

## Leeds Building Society Covered Bonds - Investor Report

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Reporting Information	
Report Date	12-Jan-17
Reporting Period	01-Dec-16 - 31-Dec-16
Payment Date	16-Jan-17
Next Interest Date	16-Jan-17
Accrual End Date: Notes	31-Dec-16
Accrual Start Date: Notes	01-Dec-16
Accrual Days: Notes	31 days
Calculation Date	12-Jan-17

Outstanding Issuance				
Leeds Building Society Covered Bonds Series	Issue Date	Outstanding Amount	Maturity Date	Closed Date
1	31-Oct-08	0	15-Feb-12	27-Jun-11
2	12-Aug-10	0	12-Aug-15	12-Aug-15
3	16-Nov-10	250,000,000	16-Nov-20	N/A
4	17-Jun-11	250,000,000	17-Dec-18	N/A
5	09-Jun-11	0	09-Jun-14	09-Jun-14
6	20-Mar-12	0	20-Mar-15	20-Mar-15
7	01-Oct-14	19,250,000	01-Oct-19	N/A
8	09-Feb-15	300,000,000	09-Feb-18	N/A
9	21-Apr-16	398,500,000	21-Apr-20	N/A

Contact Details			
Contact Name	Telephone Number	E-mail	Mailing Address
Trustee	+44( 020)754-53285	abs.mbs.london@list.db.com	Deutsche Trustee Company Limited, Winchester House, 1 Great Winchester Street, London EC2N 2DB
Cash Manager	0113 2257789	structuredfunding@leedsbuildingsociety.co.uk	Leeds Building Society, 105 Albion Street, LS1 5AS
PPA	+44( 020)754-53285	abs.mbs.london@list.db.com	Deutsche Bank AG, Winchester House, 1 Great Winchester Street, London EC2N 2DB
LBS Treasury	0113 2257720	structuredfunding@leedsbuildingsociety.co.uk	Leeds Building Society, 105 Albion Street, LS1 5AS

<http://www.leedsbuildingsociety.co.uk/treasury/wholesale/covered-bonds-terms/>

Assets		
	Current	Previous
Number of mortgage accounts in Pool	19,600	20,069
True Balance of mortgage accounts in Pool	1,842,356,874	1,891,462,407
Cash and Other Substitution Assets	0	0

Reconciliation of Movements		
Reason	Number	Value(£)
Opening Balances	20,069	1,891,462,407
Less redemptions	(456)	(40,185,443)
Less removals / defaults	(13)	(761,011)
Plus mortgage purchases / substitutions	0	0
Plus capital contributions in kind	-	0
Other Movements	-	(8,159,079)
<b>Closing Balances</b>	<b>19,600</b>	<b>1,842,356,874</b>

Arrears Capitalisation			
	Arrears	Number	Percentage of original pool balance
Arrears capitalisation - current month	0		0
Arrears capitalisation - to date	581,957	962	0

Collections			
	Current	Previous	
Unscheduled Principal Payments	44,090,094	26,942,513	
Scheduled Principal Payments	4,899,783	5,984,161	
Interest	5,504,785	5,343,166	

Yield Analysis			
	Current	Previous	
Weighted Average Pre-Swap Mortgage Yield	3.42%	3.43%	

Summary Statistics										
	Seasoning (months)	Remaining Term (years)	Loan Size				Current LTV (%)	Indexed LTV (%)	Original LTV(%)	Arrears Balance
			Whole Pool	Interest Only	Repayment	Part & Part				
Weighted Average	43.3	19.15	150,547	154,124	148,569	182,979	60.01	53.25	66.2	9
Minimum	1.55	0.08	0	9	0	547	0.01	0.01	2	0
Maximum	150.71	39.83	906,773	745,943	906,773	890,195	99.5	94.57	100	2,799

Performance Ratios				
	Monthly	3 Month Average	Monthly Figure Annualised	
Current Constant Prepayment Rate (CPR)	2.39%	1.80%	25.19%	
Current Principal Payment Rate (PPR)	2.66%	2.11%	27.64%	
Current Constant Default Rate (CDR)	0.02%	0.01%	0.24%	
Previous Constant Prepayment Rate (CPR)	1.42%	1.82%	15.77%	
Previous Principal Payment Rate (PPR)	1.74%	2.16%	18.99%	
Previous Constant Default Rate (CDR)	0.01%	0.01%	0.12%	

Mortgage Interest Rate			
	LBS Existing Borrower	With Effect From	
Standard Variable Rate - Current	5.44%	01-Sep-16	
Standard Variable Rate - Previous	5.69%	01-Jun-10	
Base Mortgage Rate - Current	0.25%	05-Aug-16	
Base Mortgage Rate - Previous	0.50%	06-Mar-09	

Summary Of Tests & Triggers					
Event	Summary	Trigger	Base Prospectus	Breached	Consequence If Trigger Breached
Leeds Trigger (Issuer Event of Default)	Leeds Failure to pay on Covered Bonds or Leeds insolvency	Leeds Failure to pay on Covered Bonds or Leeds insolvency	115-118	No	Triggers a notice to pay on the LLP
Servicer Trigger	Servicer's ratings fall below required levels	Baa3/BBB-	150	No	At trigger, direct funds to account held with Stand-by Account Bank. Replace servicer within 60 days at subsequent breach.
Asset Coverage Test	Failure of Asset coverage Test	Adjusted Aggregate Loan Amount less than Aggregate Principal Amount outstanding	157-160	No	If not remedied within three calculation dates, triggers Issuer Event of Default
Yield Shortfall Test	Failure of Portfolio Yield Test	Falls below LIBOR plus 0.20%	153	No	Increase Standard Variable Rate and/or the other discretionary rates or margins
LLP Event of Default	LLP failure to pay Guarantee, insolvency etc.	LLP failure to pay Guarantee, insolvency etc.	117-119	No	Triggers an LLP Acceleration Notice
Amortisation Test	Failure of Amortisation Test	Amortisation Test Aggregate Loan Amount less than Aggregate Principal Outstanding	161	No	LLP Acceleration Notice
Swap Counterparty Rating Trigger	Counterparty Ratings Downgrade	F2/BBB+	N/A	No	Collateral posting / swap transfer
Stand-by GIC Provider	Provider's ratings fall below required level	P-1/F1 (Moody's/Fitch) or A (Fitch)	186	No	Stand-by GIC Provider must be replaced or have its obligations guaranteed by a satisfactorily rated financial institution.

Key Party Ratings			
Party	Current Long Term Rating (S & P / Moodys / Fitch)	Current Short Term Rating (S & P / Moodys / Fitch)	Role
Barclays Bank Plc	A-/A1/A	A-2/P-1/F1	Stand-by Account Bank, Arranger
Deloitte LLP	//	//	Asset Monitor, Auditor of LLP Accounts
Deutsche Bank AG	BBB+ *+/A3/A- *	A-2/P-2/F1 *	Principal Paying Agent, Agent Bank, Bond Trustee, Security Trustee
Deutsche Bank Trust Company Americas	//	//	Paying Agent, Exchange Agent, Transfer Agent, Registrar
Deutsche Trustee Company Limited	//	//	Bond Trustee, Security Trustee
HSBC Bank PLC	AA-/Aa2/AA-	A-1+/P-1/F1+	Arranger, Interest Rate Swap Provider
Leeds Building Society	N/A/A2/A-	N/A/P-1/F1	Cash Manager, Account Bank, Issuer, Servicer, Swap Provider on cover pool, Seller, Interest Rate Swap Provider
Structured Finance Management	//	//	Share Trustee, Corporate Services Provider

\*- denotes negative outlook  
\*+ denotes positive outlook

Notes in Issue						
	Series	3	4	7	8	9
Notes in Issue	Issuer Name	Leeds Building Society	Leeds Building Society	Leeds Building Society	Leeds Building Society	Leeds Building Society
	Issue Date	16-Nov-10	17-Jun-11	01-Oct-14	09-Feb-15	21-Apr-16
	Original Rating (Moody's/Fitch)	Aaa/AAA	Aaa/AAA	Aaa/AAA	Aaa/AAA	Aaa/AAA
	Current Rating (Moody's/Fitch)	Aaa/AAA	Aaa/AAA	Aaa/AAA	Aaa/AAA	Aaa/AAA
	Currency	GBP	GBP	GBP	GBP	EUR
	Issue Size	250,000,000	250,000,000	19,250,000	300,000,000	500,000,000
	Relevant Swap Rate	1	1	1	1	1.25471
	GBP Equivalent	250,000,000	250,000,000	19,250,000	300,000,000	398,500,000
	Current Period Balance	250,000,000	250,000,000	19,250,000	300,000,000	500,000,000
	Previous Period Balance	250,000,000	250,000,000	19,250,000	300,000,000	500,000,000
	Current Period Pool Factor	1	1	1	1	1
	Previous Period Pool Factor	1	1	1	1	1
	Expected Maturity Date	16-Nov-20	17-Dec-18	01-Oct-19	09-Feb-18	21-Apr-20
	Legal Final Maturity Date	16-Nov-21	17-Dec-19	01-Oct-20	09-Feb-19	21-Apr-21
	Extended Due for Payment Date	16-Nov-21	17-Dec-19	01-Oct-20	09-Feb-19	21-Apr-21
	ISIN	XS0559312243	XS0635000036	XS1112001067	XS1184904362	XS1398337086
	Stock Exchange Listing	London	London	London	London	London
Interest Payments	Interest Payment Frequency	Annual	Annual	Quarterly	Quarterly	Annual
	Accrual Start Date	16-Nov-16	19-Dec-16	03-Oct-16	09-Nov-16	21-Apr-16
	Accrual End Date	16-Nov-17	18-Dec-17	03-Jan-17	09-Feb-17	21-Apr-17
	Accrual Day Count	365	364	92	92	365
	Coupon Reference Rate	Fixed	Fixed	3 mnt GBP LIBOR	3 mnt GBP LIBOR	Fixed
	Relevant Margin	0	0	0.4	0.27	0
	Current Period Coupon Reference Rate	Fixed	Fixed	0.383	0.403	Fixed
	Current Period Coupon	4.875	4.25	0.783	0.673	0.125
	Current Period Coupon Amount	0	10,625,000	0	0	0
	Current Interest Shortfall	0	0	0	0	0
Cumulative Interest Shortfall	0	0	0	0	0	
Next Interest Payment Date	16-Nov-17	18-Dec-17	03-Jan-17	09-Feb-17	21-Apr-17	
Principal Payments	Bond Structure	Soft Bullet	Soft Bullet	Soft Bullet	Soft Bullet	Soft Bullet
	Current Period Scheduled Principal Payment	0	0	0	0	0
	Actual Principal Paid	0	0	0	0	0
	Principal Shortfall	0	0	0	0	0
	Cumulative Principal Shortfall	0	0	0	0	0
	Expected Principal Payment Date	16-Nov-20	17-Dec-18	01-Oct-19	09-Feb-18	21-Apr-20

Cashflows at last distribution		
Revenue Ledger	Current	Previous
Beg Balance	5,415,931	5,537,589
Interest on Mortgages	5,516,533	5,349,923
Interest on GIC	0	0
Interest on Sub Assets	0	0
Interest on Authorised Investments	0	0
Excess Funds on Reserve	(2,571,694)	(2,571,458)
Other Revenue	119,665	66,007
Amounts transferred from / (to) Reserve Ledger	(18,167)	(11,737)
Cash Capital Contribution deemed to be revenue	0	0
Movements from/(to) Interest Accumulation Ledger	(143,855)	(182,308)
Net interest from / (to) Interest Rate Swap Provider	(1,476,732)	(1,561,529)
Interest (to) Covered Bond Swap Providers	(1,195,972)	(1,196,297)
Interest paid on Covered Bonds without Covered Bonds Swaps	0	0
Payments made (third parties, Leeds etc)	(9,510)	(14,260)
Closing Balance	5,636,198	5,415,931
Interest Accumulation Ledger	Current	Previous
Closing Balance	521,131	377,275
Principal Ledger	Current	Previous
Beg Balance	32,926,674	35,404,074
Principal repayments under mortgages	48,989,877	32,926,674
Proceeds from Term Advances	0	0
Mortgages Purchased	0	0
Cash Capital Contributions deemed to be principal	0	0
Proceeds from Mortgage Sales	0	0
Principal payments to Covered Bonds Swap Providers	0	0
Principal paid on Covered Bonds without Covered Bonds Swaps	0	0
Capital Distribution	(32,926,674)	(35,404,074)
Closing Balance	48,989,877	32,926,674
Reserve Ledger	Current	Previous
Beg Balance	4,771,903	4,760,167
Transfers to GIC	18,167	11,737
Interest on GIC	0	0
Reserve Required Amount	0	0
Transfers from GIC	0	0
Closing Balance	4,790,071	4,771,903
Capital Account Ledger	Current	Previous
Beg Balance	706,639,359	650,011,754
Increase in loan balance due to Capitalised interest	0	0
Increase in loan balance due to Further Advances	0	0
Capital Contributions	0	103,697,738
Capital Distribution	(33,042,260)	(47,070,133)
Losses from Capital Contribution in Kind	0	0
Closing Balance	673,597,099	706,639,359

Swap Details											
	Notional	Receive Reference Rate	Receive Margin (%)	Receive Rate (%)	Received	Pay Reference Rate	Pay Margin (%)	Pay Rate (%)	Paid	Foreign Exchange Rate	Collateral Posting
Asset Swap	1,866,909,954	1 mth GBP LIBOR	1.967	2.2218	GBP	Mortgage Basis	3.158	3.158	GBP	n/a	No
Series 3 Interest Rate Swap	250,000,000	FIXED	0	4.875	GBP	1 mth GBP LIBOR	1.89	2.151	GBP	1	No
Series 4 Interest Rate Swap	250,000,000	FIXED	0	4.25	GBP	1 mth GBP LIBOR	1.59	1.852	GBP	1	No
Series 9 Cross Currency Swap											
Series 9 Interest Rate Swap	EUR 500,000,000	3 mth EURIBOR	0.327	0.014	EUR	1 mth GBP LIBOR	0.799	1.053	GBP	1.25471	No
	EUR 500,000,000	Fixed		0.125	EUR	3 mth EURIBOR	0.327	0.014	EUR	1	No

### Glossary of Terms

Arrears	Leeds BS identifies a loan as being in arrears where an amount equal to or greater than a full month's contractual payment is past its due date. Arrears includes fees and insurance premiums that are included in the arrears balance on which interest is charged. Months in Arrears is a simple multiplier of Arrears balance/normal instalment. If the Months in Arrears is less than one, zero is reported. Leeds BS recognise that arrears are typically caused by temporary changes in customer circumstances, and therefore offer a range of forbearance and account management options to customers. Options include payment holidays, temporary conversion to interest only, term extension and arrears capitalisation. All account management/forbearance options are low in materiality.
Arrears - Capitalisation	Leeds BS recognise that arrears are typically caused by temporary changes in customer circumstances, and therefore offer a range of forbearance and account management options to customers. Options include payment holidays, temporary conversion to interest only, term extension and arrears capitalisation.
Geographical Distribution	Mapped to Leeds BS internally derived geographic regions which may differ to the Nomenclature of Units for Territorial Statistics (NUTS) regions used in other reporting.
Indexed	Indexation is applied quarterly on a regional basis to property valuations each January, April, July, October.
Interest Payments	Refer to payments made during the specified reporting period.
Loan to Value Ratios at Origination	LTV at origination excludes any fees added at the time of origination.
Mortgage Account	A mortgage account consists of one or more underlying loans all secured with equal priority by a first charge on the same property and thereby forming a single mortgage account.
Mortgage Collections	The aggregate amount of scheduled and unscheduled principal, and interest collected during the reporting period.
Principal Payments	Refer to payments made during the specified reporting period.
Principal and Revenue Receipts	The covered bonds issued are a liability of Leeds Building Society. The Principal and Revenue Receipts and Ledgers information shows the resources available to support the guarantee to bondholders in the event that Leeds Building Society is unable to meet its obligations to them.
Product Groups	Product groups are reported at an individual loan level (please refer to the definition of 'Mortgage Account' above).
Repayment Terms	Repayment terms are reported at an individual loan level (please refer to the definition of 'Mortgage Account' above).
Repurchases	Repurchases to date includes all loans repurchased from and including 30/06/2012.
Standard Variable Rates	Leeds BS Standard Variable Mortgage Rate is 5.69%. The Standard Variable Mortgage Rate is not subject to a cap.
True Balance	Aggregated Outstanding Balances reported refer to the total outstanding balance ("True Balance") under each mortgage loan . True Balance is the aggregate of: (a) the original principal amount advanced any further amount advanced, (b) the amount of any re-draw made under any flexible loan, (c) any interest, fees or charges which has been capitalised and (d) any other amount (including accrued interest and arrears of interest) which is due or accrued (whether or not due) and which has not been paid and has not been capitalised.

<b>Arrears Details</b>				
	<b>Current</b>			
	<b>Number of Accounts</b>	<b>% of Portfolio</b>	<b>Current Balance (£)</b>	<b>% of Portfolio</b>
Current	19,167	97.79%	1,814,878,197	98.51%
>0 - <= 1 month arrears	352	1.80%	22,180,102	1.20%
>1 - <= 2 month arrears	55	0.28%	3,786,660	0.21%
>2 - <= 3 month arrears	26	0.13%	1,511,915	0.08%
>3 month arrears	0	0.00%	0	0.00%
<b>Total</b>	<b>19,600</b>	<b>100.00%</b>	<b>1,842,356,874</b>	<b>100.00%</b>

<b>Current Arrears Breakdown (By Current Indexed LTV)</b>				
	<b>Current</b>			
	<b>Number of Accounts</b>	<b>% of Portfolio</b>	<b>Current Balance (£)</b>	<b>% of Portfolio</b>
Current <= 75%	18,623	95.02%	1,748,512,008	94.91%
>0 - <= 1 month arrears <= 75%	328	1.67%	19,726,623	1.07%
>1 - <= 2 month arrears <= 75%	51	0.26%	3,274,400	0.18%
>2 - <= 3 month arrears <= 75%	24	0.12%	1,123,822	0.06%
>3 month arrears <= 75%	0	0.00%	0	0.00%
Current > 75%	544	2.78%	66,366,189	3.60%
>0 - <= 1 month arrears > 75%	24	0.12%	2,453,479	0.13%
>1 - <= 2 month arrears > 75%	4	0.02%	512,260	0.03%
>2 - <= 3 month arrears > 75%	2	0.01%	388,093	0.02%
>3 month arrears > 75%	0	0.00%	0	0.00%
<b>Total</b>	<b>19,600</b>	<b>100%</b>	<b>1,842,356,874</b>	<b>100%</b>

<b>Current LTV (Indexed)</b>				
	<b>Current</b>			
	<b>Number of Accounts</b>	<b>% of Portfolio</b>	<b>Current Balance (£)</b>	<b>% of Portfolio</b>
>0 - <=30%	5,388	27.49%	205,982,488	11.18%
>30 - <=35%	991	5.06%	74,720,207	4.06%
>35 - <=40%	998	5.09%	90,892,072	4.93%
>40 - <=45%	1,186	6.05%	118,539,501	6.43%
>45 - <=50%	1,415	7.22%	153,492,934	8.33%
>50 - <=55%	1,738	8.87%	194,697,717	10.57%
>55 - <=60%	2,080	10.61%	241,477,226	13.11%
>60 - <=65%	2,140	10.92%	275,203,872	14.94%
>65 - <=70%	2,046	10.44%	273,985,120	14.87%
>70 - <=75%	1,044	5.33%	143,645,718	7.80%
>75 - <=80%	318	1.62%	39,009,862	2.12%
>80 - <=85%	163	0.83%	19,635,676	1.07%
>85 - <=90%	72	0.37%	8,760,376	0.48%
>90 - <=95%	21	0.11%	2,314,106	0.13%
>95 - <=100%	0	0.00%	0	0.00%
>100%	0	0.00%	0	0.00%
<b>Total</b>	<b>19,600</b>	<b>100.00%</b>	<b>1,842,356,874</b>	<b>100.00%</b>

<b>Minimum</b>	0.01
<b>Maximum</b>	94.57
<b>Weighted Average</b>	53.25

<b>Current LTV</b>				
	<b>Current</b>			
	<b>Number of Accounts</b>	<b>% of Portfolio</b>	<b>Current Balance (£)</b>	<b>% of Portfolio</b>
>0 - <=30%	4,699	23.97%	156,815,885	8.51%
>30 - <=35%	880	4.49%	60,431,958	3.28%
>35 - <=40%	878	4.48%	68,940,605	3.74%
>40 - <=45%	939	4.79%	82,650,742	4.49%
>45 - <=50%	1,023	5.22%	96,413,916	5.23%
>50 - <=55%	1,070	5.46%	108,551,780	5.89%
>55 - <=60%	1,340	6.84%	136,258,157	7.40%
>60 - <=65%	1,633	8.33%	185,912,631	10.09%
>65 - <=70%	2,081	10.62%	252,187,170	13.69%
>70 - <=75%	2,907	14.83%	402,270,350	21.83%
>75 - <=80%	1,307	6.67%	179,825,726	9.76%
>80 - <=85%	576	2.94%	75,392,381	4.09%
>85 - <=90%	138	0.70%	18,647,969	1.01%
>90 - <=95%	115	0.59%	15,995,615	0.87%
>95 - <=100%	14	0.07%	2,061,989	0.11%
>100%	0	0.00%	0	0.00%
<b>Total</b>	<b>19,600</b>	<b>100.00%</b>	<b>1,842,356,874</b>	<b>100.00%</b>
<b>Minimum</b>				0.01
<b>Maximum</b>				99.5
<b>Weighted Average</b>				60.01

<b>Regional Distribution</b>				
	<b>Current</b>			
	<b>Number of Accounts</b>	<b>% of Portfolio</b>	<b>Current Balance (£)</b>	<b>% of Portfolio</b>
East Anglia	1,054	5.38%	102,429,270	5.56%
East Midlands	1,478	7.54%	141,332,268	7.67%
Greater London	1,438	7.34%	257,495,948	13.98%
Northern Ireland	994	5.07%	64,627,000	3.51%
North East	1,386	7.07%	94,037,597	5.10%
North West	2,149	10.96%	169,170,530	9.18%
Scotland	1,325	6.76%	89,156,711	4.84%
South East	2,576	13.14%	334,464,840	18.15%
South West	1,356	6.92%	142,489,964	7.73%
Wales	955	4.87%	72,444,044	3.93%
West Midlands	1,630	8.32%	142,069,203	7.71%
Yorkshire and Humber	3,259	16.63%	232,639,499	12.63%
Other	0	0.00%	0	0.00%
<b>Total</b>	<b>19,600</b>	<b>100.00%</b>	<b>1,842,356,874</b>	<b>100.00%</b>

<b>Occupancy Status</b>				
	<b>Current</b>			
	<b>Number of Accounts</b>	<b>% of Portfolio</b>	<b>Current Balance (£)</b>	<b>% of Portfolio</b>
Owner Occupied	17,069	87.09%	1,624,098,437	88.15%
Buy to let	2,531	12.91%	218,258,438	11.85%
Other	0	0.00%	0	0.00%
<b>Total</b>	<b>19,600</b>	<b>100.00%</b>	<b>1,842,356,874</b>	<b>100.00%</b>

<b>Property Type (Residential)</b>				
	<b>Current</b>			
	<b>Number of Accounts</b>	<b>% of Portfolio</b>	<b>Current Balance (£)</b>	<b>% of Portfolio</b>
Flat	2,724	13.90%	263,870,268	14.32%
Semi-detached house	5,703	29.10%	517,249,871	28.08%
Detached house	3,257	16.62%	433,508,656	23.53%
Detached bungalow	758	3.87%	59,156,807	3.21%
Semi-detached bungalow	523	2.67%	32,810,617	1.78%
Terraced house	6,370	32.50%	508,968,256	27.63%
Maisonette	265	1.35%	26,792,399	1.45%
Other	0	0.00%	0	0.00%
<b>Total</b>	<b>19,600</b>	<b>100.00%</b>	<b>1,842,356,874</b>	<b>100.00%</b>

<b>Repayment Type</b>				
	<b>Current</b>			
	<b>Number of Accounts</b>	<b>% of Portfolio</b>	<b>Current Balance (£)</b>	<b>% of Portfolio</b>
Repayment	15,565	79.41%	1,433,131,570	77.79%
Interest Only	3,585	18.29%	361,706,490	19.63%
Part & Part	450	2.30%	47,518,815	2.58%
<b>Total</b>	<b>19,600</b>	<b>100.00%</b>	<b>1,842,356,874</b>	<b>100.00%</b>

<b>Loan Purpose</b>				
	<b>Current</b>			
	<b>Number of Accounts</b>	<b>% of Portfolio</b>	<b>Current Balance (£)</b>	<b>% of Portfolio</b>
Purchase	10,480	53.47%	1,072,073,813	58.19%
Remortgage	9,120	46.53%	770,283,061	41.81%
<b>Total</b>	<b>19,600</b>	<b>100.00%</b>	<b>1,842,356,874</b>	<b>100.00%</b>

<b>Employment Status</b>				
	<b>Current</b>			
	<b>Number of Accounts</b>	<b>% of Portfolio</b>	<b>Current Balance (£)</b>	<b>% of Portfolio</b>
Employed	15,404	78.59%	1,549,221,637	84.09%
Self Employed	2,127	10.85%	206,140,266	11.19%
Other	2,069	10.56%	86,994,971	4.72%
<b>Total</b>	<b>19,600</b>	<b>100.00%</b>	<b>1,842,356,874</b>	<b>100.00%</b>

<b>Seasoning in Months</b>				
	<b>Current</b>			
	<b>Number of Accounts</b>	<b>% of Portfolio</b>	<b>Current Balance (£)</b>	<b>% of Portfolio</b>
>0 - <=12	2,237	11.41%	307,941,673	16.71%
>12 - <=18	2,135	10.89%	278,133,035	15.10%
>18 - <=24	2,288	11.67%	269,884,281	14.65%
>24 - <=30	1,324	6.76%	134,843,391	7.32%
>30 - <=36	868	4.43%	98,249,152	5.33%
>36 - <=42	1,095	5.59%	114,171,193	6.20%
>42 - <=48	767	3.91%	71,724,706	3.89%
>48 - <=54	736	3.76%	64,765,922	3.52%
>54	8,150	41.58%	502,643,523	27.28%
<b>Total</b>	<b>19,600</b>	<b>100.00%</b>	<b>1,842,356,874</b>	<b>100.00%</b>

<b>Minimum</b>	1.55
<b>Maximum</b>	150.71
<b>Weighted Average</b>	43.3



<b>Current Balance</b>				
	<b>Current</b>			
	<b>Number of Accounts</b>	<b>% of Portfolio</b>	<b>Current Balance (£)</b>	<b>% of Portfolio</b>
<=30k	3,123	15.93%	50,897,580	2.76%
>30 - <=40k	1,327	6.77%	46,385,098	2.52%
>40 - <=50k	1,451	7.40%	65,270,031	3.54%
>50 - <=75k	3,491	17.81%	216,631,204	11.76%
>75 - <=100k	2,982	15.21%	260,051,142	14.12%
>100 - <=150k	3,831	19.55%	466,605,470	25.33%
>150 - <=200k	1,846	9.42%	316,477,873	17.18%
>200 - <=300k	1,170	5.97%	277,396,376	15.06%
>300 - <=500k	356	1.82%	128,293,675	6.96%
>500k	23	0.12%	14,348,425	0.78%
<b>Total</b>	<b>19,600</b>	<b>100.00%</b>	<b>1,842,356,874</b>	<b>100.00%</b>

**Minimum** 0  
**Maximum** 906,773  
**Weighted Average** 150,547

<b>Interest Payment Type</b>				
	<b>Current</b>			
	<b>Number of Accounts</b>	<b>% of Portfolio</b>	<b>Current Balance (£)</b>	<b>% of Portfolio</b>
Fixed	11,947	60.95%	1,359,597,610	73.80%
Variable	6,427	32.79%	359,517,295	19.51%
Discount	876	4.47%	94,953,269	5.15%
Tracker	350	1.79%	28,288,700	1.54%
Tracker with Collar	0	0.00%	0	0.00%
Capped	0	0.00%	0	0.00%
Other	0	0.00%	0	0.00%
<b>Total</b>	<b>19,600</b>	<b>100.00%</b>	<b>1,842,356,874</b>	<b>100.00%</b>

\*counted at largest part

<b>Certification Status</b>				
	<b>Current</b>			
	<b>Number of Accounts</b>	<b>% of Portfolio</b>	<b>Current Balance (£)</b>	<b>% of Portfolio</b>
Self-Certification	0	0.00%	0	0.00%
Income Verified	19,600	100.00%	1,842,356,874	100.00%
<b>Total</b>	<b>19,600</b>	<b>100.00%</b>	<b>1,842,356,874</b>	<b>100.00%</b>

<b>Remaining Term (Years)</b>				
	<b>Current</b>			
	<b>Number of Accounts</b>	<b>% of Portfolio</b>	<b>Current Balance (£)</b>	<b>% of Portfolio</b>
<=5	1,926	9.83%	72,548,150	3.94%
>5 - <=10	3,517	17.94%	202,061,378	10.97%
>10 - <=15	4,119	21.02%	320,432,914	17.39%
>15 - <=20	3,614	18.44%	367,725,604	19.96%
>20 - <=25	3,512	17.92%	459,209,943	24.93%
>25	2,912	14.86%	420,378,885	22.82%
<b>Total</b>	<b>19,600</b>	<b>100.00%</b>	<b>1,842,356,874</b>	<b>100.00%</b>

**Minimum** 0.08  
**Maximum** 39.83  
**Weighted Average** 19.15

## Original Balances

	Current			
	Number of Accounts	% of Portfolio	Current Balance (£)	% of Portfolio
<=30k	1,516	7.73%	21,885,617	1.19%
>30 - <=40k	1,152	5.88%	29,645,121	1.61%
>40 - <=50k	1,331	6.79%	45,752,515	2.48%
>50 - <=75k	3,660	18.67%	186,844,153	10.14%
>75 - <=100k	3,384	17.27%	253,736,028	13.77%
>100 - <=150k	4,452	22.71%	482,174,922	26.17%
>150 - <=200k	2,201	11.23%	344,230,745	18.68%
>200 - <=300k	1,412	7.20%	307,122,031	16.67%
>300 - <=500k	459	2.34%	152,464,875	8.28%
>500k	33	0.17%	18,500,868	1.00%
<b>Total</b>	<b>19,600</b>	<b>100.00%</b>	<b>1,842,356,874</b>	<b>100.00%</b>

Minimum 2,939

Maximum 1,001,795

Weighted Average 163,447

## Original LTV

	Current			
	Number of Accounts	% of Portfolio	Current Balance (£)	% of Portfolio
>0 - <=30%	2,820	14.39%	97,968,369	5.32%
>30 - <=35%	764	3.90%	44,365,471	2.41%
>35 - <=40%	864	4.41%	57,063,716	3.10%
>40 - <=45%	807	4.12%	57,905,802	3.14%
>45 - <=50%	1,040	5.31%	89,428,318	4.85%
>50 - <=55%	919	4.69%	78,078,030	4.24%
>55 - <=60%	1,268	6.47%	114,235,555	6.20%
>60 - <=65%	1,225	6.25%	129,626,923	7.04%
>65 - <=70%	1,675	8.55%	175,937,223	9.55%
>70 - <=75%	3,094	15.79%	396,699,749	21.53%
>75 - <=80%	2,953	15.07%	359,607,502	19.52%
>80 - <=85%	1,399	7.14%	165,879,536	9.00%
>85 - <=90%	545	2.78%	51,206,089	2.78%
>90 - <=95%	213	1.09%	23,352,579	1.27%
>95 - <=100%	14	0.07%	1,002,012	0.05%
>100%	0	0.00%	0	0.00%
<b>Total</b>	<b>19,600</b>	<b>100.00%</b>	<b>1,842,356,874</b>	<b>100.00%</b>

Minimum 2

Maximum 100

Weighted Average 66.2

**Current Interest Rate**

	Current			
	Number of Accounts	% of Portfolio	Current Balance (£)	% of Portfolio
>0 - <=1%	72	0.37%	6,235,453	0.34%
>1 - <=2%	2,018	10.30%	275,800,216	14.97%
>2 - <=3%	5,094	25.99%	605,170,300	32.85%
>3 - <=4%	4,083	20.83%	440,947,342	23.93%
>4 - <=5%	1,307	6.67%	114,134,818	6.20%
>5 - <=6%	6,902	35.21%	391,758,749	21.26%
>6 - <=7%	124	0.63%	8,309,998	0.45%
>7 - <=8%	0	0.00%	0	0.00%
>8 - <=9%	0	0.00%	0	0.00%
>9%	0	0.00%	0	0.00%
<b>Total</b>	<b>19,600</b>	<b>100.00%</b>	<b>1,842,356,874</b>	<b>100.00%</b>

<b>Minimum</b>	0.5
<b>Maximum</b>	6.64
<b>Weighted Average</b>	3.42

**Distribution of Fixed Rate Loans**

	Current			
	Number of Accounts	% of Portfolio	Current Balance (£)	% of Portfolio
>0.00 - <=3.00%	6,317	52.82%	795,384,181	58.41%
>3.00 - <=4.00%	4,034	33.73%	434,650,477	31.92%
>4.00 - <=5.00%	1,247	10.43%	109,482,922	8.04%
>5.00 - <=6.00%	330	2.76%	20,679,368	1.52%
>6.00 - <=7.00%	31	0.26%	1,557,425	0.11%
>7.00 - <=8.00%	0	0.00%	0	0.00%
>8.00%	0	0.00%	0	0.00%
<b>Total</b>	<b>11,959</b>	<b>100.00%</b>	<b>1,361,754,373</b>	<b>100.00%</b>

<b>Minimum</b>	1.15
<b>Maximum</b>	6.64
<b>Weighted Average</b>	2.95

**Year Current Fixed Rate Ends**

	Current			
	Number of Accounts	% of Portfolio	Current Balance (£)	% of Portfolio
2016	0	0%	0	0%
2017	3,096	25.89%	338,769,259	24.88%
2018	3,096	25.89%	353,122,186	25.93%
2019	1,414	11.82%	145,556,745	10.69%
2020	2,249	18.81%	290,371,088	21.32%
2021	1,256	10.50%	157,670,872	11.58%
>2021	848	7.09%	76,264,224	5.60%
<b>Total</b>	<b>11,959</b>	<b>100%</b>	<b>1,361,754,373</b>	<b>100%</b>

<b>Minimum</b>	2017
<b>Maximum</b>	2030
<b>Weighted Average</b>	2019

Asset Coverage Test				
Calculation date	12-Jan-17	12-Dec-16	12-Jan-17	12-Dec-16
<b>Aggregate Adjusted Loan Amount</b>	<b>= A+B+C+D-(Y+Z)</b>			
<b>Description</b>	<b>Value</b>	<b>Value</b>	<b>A - Arrears Adjusted True Balance</b>	
				1,529,156,190 1,569,913,773
True Balance	1,842,356,874	1,891,462,407	<b>B - Available Principal Receipts</b>	48,989,877 32,926,674
Adjusted Indexed Valuation	4,342,975,530	4,448,918,051		
Asset Percentage	83.00%	83.00%	<b>C - Cash Contributions</b>	0 0
True balance of loans <3 months in arrears	1,842,021,603	1,891,109,631		
True Balance of loans >=3 months in arrears and <= 75% LTV	335,272	352,775	<b>D - Substitution Assets</b>	0 0
True Balance of loans >=3 months in arrears and > 75% LTV	0	0		
Principal Outstanding on Bonds	1,217,750,000	1,217,750,000	<b>Y - Savings Set-Off</b>	12,091,959 12,245,768
Bonds (Weighted Average Years)	2.6	2.68		
Negative Carry Factor (Weighted Average)	1.45%	1.45%	<b>Z - Negative Carry</b>	45,817,022 47,334,615
<b>A = Lower of (i) and (ii) multiplied by Asset Percentage</b>			<b>Adjusted Aggregate Loan Amount</b>	1,520,237,086 1,543,260,064
<b>(i) Adjustment on True Balance</b>			<b>Aggregate Principal Amount Outstanding</b>	1,217,750,000 1,217,750,000
Adjusted True Balance			<b>Test Result</b>	PASS PASS
Made up by:	<b>M</b>			
Actual Outstanding True Balance	1,842,356,874	1,891,462,407		
Loans < 3 months in arrears	0.75	n/a	n/a	
Loans >= 3 months in arrears and <= 75% LTV	0.4	n/a	n/a	
Loans >= 3 months in arrears and > 75% LTV	0.25	n/a	n/a	
Deemed Reductions		19	29	
<b>Adjusted True Balance</b>	1,842,356,856	1,891,462,378	<b>Loan Amount to Covered Bond ratio percentage</b>	80.10% 78.91%
<b>(ii) Arrears Adjustment on True Balance</b>				
Arrears Adjusted True Balance				
Made up by:	<b>N</b>			
Actual Outstanding True Balance	1,842,356,874	1,891,462,407		
Loans < 3 months in arrears	1	n/a	n/a	
Loans >= 3 months in arrears and <= 75% LTV	0.4	n/a	n/a	
Loans >= 3 months in arrears and > 75% LTV	0.25	n/a	n/a	
Deemed Reductions		19	29	
<b>Sub Total</b>	1,842,356,856	1,891,462,378		
Current Asset Percentage (max %)	83.00%	83.00%		
<b>Arrears Adjusted True Balance</b>	1,529,156,190	1,569,913,773		