

**SUPPLEMENT DATED 21 JUNE 2018
TO THE GLOBAL STRUCTURED SOLUTIONS PROGRAMME
INFORMATION MEMORANDUM**



Santander UK plc

(incorporated in England and Wales with limited liability, registered number 2294747)

This supplement (the "**Supplement**") to the Global Structured Solutions Programme Information Memorandum dated 9 August 2017, as supplemented on 18 September 2017, 31 October 2017, 12 February 2018, 9 March 2018 and 30 April 2018 (the "**Information Memorandum**"). This Supplement, together with the Information Memorandum constitutes listing particulars for the purposes of listing securities issued under the Global Structured Solutions Programme on the Global Exchange Market of the Irish Stock Exchange plc, trading as Euronext Dublin and has been approved by the Irish Stock Exchange plc, trading as Euronext Dublin for such purpose. Terms defined in the Information Memorandum have the same meaning when used in this Supplement.

This Supplement is supplemental to, and should be read in conjunction with the Information Memorandum and any other supplements to the Information Memorandum prepared by Santander UK plc, as issuer (the "**Issuer**") under the Global Structured Solutions Programme.

The Issuer accepts responsibility for the information contained in this Supplement. To the best of the knowledge of the Issuer (having taken all reasonable care to ensure that such is the case) the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

This Supplement has been prepared for the purpose of updating Risk Factor 6.27 as described in Schedule 1 hereto.

If any documents which are incorporated by reference themselves incorporate any information or other documents therein, either expressly or implicitly, such information or other documents will not form part of this Supplement or the Information Memorandum except where such information or other documents are specifically incorporated by reference or attached to this Supplement.

To the extent that there is any inconsistency between (a) any statement in this Supplement and (b) any other statement in or incorporated by reference in the Information Memorandum prior to the date of this Supplement, the statement referred to in (a) above will prevail.

Save as disclosed in this Supplement and any other supplements, no significant new factor, material mistake or inaccuracy relating to information included in the Information Memorandum has arisen or been noted, as the case may be, since the date of the Information Memorandum. There has been no significant change in the financial position of Santander UK plc and its subsidiaries since 31 March 2018 (being the date to which the most recent financial information was prepared).

SCHEDULE 1

AMENDMENT TO RISK FACTOR 6.27

Risk Factor 6.27 (*The Group is subject to substantial regulation and governmental oversight which could adversely affect the Group's business and operations*) shall be amended by the inclusion of the following language at the end of the section of the Risk Factor headed *Banking Reform*:

“On 13 June 2018, Santander UK Group Holdings plc announced that the Court has approved Santander UK’s ring-fencing transfer scheme (the “**Scheme**”) under Part VII of the Financial Services and Markets Act 2000.

As part of the Santander UK group’s ring-fencing implementation, Santander UK and Abbey National Treasury Services plc are undertaking the Scheme to help ensure that the Santander Group will, ahead of 1 January 2019, be compliant with the ring-fencing provisions that will come into force on that date. The Scheme is a legal process, overseen by the High Court of England and Wales (the “**Court**”), that gives effect to transfers of business so as to facilitate the creation of the ring-fence.

The Scheme has been approved by the Court. The Prudential Regulation Authority had consented to the application to the Court for approval of the Scheme.

The transfers of business under the Scheme will now be effected. These will take place largely in July 2018.”