

**Santander UK Group Holdings plc**

**March 2016 Additional Capital Disclosures**

### Introduction

As a significant wholly-owned subsidiary of Banco Santander, S.A., under CRD IV<sup>1</sup> Santander UK Group Holdings plc (the 'Company') is only required to produce and publish annually a specified number of Pillar 3 disclosures rather than a complete set of Pillar 3 disclosures. In accordance with the EBA guidelines on disclosure frequency<sup>2</sup>, the Company has assessed the need to publish capital-related disclosures more frequently than annually, and the disclosures deemed appropriate for more frequent publication have been included in the additional capital disclosures set out in this document. All disclosures cover the consolidated Santander UK Group Holdings plc group position.

The Company is the immediate parent company of Santander UK plc. The Company and Santander UK plc operate on the basis of a unified business strategy, albeit the principal business activities are currently carried out by the Santander UK plc group. The Company was incorporated on 23 September 2013 and on 10 January 2014 became the immediate parent company of Santander UK plc and its controlled entities. From this date, the Company became the head of the Santander UK group for regulatory capital and leverage purposes.

### Own Funds and Capital Ratios

The following table summarises the Company's Own Funds at 31 March 2016 and the previously disclosed information for the three preceding quarter ends, and details the key risk-based capital ratios. Further detail on Risk Weighted Assets is included in the subsequent RWA and Capital Requirements section of this document.

	31 March 2016 £m	31 December 2015 £m	30 September 2015 £m	30 June 2015 £m
Common Equity Tier 1 (CET1) capital before regulatory adjustments	14,423	13,861	14,085	13,399
Common Equity Tier 1 (CET1) capital regulatory adjustments	(4,409)	(3,870)	(4,076)	(3,423)
Common Equity Tier 1 (CET1) capital	10,014	9,991	10,009	9,976
Additional Tier 1 (AT1) capital before regulatory adjustments	2,034	2,088	2,096	2,083
Additional Tier 1 (AT1) capital regulatory adjustments	-	-	-	-
Additional Tier 1 (AT1) capital	2,034	2,088	2,096	2,083
Tier 1 capital	12,049	12,079	12,105	12,059
Tier 2 (T2) capital before regulatory adjustments	2,707	2,849	2,832	2,268
Tier 2 (T2) capital regulatory adjustments	-	-	-	-
Tier 2 (T2) capital	2,707	2,849	2,832	2,268
Total Capital	14,756	14,928	14,937	14,327
Risk Weighted Assets	86,543	85,826	85,905	85,177
<b>Common Equity Tier 1 ratio</b>	<b>11.6 %</b>	<b>11.6 %</b>	<b>11.7%</b>	<b>11.7%</b>
<b>Tier 1 ratio</b>	<b>13.9 %</b>	<b>14.1 %</b>	<b>14.1%</b>	<b>14.2%</b>
<b>Total Capital ratio</b>	<b>17.1 %</b>	<b>17.4 %</b>	<b>17.4%</b>	<b>16.8%</b>

The Common Equity Tier 1 ratio was unchanged from 31 December 2015 to 31 March 2016 at 11.6%.

Risk Weighted Assets have increased in the last quarter mainly due to mortgage book growth and the Tier 2 (T2) Capital has reduced slightly owing to the adverse impact of CRD IV transitional recognition restrictions.

<sup>1</sup> The Capital Requirements Directive IV ('CRD IV') and Capital Requirements Regulation ('CRR') legislative package, collectively referred to as CRD IV

<sup>2</sup> EBA guidelines on materiality, proprietary and confidentiality and on disclosure frequency under Articles 432(1), 432(20) and 433 of Regulation (EU) No 575/2013

**Leverage Ratio**

The following table summarises the Company's end point CRD IV Tier 1 Leverage Ratio at 31 March 2016 and the previously disclosed information for the three preceding quarter ends, which is consistent with the Leverage Ratio applied to large UK banks under the framework defined by the Financial Policy Committee's review of the Leverage Ratio.

	31 March 2016 £m	31 December 2015 £m	30 September 2015 £m	30 June 2015 £m
Common Equity Tier 1 (CET1) capital	10,014	9,991	10,009	9,976
End point Additional Tier 1 (AT1) capital	1,545	1,545	1,545	1,545
End point Tier 1 capital	11,559	11,536	11,554	11,521
Leverage Exposure (£bn)	290.0	285.0	284.2	279.3
<b>End point Tier 1 Leverage Ratio</b>	<b>4.0%</b>	<b>4.0%</b>	<b>4.1%</b>	<b>4.1%</b>

Leverage ratio remained unchanged from 31 December 2015 to 31 March 2016 at 4.0%.

In accordance with PRA requirements, the following table details information relating to the Company's average Leverage Ratio position over the first quarter of 2016. The average End-point Tier 1 capital and average Leverage Exposure measures are based on the month-end positions averaged over the quarter. The average Leverage Ratio is calculated as the average End-point Tier 1 capital divided by the average exposure measure.

Average End point Tier 1 capital	11,536
Average Leverage Exposure (£bn)	295,519
Average End point Tier 1 Leverage Ratio	3.90%

The level of the Countercyclical Leverage Buffer for Santander UK at 31 March 2016 remained unchanged from 31 December 2015 at 0.0%.

**RWA and Capital Requirements**

**By Risk Type**

The following table summarises RWA and equivalent Own Funds Requirements (RWA multiplied by 8%) for each risk type.

**RWA**

	31 March 2016 RWA £bn	31 December 2015 RWA £bn	30 September 2015 RWA £bn	30 June 2015 RWA £bn
Credit Risk	71.9	71	69.8	69.9
Counterparty Risk	3.2	3.6	3.6	3.4
Credit Valuation Adjustment Risk – Standardised method	1.5	1.5	1.9	1.8
Market Risk	2.9	2.8	3.9	3.5
Operational Risk – Standardised approach	6.9	6.9	6.7	6.6
<b>Total</b>	<b>86.5</b>	<b>85.8</b>	<b>85.9</b>	<b>85.2</b>

**Own Funds Requirements**

	31 March 2016 8%* RWA £bn	31 December 2015 8%* RWA £bn	30 September 2015 8%* RWA £bn	30 June 2015 8%* RWA £bn
Credit Risk	5.8	5.7	5.6	5.6
Counterparty Risk	0.3	0.3	0.3	0.3
Credit Valuation Adjustment Risk – Standardised method	0.1	0.1	0.2	0.1
Market Risk	0.2	0.2	0.3	0.3
Operational Risk – Standardised approach	0.6	0.6	0.5	0.5
<b>Total</b>	<b>6.9</b>	<b>6.9</b>	<b>6.9</b>	<b>6.8</b>

**Credit risk and Counterparty risk by risk class**

The following table details RWA and equivalent Own Funds Requirements (RWA multiplied by 8%) per risk class. Counterparty Risk and Credit Valuation Adjustment Risk are included in the table.

**RWA**

	31 March 2016 RWA £bn	31 December 2015 RWA £bn	30 September 2015 RWA £bn	30 June 2015 RWA £bn
<b>Standardised Approach credit risk</b>				
Institutions	0.4	0.5	0.6	0.5
Corporates	16.2	16.9	15.5	15.5
Standardised Retail	7.7	7.8	7.5	7.5
Secured by Mortgages on Immovable Property	0.7	0.8	0.8	0.9
Exposures in Default	0.4	0.3	0.4	0.4
Covered Bonds	0.3	0.3	0.3	0.2
Equity	0.4	0.4	0.4	0.4
Other	2.8	4.2	4.1	3.9
<b>Total</b>	<b>29.0</b>	<b>31.2</b>	<b>29.6</b>	<b>29.3</b>
<b>IRB Approach credit risk</b>				
Institutions	1.6	1.6	1.9	2.1
Corporates	14.1	13.2	13.3	13.1
IRB Retail Mortgages	25.6	25.3	25.3	25.5
IRB Qualifying Revolving Retail Exposures	2.1	2.1	2.1	2.0
Other Retail	2.4	2.4	2.5	2.5
Securitisation Positions	0.2	0.1	0.4	0.5
IRB Equity Exposures – 370% Risk Weight	0.2	0.2	0.2	0.1
<b>Total</b>	<b>46.2</b>	<b>44.9</b>	<b>45.7</b>	<b>45.8</b>

## Additional Capital Disclosures continued

### Own Funds Requirements

	31 March 2016 8%* RWA £bn	31 December 2015 8%* RWA £bn	30 September 2015 8%* RWA £bn	30 June 2015 8%* RWA £bn
<b>Standardised Approach credit risk</b>				
Institutions	-	-	0.1	-
Corporates	1.3	1.4	1.2	1.3
Standardised Retail	0.6	0.6	0.6	0.6
Secured by Mortgages on Immovable Property	0.1	0.1	0.1	0.1
Exposures in Default	-	-	-	-
Covered Bonds	-	-	-	-
Equity	-	-	-	-
Other	0.2	0.3	0.3	0.3
<b>Total</b>	<b>2.3</b>	<b>2.4</b>	<b>2.3</b>	<b>2.3</b>

<b>IRB Approach credit risk</b>				
Institutions	0.1	0.1	0.2	0.2
Corporates	1.1	1.1	1.1	1.0
IRB Retail Mortgages	2.0	2.0	2.0	2.0
IRB Qualifying Revolving Retail Exposures	0.2	0.2	0.2	0.2
Other Retail	0.2	0.2	0.2	0.2
Securitisation Positions	-	-	-	0.1
IRB Equity Exposures – 370% Risk Weight	-	-	-	-
<b>Total</b>	<b>3.7</b>	<b>3.6</b>	<b>3.7</b>	<b>3.7</b>

### Market risk by risk class

The following table details RWA and equivalent Own Funds Requirements (RWA multiplied by 8%) for Market Risk which includes Trading Book risks.

	31 March 2016 RWA £bn	31 December 2015 RWA £bn	30 September 2015 RWA £bn	30 June 2015 RWA £bn
Position risk and large exposures	2.5	2.4	3.4	2.9
Foreign exchange, settlement and commodities risk	0.4	0.4	0.5	0.6
<b>Total</b>	<b>2.9</b>	<b>2.8</b>	<b>3.9</b>	<b>3.6</b>

	31 March 2016 8%* RWA £bn	31 December 2015 8%* RWA £bn	30 September 2015 8%* RWA £bn	30 June 2015 8%* RWA £bn
Position risk and large exposures	0.2	0.2	0.3	0.2
Foreign exchange, settlement and commodities risk	-	-	-	0.1
<b>Total</b>	<b>0.2</b>	<b>0.2</b>	<b>0.3</b>	<b>0.3</b>