Bank Plc | F2 | F1+ | P2 | P1 | na | na | na | na |
| Servicer(s) | Yorkshire Building Society | BBB- | A- | Baa3 | Baa1/P2 | na | na | na | na |
| Stand-by servicer(s) | n/a | - | - | - | - | na | na | na | na |
| Swap provider(s) on cover pool | Yorkshire Building Society | - | A- | - | Baa1/P2 | na | na | na | na |
| Stand-by swap provider(s) on cover pool | n/a | n/a | n/a | n/a | n/a | na | na | na | na |
| Swap notional amount(s) (GBP) | 3,185,851,672 | | | | | | | | |
| Swap notional maturity/ies | Loan balance zero | | | | | | | | |
| LLP receive rate/margin | 1.73% | | | | | | | | |
| LLP pay rate/margin | 3.46% | | | | | | | | |
| Collateral posting amount(s) (GBP) | 0 | | | | | | | | |

**Accounts, Ledgers**

| | Value as of End Date of reporting period | Value as of Start Date of reporting period | TARGETED VALUE |
|---|---|---|---|
| **Revenue receipts / ledger** | | | |
| Beg Balance | 0 | n/a | n/a |
| Third party payments | (100) | n/a | n/a |
| Interest on Mortgages | 9,184,884 | n/a | n/a |
| Interest on GIC | 16,077 | 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 | (4,543,468) | n/a | n/a |
| Interest (to) Covered Bond Swap Providers | (2,576,786) | n/a | n/a |
| Pre-funding of monthly swap payments / other payments | (1,014,632) | n/a | n/a |
| Interest paid on Covered Bonds without Covered Bonds Swaps | 0 | n/a | n/a |
| Deferred Consideration | (1,065,976) | 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 | 45,685,615 | n/a | n/a |
| Proceeds from Term Advances | 0 | n/a | n/a |
| Mortgages Purchased | (49,980,123) | n/a | n/a |
| Cash Captial Contributions deemed to be principal | 0 | n/a | n/a |
| Proceeds from Mortgage Sales | 2,693,291 | 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 | 1,601,217 | n/a | n/a |
| Closing Balance | 0 | n/a | n/a |
| **Reserve receipts / ledger** | | | |
| Beg Balance | 8,487,106 | n/a | n/a |
| Transfers to GIC | 0 | n/a | n/a |
| Interest on GIC | 0 | n/a | n/a |
| Reserve Required Amount | 0 | n/a | n/a |
| Transfers from GIC | 0 | n/a | n/a |
| Closing Balance | 8,487,106 | n/a | 8,433,660 |
| **Capital Account receipts / ledger** | | | |
| Beg Balance | 1,123,698,162 | 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 | 1,558,029 | n/a | n/a |
| Increase in loan balance due to insurance & fees | 241,886 | n/a | n/a |
| Capital Contributions | 0 | n/a | n/a |
| Capital Distribution | 1,601,217 | n/a | n/a |
| Losses from Capital Contribution in Kind | 0 | n/a | n/a |
| Closing Balance | 1,127,099,294 | n/a | n/a |

**Asset Coverage Test**

| | Value | Description |
|---|---|---|
| A | 2,744,007,182 | Adjusted current balance |
| B | 45,685,615 | Principal collections not yet 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 | 124,324,091 | Set-off |
| Z | 117,432,988 | Negative carry |
| Total: A + B + C + D - ( Y + Z ) | 2,547,935,718 | |
| | | |
| Method Used for Calculating "A" (note 1) | A (ii) | |
| | | |
| Asset Percentage (%) | 83.70% | |
| Maximum asset percentage from Fitch (%) | 86.00% | |
| Maximum asset percentage from Moody's (%) | 83.70% | |
| Maximum asset percentage from S&P (%) | n/a | |
| Credit support as derived from ACT (GBP) (see note 2) | 389,415,718 | |
| Credit support as derived from ACT (%) | 18.0% | |

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) | 2,158,520,000 |
| Covered bonds principal amount outstanding (GBP, non-GBP series converted at current spot rate) | 2,111,663,000 |
| Cover pool balance (GBP) | 3,283,192,768 |
| GIC account balance (GBP) | 64,324,899 |
| Any additional collateral (please specify) | 0 |
| Any additional collateral (GBP) | 0 |
| Aggregate balance of off-set mortgages (GBP) | 1,167,734,499 |
| Aggregate deposits attaching to the cover pool (GBP) | 124,324,091 |
| Aggregate deposits attaching specifically to the off-set mortgages (GBP) | 122,285,781 |
| Nominal level of overcollateralisation (GBP) | 389,415,718 |
| Nominal level of overcollateralisation (%) | 118.04% |
| Total Outstanding Current Balance of Mortgages in the Portfolio | 3,283,192,768 |
| Number of Mortgages in Pool | 32,398 |
| Average loan balance (GBP) | 101,339 |
| Weighted average indexed LTV (%) | 52.54 |
| Weighted average non-indexed LTV (%) | 57.99 |
| Weighted average seasoning (months) | 72.46 |
| Weighted average remaining term (months) | 211.19 |
| Weighted average interest rate (%) | 3.60 |
| Standard Variable Rate(s) (%) | 4.99 |
| Constant Pre-Payment Rate (%, current month) | 12.55 |
| Constant Pre-Payment Rate (%, quarterly average) | 13.07 |
| Principal Payment Rate (%, current month) | 16.71 |
| Principal Payment Rate (%, quarterly average) | 17.25 |
| 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 / 3.8 |

**Mortgage Collections**

| | |
|---|---|
| Mortgage collections (scheduled - interest) | 9,184,884 |
| Mortgage collections (scheduled - principal) | 11,478,906 |
| Mortgage collections (unscheduled - interest) | 0 |
| Mortgage collections (unscheduled - principal) | 34,206,709 |

**Loan Redemptions & Replenishments Since Previous Reporting Date**

| | Number | % of total number | Amount (GBP) | % of total amount |
|---|---|---|---|---|
| Loan redemptions since previous reporting date | 280 | 83.58% | 27,070,375 | 90.95% |
| Loans bought back by seller(s) | 55 | 16.42% | 2,692,256 | 9.05% |
| of which are non-performing loans | 1 | 1.82% | 174,789 | 6.49% |
| of which have breached R&Ws | 0 | 0.00% | 0 | 0.00% |
| Loans sold into the cover pool | 251 | n/a | 50,002,446 | n/a |

**Product Rate Type and Reversionary Profiles**

| | Number | % of total number | Amount (GBP) | % of total amount | Weighted average Current rate | Remaining teaser period (month) | Current margin | Reversionary margin | Initial rate |
|---|---|---|---|---|---|---|---|---|---|
| Fixed at origination, reverting to SVR | 23,975 | 74.00% | 2,577,960,033 | 78.52% | 3.78% | 23.57 | 0 | 4.41 | 3.78% |
| 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 | 3,390 | 10.46% | 327,482,051 | 9.97% | 2.86% | 0 | 2.36 | 2.36 | 5.46% |
| Fixed for life | 3 | 0.01% | 21,248 | 0.00% | 0.00% | 178.9 | 0 | 0 | 0.00% |
| Tracker at origination, reverting to SVR | 1,550 | 4.78% | 121,685,430 | 3.71% | 4.25% | 2.5 | 0 | 4.41 | 3.64% |
| Tracker at origination, reverting to Libor | 0 | 0.00% | 0 | 0.00% | 0.00% | 0 | 0 | 0 | 0.00% |
| Tracker for life | 3,169 | 9.78% | 240,941,695 | 7.34% | 2.29% | 151.39 | 1.79 | 0 | 4.78% |
| SVR, including discount to SVR | 311 | 0.96% | 15,102,310 | 0.46% | 4.99% | 159.91 | 0.04 | 4.41 | 5.13% |
| Libor | 0 | 0.00% | 0 | 0.00% | 0.00% | 0 | 0 | 0 | 0.00% |
| **Total** | **32,398** | **100.00%** | **£ 3,283,192,768** | **100.00%** | | | | | |

**Stratifications**

| Arrears Breakdown | Number | % of Total Number | Amount | % of Total Amount |
|---|---|---|---|---|
| Current | 31,986 | 98.73% | 3,242,465,197 | 98.76% |
| 0-1 month in arrears | 239 | 0.74% | 23,159,144 | 0.71% |
| 1-2 months in arrears (greater than 1 month, includes 2 months) | 95 | 0.29% | 9,402,022 | 0.29% |
| 2-3 months in arrears (greater than 2 months, includes 3 months) | 33 | 0.10% | 3,500,259 | 0.11% |
| 3-6 months in arrears (greater than 3 month, includes 6 months) | 44 | 0.14% | 4,491,356 | 0.14% |
| 6-12 months in arrears (greater than 6 months, includes 12 months) | 1 | 0.00% | 174,789 | 0.01% |
| 12+ months in arrears (greater than 12 months) | 0 | 0.00% | 0 | 0.00% |
| **Total** | **32,398** | **100.00%** | **£ 3,283,192,768** | **100.00%** |

| Current LTV (Non-Indexed) | Number | % of Total Number | Amount | % of Total Amount |
|---|---|---|---|---|
| 0-50% - Non Indexed | 16,768 | 51.76% | 1,052,801,435 | 32.07% |
| 50-55% | 2,004 | 6.19% | 239,956,521 | 7.31% |
| 55-60% | 2,156 | 6.65% | 284,596,469 | 8.67% |
| 60-65% | 2,478 | 7.65% | 356,703,574 | 10.86% |
| 65-70% | 2,375 | 7.33% | 347,613,903 | 10.59% |
| 70-75% | 2,475 | 7.64% | 404,566,691 | 12.32% |
| 75-80% | 1,485 | 4.58% | 206,125,163 | 6.28% |
| 80-85% | 1,330 | 4.11% | 195,361,753 | 5.95% |
| 85-90% | 858 | 2.65% | 126,006,538 | 3.84% |
| 90-95% | 316 | 0.98% | 46,167,662 | 1.41% |
| 95-100% | 111 | 0.34% | 17,293,800 | 0.53% |
| 100-105% | 29 | 0.09% | 3,962,042 | 0.12% |
| 105-110% | 8 | 0.02% | 1,348,811 | 0.04% |
| 110-125% | 3 | 0.01% | 375,009 | 0.01% |
| 125%+ | 2 | 0.01% | 313,398 | 0.01% |
| **Total** | **32,398** | **100.00%** | **£ 3,283,192,768** | **100.00%** |

| Current LTV (Indexed as Defined in OC) | Number | % of Total Number | Amount | % of Total Amount |
|---|---|---|---|---|
| 0-50% - Indexed | 19,408 | 59.90% | 1,371,977,885 | 41.79% |
| 50-55% | 1,980 | 6.11% | 296,831,295 | 9.04% |
| 55-60% | 2,261 | 6.98% | 347,860,335 | 10.60% |
| 60-65% | 2,274 | 7.02% | 356,473,052 | 10.86% |
| 65-70% | 1,918 | 5.92% | 284,834,301 | 8.68% |
| 70-75% | 1,518 | 4.69% | 215,264,187 | 6.56% |
| 75-80% | 1,093 | 3.37% | 150,646,209 | 4.59% |
| 80-85% | 803 | 2.48% | 108,962,986 | 3.32% |
| 85-90% | 494 | 1.52% | 65,374,881 | 1.99% |
| 90-95% | 360 | 1.11% | 46,725,052 | 1.42% |
| 95-100% | 158 | 0.49% | 19,868,922 | 0.61% |
| 100-105% | 81 | 0.25% | 10,756,315 | 0.33% |
| 105-110% | 28 | 0.09% | 4,179,922 | 0.13% |
| 110-125% | 21 | 0.06% | 3,159,445 | 0.10% |
| 125%+ | 1 | 0.00% | 277,979 | 0.01% |
| **Total** | **32,398** | **100.00%** | **£ 3,283,192,768** | **100.00%** |

| Current outstanding balance of loan | Number | % of total number | Amount (GBP) | % of total amount |
|---|---|---|---|---|
| 0-5,000 | 911 | 2.81% | 1,633,397 | 0.05% |
| 5,000-10,000 | 710 | 2.19% | 5,343,008 | 0.16% |
| 10,000-25,000 | 2,904 | 8.96% | 52,505,520 | 1.60% |
| 25,000-50,000 | 5,568 | 17.19% | 208,592,056 | 6.35% |
| 50,000-75,000 | 5,152 | 15.90% | 321,468,783 | 9.79% |
| 75,000-100,000 | 4,577 | 14.13% | 399,057,655 | 12.15% |
| 100,000-150,000 | 6,335 | 19.55% | 776,001,736 | 23.64% |
| 150,000-200,000 | 3,015 | 9.31% | 519,003,187 | 15.81% |
| 200,000-250,000 | 1,314 | 4.06% | 292,833,024 | 8.92% |
| 250,000-300,000 | 733 | 2.26% | 200,468,683 | 6.11% |
| 300,000-350,000 | 400 | 1.23% | 129,545,545 | 3.95% |
| 350,000-400,000 | 266 | 0.82% | 99,296,042 | 3.02% |
| 400,000-450,000 | 138 | 0.43% | 58,480,718 | 1.78% |
| 450,000-500,000 | 111 | 0.34% | 52,557,917 | 1.60% |
| 500,000-600,000 | 129 | 0.40% | 70,322,670 | 2.14% |
| 600,000-700,000 | 78 | 0.24% | 50,291,817 | 1.53% |
| 700,000-800,000 | 31 | 0.10% | 22,992,450 | 0.70% |
| 800,000-900,000 | 16 | 0.05% | 13,324,358 | 0.41% |
| 900,000-1,000,000 | 10 | 0.03% | 9,474,204 | 0.29% |
| 1,000,000 + | 0 | 0.00% | 0 | 0.00% |
| **Total** | **32,398** | **100.00%** | **£ 3,283,192,768** | **100.00%** |

| Regional Distribution | Number | % of Total Number | Amount | % of Total Amount |
|---|---|---|---|---|
| East Anglia | 907 | 2.80% | 97,007,311 | 2.95% |
| East Midlands | 1,506 | 4.65% | 153,843,633 | 4.69% |
| Greater London | 2,417 | 7.46% | 484,593,281 | 14.76% |
| Northern Ireland | 182 | 0.56% | 18,757,399 | 0.57% |
| North | 1,947 | 6.01% | 148,543,039 | 4.52% |
| North West | 5,274 | 16.28% | 439,067,184 | 13.37% |
| Scotland | 4,231 | 13.06% | 373,895,446 | 11.39% |
| South East | 3,556 | 10.98% | 518,443,143 | 15.79% |
| South West | 1,455 | 4.49% | 158,107,834 | 4.82% |
| Wales | 1,442 | 4.45% | 119,381,283 | 3.64% |
| West Midlands | 1,660 | 5.12% | 174,502,024 | 5.32% |
| Yorkshire and Humberside | 7,821 | 24.14% | 597,051,191 | 18.19% |
| Other | 0 | 0.00% | 0 | 0.00% |
| **Total** | **32,398** | **100.00%** | **£ 3,283,192,768** | **100.00%** |

| Repayment type | Number | % of total number | Amount (GBP) | % of total amount |
|---|---|---|---|---|
| Capital repayment | 18,157 | 56.04% | 1,802,456,033 | 54.90% |
| Part-and-part | 0 | 0.00% | 0 | 0.00% |
| Interest-only | 2,698 | 8.33% | 313,002,236 | 9.53% |
| Offset | 11,543 | 35.63% | 1,167,734,499 | 35.57% |
| **Total** | **32,398** | **100.00%** | **£ 3,283,192,768** | **100.00%** |

| Seasoning | Number | % of total number | Amount (GBP) | % of total amount |
|---|---|---|---|---|
| 0-12 months | 3,389 | 10.46% | 672,748,522 | 20.49% |
| 12-24 months | 589 | 1.82% | 86,079,397 | 2.62% |
| 24-36 months | 1,255 | 3.87% | 198,573,206 | 6.05% |
| 36-48 months | 1,569 | 4.84% | 238,179,431 | 7.25% |
| 48-60 months | 1,622 | 5.01% | 214,209,483 | 6.52% |
| 60-72 months | 1,179 | 3.64% | 133,079,393 | 4.05% |
| 72-84 months | 2,094 | 6.46% | 238,717,173 | 7.27% |
| 84-96 months | 3,800 | 11.73% | 382,950,441 | 11.66% |
| 96-108 months | 3,869 | 11.94% | 333,559,933 | 10.16% |
| 108-120 months | 2,538 | 7.83% | 190,089,669 | 5.79% |
| 120-150 months | 7,464 | 23.04% | 438,496,807 | 13.36% |
| 150-180 months | 3,030 | 9.35% | 156,509,311 | 4.77% |
| 180+ months | 0 | 0.00% | 0 | 0.00% |
| **Total** | **32,398** | **100.00%** | **£ 3,283,192,768** | **100.00%** |

| Interest payment type | Number | % of total number | Amount (GBP) | % of total amount |
|---|---|---|---|---|
| Fixed | 19,661 | 60.69% | 2,276,757,486 | 69.35% |
| SVR | 5,841 | 18.03% | 397,969,468 | 12.12% |
| Tracker | 6,835 | 21.10% | 603,795,468 | 18.39% |
| Other (please specify) | 61 | 0.19% | 4,670,345.05 | 0.14% |
| **Total** | **32,398** | **100.00%** | **£ 3,283,192,768** | **100.00%** |

| Loan purpose type | Number | % of total number | Amount (GBP) | % of total amount |
|---|---|---|---|---|
| Owner-occupied | 32,398 | 100.00% | 3,283,192,768 | 100.00% |
| Buy-to-let | 0 | 0.00% | 0 | 0.00% |
| Second home | 0 | 0.00% | 0 | 0.00% |
| **Total** | **32,398** | **100.00%** | **£ 3,283,192,768** | **100.00%** |

| Income verification type | Number | % of total number | Amount (GBP) | % of total amount |
|---|---|---|---|---|
| Fully verified | 32,398 | 100.00% | 3,283,192,768 | 100.00% |
| Fast-track | 0 | 0.00% | 0 | 0.00% |
| Self-certified | 0 | 0.00% | 0 | 0.00% |
| **Total** | **32,398** | **100.00%** | **£ 3,283,192,768** | **100.00%** |

| Remaining term of loan | Number | % of total number | Amount (GBP) | % of total amount |
|---|---|---|---|---|
| 0-30 months | 1,309 | 4.04% | 42,797,633 | 1.30% |
| 30-60 months | 1,899 | 5.86% | 75,094,551 | 2.29% |
| 60-120 months | 5,409 | 16.70% | 321,689,763 | 9.80% |
| 120-180 months | 9,019 | 27.84% | 730,348,630 | 22.25% |
| 180-240 months | 7,530 | 23.24% | 920,101,885 | 28.02% |
| 240-300 months | 4,910 | 15.16% | 799,828,220 | 24.36% |
| 300-360 months | 1,634 | 5.04% | 271,071,516 | 8.26% |
| 360+ months | 688 | 2.12% | 122,260,570 | 3.72% |
| **Total** | **32,398** | **100.00%** | **£ 3,283,192,768** | **100.00%** |

| Employment status | Number | % of total number | Amount (GBP) | % of total amount |
|---|---|---|---|---|
| Employed | 20,455 | 63.14% | 2,507,064,806 | 76.36% |
| Self-employed | 972 | 3.00% | 137,956,597 | 4.20% |
| Unemployed | 86 | 0.27% | 7,230,758 | 0.22% |
| Retired | 436 | 1.35% | 23,176,282 | 0.71% |
| Guarantor | 0 | 0.00% | 0 | 0.00% |
| Other | 10,449 | 32.25% | 607,764,324 | 18.51% |
| **Total** | **32,398** | **100.00%** | **£ 3,283,192,768** | **100.00%** |

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

| | | | | |
|---|---|---|---|---|
| Series | 5 | 7 | 8 | 9 |
| Issue date | 22/09/10 | 12/04/11 | 23/03/12 | 11/06/14 |
| Original rating (Moody's/S&P/Fitch/DBRS) | Aa1/AAA | Aa1/AAA | Aa2/AAA | Aa1/AA+ |
| Current rating (Moody's/S&P/Fitch/DBRS) | Aa1/AAA | Aa1/AAA | Aa1/AAA | Aa1/AAA |
| Denomination | EUR | GBP | GBP | EUR |
| Amount at issuance | 600,000,000 | 750,000,000 | 500,000,000 | 500,000,000 |
| Amount outstanding | 600,000,000 | 750,000,000 | 500,000,000 | 500,000,000 |
| FX swap rate (rate:£1) | 1.195 | n/a | n/a | 1.230 |
| Maturity type (hard/soft-bullet/pass-through) | soft-bullet | soft-bullet | soft-bullet | soft-bullet |
| Scheduled final maturity date | 22/09/15 | 12/04/18 | 23/03/16 | 11/06/21 |
| Legal final maturity date | 22/09/16 | 12/04/19 | 23/03/17 | 11/06/22 |
| ISIN | XS0543208689 | XS0616210752 | XS0762446853 | XS1076256400 |
| Stock exchange listing | London | London | London | London |
| Coupon payment frequency | Annual | Annual | Quarterly | Annual |
| Coupon payment date | 22nd | 12th | 23rd | 11th |
| Coupon (rate if fixed, margin and reference rate if floating) | 3.250% | 4.750% | 1.75% / 3m Libor | 1.250% |
| Margin payable under extended maturity period (%) | 1.350% | 1.275% | 1.750% | 0.220% |
| Swap counterparty/ies | HSBC Bank Plc | HSBC Bank Plc | n/a | Natixis |
| Swap notional denomination | EUR | GBP | n/a | EUR |
| Swap notional amount | 600,000,000 | 750,000,000 | n/a | 500,000,000 |
| Swap notional maturity | 22/09/15 | 12/04/18 | n/a | 11/06/21 |
| LLP receive rate/margin | 3.250% | 4.750% | n/a | 1.250% |
| LLP pay rate/margin | 1.683% / 3m Libor | 1.495% / 3m Libor | n/a | 0.6% / 3m Libor |
| Collateral posting amount | 0 | 0 | n/a | 0 |

**Programme triggers**

| Event (please list all triggers) | Summary of Event | Trigger (S&P, Moody's, Fitch, DBRS; short-term, long-term) | Trigger breached (yes/no) | Consequence of a trigger breach |
|---|---|---|---|---|
| **YBS / Issuer** | YBS failure to pay on Covered Bonds | YBS failure to pay on Covered Bonds or YBS insolvency | No | Triggers a Notice to Pay on the LLP |
| **YBS / Seller** | Details of the Borrowers with Loans to be delivered to the LLP, the Security Trustee (upon request) and the Rating Agencies. | Long term Baa3 (moody's), Fitch BBB- | No | Details of the Borrowers with Loans to be delivered to the LLP, the Security Trustee (upon request) and the Rating Agencies |
| **Account Bank** | Account Bank short ratings fall below trigger | P1 (Moody's), A1 (Fitch) | Yes | Standby Account bank invoked |
| **Stand-by Account Bank** | Standby Account Bank short ratings fall below trigger | P1 (Moody's), A1 (Fitch) | No | Move to higher rated bank/guarantee required |
| **Servicer** | Servicer rating fall below trigger | Initial below Baa1 (Moody's), BBB+ (Fitch) | No | Back up Servicer required |
| **Servicer** | Servicer rating fall below trigger | Subsequent below Baa3 (Moody's), BBB- (Fitch) | No | Transfer servicing to Back up Servicer |
| **Cash Manager** | Cash Manager ratings fall below trigger | Initial below Baa1 (Moody's), BBB+ (Fitch) | No | Back up Cash Manager required |
| **Cash Manager** | Cash Manager ratings fall below trigger | Subsequent below Baa3 (Moody's), BBB- (Fitch) | No | Transfer cash management to Back up Cash manager |
| **Cash Manager** | Cash Manager ratings fall below trigger | Initial below Baa1 (Moody's) | No | Pre-funding of amount due in respect of the bonds/to the relevant covered bond swap provider |
| **Interest Rate Swap Provider** | Interest Rate Swap provider ratings fall below Trigger | Short term below P2 (Moody's), A2 (Fitch) | No | Within 30 Business Days, i) transfer all rights under the Agreement to a third party, ii) procure a co-obligor and either take such action as agreed with Moody's or post collateral |
| **LLP Event of Default (post YBS Event of Default)** | LLP failure to pay on Covered Bonds<br>Amortisation Test failure<br>Interest Coverage Test failure | LLP failure to pay on Covered Bonds, breach of Amortisation or Interest Coverage Test. | No | Bonds becoming immediately due and payable |

**Currency of assets**

| | Number | % of total number | Amount (GBP) | % of total amount |
|---|---|---|---|---|
| **GBP** | **32,398** | **100.00%** | **£ 3,283,192,768** | **100.00%** |

**Note**

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