

## Leeds Building Society Covered Bonds - Investor Report

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Reporting Information	
Report Date	10-Feb-17
Reporting Period	01-Jan-17 - 31-Jan-17
Payment Date	15-Feb-17
Next Interest Date	15-Feb-17
Accrual End Date: Notes	31-Jan-17
Accrual Start Date: Notes	01-Jan-17
Accrual Days: Notes	31 days
Calculation Date	10-Feb-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	19,911	19,600
True Balance of mortgage accounts in Pool	1,893,710,435	1,842,356,874
Cash and Other Substitution Assets	0	0

Reconciliation of Movements			
Reason	Number	Value(£)	
Opening Balances	19,600	1,842,356,874	
Less redemptions	(266)	(22,564,434)	
Less removals / defaults	(16)	(1,161,880)	
Plus mortgage purchases / substitutions	593	84,678,451	
Plus capital contributions in kind	-	0	
Other Movements	-	(9,598,576)	
<b>Closing Balances</b>	<b>19,911</b>	<b>1,893,710,435</b>	

Arrears Capitalisation			
	Arrears	Number	Percentage of original pool balance
Arrears capitalisation - current month	0	0	0
Arrears capitalisation - to date	582,650	963	0

Collections		
	Current	Previous
Unscheduled Principal Payments	25,553,900	44,090,094
Scheduled Principal Payments	6,830,552	4,899,783
Interest	5,325,496	5,504,785

Yield Analysis		
	Current	Previous
Weighted Average Pre-Swap Mortgage Yield	3.35%	3.42%

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	43.1	19.21	152,650	157,032	150,367	187,801	59.86	53.56	66.09	7
Minimum	0.65	0.08	0	9	0	6,502	0.01	0.01	2	0
Maximum	151.71	39.75	903,762	751,095	903,762	889,125	99.48	100.59	100	2,651

Performance Ratios			
	Monthly	3 Month Average	Monthly Figure Annualised
Current Constant Prepayment Rate (CPR)	1.35%	1.72%	15.05%
Current Principal Payment Rate (PPR)	1.71%	2.04%	18.70%
Current Constant Default Rate (CDR)	0.01%	0.01%	0.12%
Previous Constant Prepayment Rate (CPR)	2.39%	1.80%	25.19%
Previous Principal Payment Rate (PPR)	2.66%	2.11%	27.64%
Previous Constant Default Rate (CDR)	0.02%	0.01%	0.24%

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				
	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-Jan-17	09-Feb-17	21-Apr-16
	Accrual End Date	16-Nov-17	18-Dec-17	03-Apr-17	09-May-17	21-Apr-17
	Accrual Day Count	365	364	90	89	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	0.37	0.403	Fixed
	Current Period Coupon	4.875	4.25	0.77	0.673	0.125
	Current Period Coupon Amount	0	0	37.979	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-Apr-17	09-May-17	21-Apr-17	
Principal Payments	Bond Structure	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	5,636,198	5,415,931
Interest on Mortgages	5,350,466	5,516,533
Interest on GIC	0	0
Interest on Sub Assets	0	0
Interest on Authorised Investments	0	0
Excess Funds on Reserve	(3,380,627)	(2,571,694)
Other Revenue	67,376	119,665
Amounts transferred from / (to) Reserve Ledger	97,848	(18,167)
Cash Capital Contribution deemed to be revenue	0	0
Movements from/(to) Interest Accumulation Ledger	342,865	(143,855)
Net interest from / (to) Interest Rate Swap Provider	(1,485,167)	(1,476,732)
Interest (to) Covered Bond Swap Providers	(1,203,651)	(1,195,972)
Interest paid on Covered Bonds without Covered Bonds Swaps	0	0
Payments made (third parties, Leeds etc)	(7,467)	(9,510)
Closing Balance	5,417,842	5,636,198

Interest Accumulation Ledger		Current	Previous
Closing Balance		178,266	521,131
Principal Ledger		Current	Previous
Beg Balance		48,989,877	32,926,674
Principal repayments under mortgages		32,384,452	48,989,877
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		(48,989,877)	(32,926,674)
Closing Balance		32,384,452	48,989,877
Reserve Ledger		Current	Previous
Beg Balance		4,790,071	4,771,903
Transfers to GIC		0	18,167
Interest on GIC		0	0
Reserve Required Amount		0	0
Transfers from GIC		(97,848)	0
Closing Balance		4,692,223	4,790,071
Capital Account Ledger		Current	Previous
Beg Balance		673,597,099	706,639,359
Increase in loan balance due to Capitalised Interest		0	0
Increase in loan balance due to Further Advances		0	0
Capital Contributions		84,742,996	0
Capital Distribution		(49,995,082)	(33,042,260)
Losses from Capital Contribution in Kind		0	0
Closing Balance		708,345,013	673,597,099

#### 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	1,868,033,892	1 mth GBP LIBOR	1.969	2.22436	GBP	Mortgage Basis	3.124	3.124	GBP	n/a	No
Series 3 Interest Rate Swap	250,000,000	FIXED	0	4.875	GBP	1 mth GBP LIBOR	1.89	2.153	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	EUR 500,000,000	3 mth EURIBOR	0.327	-0.003	EUR	1 mth GBP LIBOR	0.799	1.064	GBP	1.25471	No
Series 9 Interest Rate Swap	EUR 500,000,000	Fixed		0.125	EUR	3 mth EURIBOR	0.327	-0.003	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	19,499	97.93%	1,868,531,895	98.67%
>0 - <= 1 month arrears	333	1.67%	19,827,375	1.05%
>1 - <= 2 month arrears	60	0.30%	4,062,318	0.21%
>2 - <= 3 month arrears	18	0.09%	1,227,214	0.06%
>3 month arrears	1	0.01%	61,633	0.00%
<b>Total</b>	<b>19,911</b>	<b>100.00%</b>	<b>1,893,710,435</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%	18,821	94.53%	1,781,798,106	94.09%
>0 - <= 1 month arrears <= 75%	314	1.58%	17,889,517	0.94%
>1 - <= 2 month arrears <= 75%	54	0.27%	3,447,233	0.18%
>2 - <= 3 month arrears <= 75%	17	0.09%	984,935	0.05%
>3 month arrears <= 75%	1	0.01%	61,633	0.00%
Current > 75%	678	3.41%	86,733,789	4.58%
>0 - <= 1 month arrears > 75%	19	0.10%	1,937,858	0.10%
>1 - <= 2 month arrears > 75%	6	0.03%	615,086	0.03%
>2 - <= 3 month arrears > 75%	1	0.01%	242,279	0.01%
>3 month arrears > 75%	0	0.00%	0	0.00%
<b>Total</b>	<b>19,911</b>	<b>100%</b>	<b>1,893,710,435</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%	5,413	27.19%	209,801,232	11.08%
>30 - <=35%	996	5.00%	75,932,581	4.01%
>35 - <=40%	1,046	5.25%	95,236,456	5.03%
>40 - <=45%	1,160	5.83%	117,861,641	6.22%
>45 - <=50%	1,369	6.88%	149,203,305	7.88%
>50 - <=55%	1,779	8.93%	197,705,485	10.44%
>55 - <=60%	2,041	10.25%	242,929,445	12.83%
>60 - <=65%	2,275	11.43%	291,705,452	15.40%
>65 - <=70%	2,063	10.36%	277,607,335	14.66%
>70 - <=75%	1,065	5.35%	146,198,491	7.72%
>75 - <=80%	465	2.34%	59,675,805	3.15%
>80 - <=85%	153	0.77%	19,619,050	1.04%
>85 - <=90%	55	0.28%	6,410,173	0.34%
>90 - <=95%	19	0.10%	2,603,320	0.14%
>95 - <=100%	10	0.05%	1,023,525	0.05%
>100%	2	0.01%	197,139	0.01%
<b>Total</b>	<b>19,911</b>	<b>100.00%</b>	<b>1,893,710,435</b>	<b>100.00%</b>

**Minimum** 0.01  
**Maximum** 100.59  
**Weighted Average** 53.56

<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%	4,752	23.87%	161,758,689	8.54%
>30 - <=35%	898	4.51%	62,976,820	3.33%
>35 - <=40%	887	4.45%	70,306,026	3.71%
>40 - <=45%	958	4.81%	85,398,046	4.51%
>45 - <=50%	1,041	5.23%	98,805,545	5.22%
>50 - <=55%	1,096	5.50%	112,704,006	5.95%
>55 - <=60%	1,364	6.85%	140,521,028	7.42%
>60 - <=65%	1,687	8.47%	194,565,428	10.27%
>65 - <=70%	2,149	10.79%	266,311,071	14.06%
>70 - <=75%	2,960	14.87%	410,713,885	21.69%
>75 - <=80%	1,319	6.62%	183,349,436	9.68%
>80 - <=85%	551	2.77%	71,986,927	3.80%
>85 - <=90%	130	0.65%	17,608,227	0.93%
>90 - <=95%	107	0.54%	14,972,572	0.79%
>95 - <=100%	12	0.06%	1,732,729	0.09%
>100%	0	0.00%	0	0.00%
<b>Total</b>	<b>19,911</b>	<b>100.00%</b>	<b>1,893,710,435</b>	<b>100.00%</b>
<b>Minimum</b>				0.01
<b>Maximum</b>				99.48
<b>Weighted Average</b>				59.86

<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	1,066	5.35%	104,571,209	5.52%
East Midlands	1,524	7.65%	148,976,810	7.87%
Greater London	1,459	7.33%	265,680,309	14.03%
Northern Ireland	981	4.93%	63,454,582	3.35%
North East	1,416	7.11%	98,466,391	5.20%
North West	2,178	10.94%	173,401,202	9.16%
Scotland	1,303	6.54%	87,109,250	4.60%
South East	2,662	13.37%	348,576,563	18.41%
South West	1,384	6.95%	146,597,501	7.74%
Wales	962	4.83%	73,779,964	3.90%
West Midlands	1,668	8.38%	145,203,331	7.67%
Yorkshire and Humber	3,308	16.61%	237,893,322	12.56%
Other	0	0.00%	0	0.00%
<b>Total</b>	<b>19,911</b>	<b>100.00%</b>	<b>1,893,710,435</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	17,411	87.44%	1,678,555,454	88.64%
Buy to let	2,500	12.56%	215,154,981	11.36%
Other	0	0.00%	0	0.00%
<b>Total</b>	<b>19,911</b>	<b>100.00%</b>	<b>1,893,710,435</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	2,731	13.72%	266,433,535	14.07%
Semi-detached house	5,799	29.12%	530,615,465	28.02%
Detached house	3,379	16.97%	457,153,968	24.14%
Detached bungalow	765	3.84%	60,172,748	3.18%
Semi-detached bungalow	532	2.67%	33,678,076	1.78%
Terraced house	6,436	32.32%	517,956,609	27.35%
Maisonette	269	1.35%	27,700,034	1.46%
Other	0	0.00%	0	0.00%
<b>Total</b>	<b>19,911</b>	<b>100.00%</b>	<b>1,893,710,435</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	15,860	79.65%	1,477,514,758	78.02%
Interest Only	3,594	18.05%	365,821,979	19.32%
Part & Part	457	2.30%	50,373,698	2.66%
<b>Total</b>	<b>19,911</b>	<b>100.00%</b>	<b>1,893,710,435</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	10,643	53.45%	1,096,643,379	57.91%
Remortgage	9,268	46.55%	797,067,056	42.09%
<b>Total</b>	<b>19,911</b>	<b>100.00%</b>	<b>1,893,710,435</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	15,698	78.84%	1,595,552,092	84.26%
Self Employed	2,153	10.81%	211,890,746	11.19%
Other	2,060	10.35%	86,267,596	4.56%
<b>Total</b>	<b>19,911</b>	<b>100.00%</b>	<b>1,893,710,435</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	2,033	10.21%	294,406,971	15.55%
>12 - <=18	2,349	11.80%	299,576,585	15.82%
>18 - <=24	2,301	11.56%	276,645,536	14.61%
>24 - <=30	1,474	7.40%	154,360,903	8.15%
>30 - <=36	889	4.46%	99,633,607	5.26%
>36 - <=42	1,103	5.54%	118,041,732	6.23%
>42 - <=48	819	4.11%	77,183,696	4.08%
>48 - <=54	690	3.47%	60,398,562	3.19%
>54	8,253	41.45%	513,462,843	27.11%
<b>Total</b>	<b>19,911</b>	<b>100.00%</b>	<b>1,893,710,435</b>	<b>100.00%</b>

<b>Minimum</b>	0.65
<b>Maximum</b>	151.71
<b>Weighted Average</b>	43.1

<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	3,138	15.76%	51,077,416	2.70%
>30 - <=40k	1,326	6.66%	46,407,709	2.45%
>40 - <=50k	1,452	7.29%	65,351,338	3.45%
>50 - <=75k	3,509	17.62%	217,548,384	11.49%
>75 - <=100k	3,040	15.27%	265,196,252	14.00%
>100 - <=150k	3,893	19.55%	474,209,281	25.04%
>150 - <=200k	1,921	9.65%	329,316,597	17.39%
>200 - <=300k	1,223	6.14%	290,071,270	15.32%
>300 - <=500k	383	1.92%	138,366,724	7.31%
>500k	26	0.13%	16,165,463	0.85%
<b>Total</b>	<b>19,911</b>	<b>100.00%</b>	<b>1,893,710,435</b>	<b>100.00%</b>
<b>Minimum</b>				0
<b>Maximum</b>				903,762
<b>Weighted Average</b>				152,650

<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	12,423	62.39%	1,424,762,274	75.24%
Variable	6,247	31.37%	344,591,308	18.20%
Discount	900	4.52%	97,051,770	5.12%
Tracker	341	1.71%	27,305,084	1.44%
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>19,911</b>	<b>100.00%</b>	<b>1,893,710,435</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	19,911	100.00%	1,893,710,435	100.00%
<b>Total</b>	<b>19,911</b>	<b>100.00%</b>	<b>1,893,710,435</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	1,942	9.75%	74,366,865	3.93%
>5 - <=10	3,538	17.77%	204,020,645	10.77%
>10 - <=15	4,199	21.09%	329,004,182	17.37%
>15 - <=20	3,632	18.24%	375,446,103	19.83%
>20 - <=25	3,578	17.97%	471,291,628	24.89%
>25	3,022	15.18%	439,581,012	23.21%
<b>Total</b>	<b>19,911</b>	<b>100.00%</b>	<b>1,893,710,435</b>	<b>100.00%</b>
<b>Minimum</b>				0.08
<b>Maximum</b>				39.75
<b>Weighted Average</b>				19.21

## Original Balances

	Current			
	Number of Accounts	% of Portfolio	Current Balance (£)	% of Portfolio
<=30k	1,504	7.55%	21,667,445	1.14%
>30 - <=40k	1,159	5.82%	29,794,755	1.57%
>40 - <=50k	1,325	6.65%	45,489,198	2.40%
>50 - <=75k	3,673	18.45%	187,355,918	9.89%
>75 - <=100k	3,420	17.18%	256,055,273	13.52%
>100 - <=150k	4,537	22.79%	490,258,036	25.89%
>150 - <=200k	2,286	11.48%	356,889,892	18.85%
>200 - <=300k	1,476	7.41%	320,569,514	16.93%
>300 - <=500k	496	2.49%	165,829,029	8.76%
>500k	35	0.18%	19,801,375	1.05%
<b>Total</b>	<b>19,911</b>	<b>100.00%</b>	<b>1,893,710,435</b>	<b>100.00%</b>

**Minimum** 2,939  
**Maximum** 1,001,795  
**Weighted Average** 165,722

## Original LTV

	Current			
	Number of Accounts	% of Portfolio	Current Balance (£)	% of Portfolio
>0 - <=30%	2,839	14.26%	102,156,339	5.39%
>30 - <=35%	772	3.88%	45,849,433	2.42%
>35 - <=40%	875	4.39%	58,517,932	3.09%
>40 - <=45%	824	4.14%	60,472,639	3.19%
>45 - <=50%	1,048	5.26%	91,218,075	4.82%
>50 - <=55%	927	4.66%	79,341,528	4.19%
>55 - <=60%	1,282	6.44%	116,692,184	6.16%
>60 - <=65%	1,262	6.34%	136,063,128	7.19%
>65 - <=70%	1,706	8.57%	181,060,873	9.56%
>70 - <=75%	3,196	16.05%	412,011,617	21.76%
>75 - <=80%	3,005	15.09%	368,554,222	19.46%
>80 - <=85%	1,411	7.09%	167,802,252	8.86%
>85 - <=90%	540	2.71%	50,293,261	2.66%
>90 - <=95%	210	1.05%	22,677,702	1.20%
>95 - <=100%	14	0.07%	999,248	0.05%
>100%	0	0.00%	0	0.00%
<b>Total</b>	<b>19,911</b>	<b>100.00%</b>	<b>1,893,710,435</b>	<b>100.00%</b>

**Minimum** 2  
**Maximum** 100  
**Weighted Average** 66.09

<b>Current Interest Rate</b>				
	<b>Current</b>			
	<b>Number of Accounts</b>	<b>% of Portfolio</b>	<b>Current Balance (£)</b>	<b>% of Portfolio</b>
>0 - <=1%	84	0.42%	6,210,142	0.33%
>1 - <=2%	2,255	11.33%	311,959,477	16.47%
>2 - <=3%	5,375	27.00%	640,590,899	33.83%
>3 - <=4%	4,096	20.57%	440,344,380	23.25%
>4 - <=5%	1,279	6.42%	109,954,449	5.81%
>5 - <=6%	6,699	33.64%	376,218,628	19.87%
>6 - <=7%	123	0.62%	8,432,461	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>19,911</b>	<b>100.00%</b>	<b>1,893,710,435</b>	<b>100.00%</b>
<b>Minimum</b>				0.5
<b>Maximum</b>				6.64
<b>Weighted Average</b>				3.35

<b>Distribution of Fixed Rate Loans</b>				
	<b>Current</b>			
	<b>Number of Accounts</b>	<b>% of Portfolio</b>	<b>Current Balance (£)</b>	<b>% of Portfolio</b>
>0.00 - <=3.00%	6,815	54.81%	864,389,999	60.61%
>3.00 - <=4.00%	4,050	32.57%	434,592,307	30.47%
>4.00 - <=5.00%	1,215	9.77%	105,043,043	7.37%
>5.00 - <=6.00%	323	2.60%	20,568,626	1.44%
>6.00 - <=7.00%	31	0.25%	1,630,844	0.11%
>7.00 - <=8.00%	0	0.00%	0	0.00%
>8.00%	0	0.00%	0	0.00%
<b>Total</b>	<b>12,434</b>	<b>100.00%</b>	<b>1,426,224,818</b>	<b>100.00%</b>
<b>Minimum</b>				1.15
<b>Maximum</b>				6.64
<b>Weighted Average</b>				2.9

<b>Year Current Fixed Rate Ends</b>				
	<b>Current</b>			
	<b>Number of Accounts</b>	<b>% of Portfolio</b>	<b>Current Balance (£)</b>	<b>% of Portfolio</b>
2017	2,966	23.85%	322,708,071	22.63%
2018	3,315	26.66%	383,208,506	26.87%
2019	1,537	12.36%	161,622,424	11.33%
2020	2,293	18.44%	296,257,508	20.77%
2021	1,364	10.97%	174,856,124	12.26%
2022	318	2.56%	29,683,036	2.08%
>2022	641	5.16%	57,889,149	4.06%
<b>Total</b>	<b>12,434</b>	<b>100%</b>	<b>1,426,224,818</b>	<b>100%</b>
<b>Minimum</b>				2017
<b>Maximum</b>				2030
<b>Weighted Average</b>				2019

**Asset Coverage Test**

Calculation date	10-Feb-17	12-Jan-17		10-Feb-17	12-Jan-17
<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>		
True Balance	1,893,710,435	1,842,356,874	<b>B - Available Principal Receipts</b>	1,571,779,661	1,529,156,190
Adjusted Indexed Valuation	4,431,294,168	4,342,975,530		32,384,452	48,989,877
Asset Percentage	83.00%	83.00%	<b>C - Cash Contributions</b>	0	0
True balance of loans <3 months in arrears	1,893,375,505	1,842,021,603			
True Balance of loans >=3 months in arrears and <= 75% LTV	334,930	335,272	<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>	12,242,555	12,091,959
Bonds (Weighted Average Years)	2.51	2.6			
Negative Carry Factor (Weighted Average)	1.45%	1.45%	<b>Z - Negative Carry</b>	44,346,854	45,817,022
<b>A = Lower of (i) and (ii) multiplied by Asset Percentage</b>			<b>Adjusted Aggregate Loan Amount</b>	1,547,574,704	1,520,237,086
<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	1,893,710,435	1,842,356,874			
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		0	19		
<b>Adjusted True Balance</b>	<u>1,893,710,435</u>	<u>1,842,356,856</u>	<b>Loan Amount to Covered Bond ratio percentage</b>	78.69%	80.10%
<b>(ii) Arrears Adjustment on True Balance</b>					
Arrears Adjusted True Balance					
Made up by:	<b>N</b>				
Actual Outstanding True Balance	1,893,710,435	1,842,356,874			
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		0	19		
<b>Sub Total</b>	<u>1,893,710,435</u>	<u>1,842,356,856</u>			
Current Asset Percentage (max %)	83.00%	83.00%			
<b>Arrears Adjusted True Balance</b>	<u>1,571,779,661</u>	<u>1,529,156,190</u>			