



UK Secured Funding Programmes

Fosse Master Issuer

Report Date:	31-May-17
Reporting Period:	01 May 2017 to 31 May 2017
Trustee Calculation Date:	01-Jun-17

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Contacts:

All queries should be directed to:

Medium Term Funding Team      0207 756 7107      [MTF@santander.co.uk](mailto:MTF@santander.co.uk)

MAIN PARTIES TO THE STRUCTURE, RATINGS AND TRIGGERS (IF APPLICABLE)

		Fitch/Moody's/S&P Long Term Rating	Fitch/Moody's/S&P Short Term Rating	Applicable Trigger (loss of)	Consequence
<b>Issuer</b>	Fosse Master Issuer plc				
<b>Funding</b>	Fosse Funding (No. 1) Limited				
<b>Mortgages Trustee</b>	Fosse Trustee Limited				
<b>Seller</b>	Santander UK	A / Aa3/ A	F1 / P-1 / A-1	A-(Fitch) / A3 (Moody's) BBB- / Baa3 / A-2 BBB- (Fitch) / BBB- (S&P) F2 / P-2 / A-3 BBB- / Baa3 / BBB- A3 (Moody's)  F2 or BBB+ / P-2 / A-2 or BBB	Funding 1 required to establish a Liquidity Reserve Fund. Notice to be given to Borrowers of transfer of equitable and beneficial interest in the Loans, but no need to perfect legal title to the Loans. Completion of legal assignment of Loans to Mortgages Trustee and perfection of transfer of Related Security. Seller unable to sell in New Loans, Funding 1 unable to make Initial Contributions, Further Contributions or Refinancing Contributions. Adjustment to Minimum Seller Share calculation. Independent audit of a random selection of Loans in the Portfolio to verify that the representations and warranties relating to them were complied with as of their Assignment Date.  Transfer of Seller collection accounts to another bank with these minimum ratings or payments to be made directly to the Mortgages Trustee GIC Account.
<b>Servicer</b>	Santander UK	A / Aa3/ A	F1 / P-1 / A-1	F2 / P-2 / A-2	The title deeds and the customer files relating to the Loans in the Portfolio to be segregated from the title deeds and customer files of other properties and mortgages of the Seller which do not form part of the Portfolio.
<b>Cash Manager</b>	Santander UK	A / Aa3/ A	F1 / P-1 / A-1		
<b>Start-up Loan Provider</b>	Santander UK	A / Aa3/ A	F1 / P-1 / A-1		
<b>Mortgages Trustee Account Bank</b>	Santander UK	A / Aa3/ A	F1 / P-1 / A-1	A or F1 / P-2 / BBB+ or A-2  P-1 / A or A-1 (or A+ if no ST rating) (S&P)	Remedial action required within 30 days – obtaining a guarantee from an entity rated A and F1 / P-1 / A and A-1 (or A+ if no ST rating) and a confirmation from the Ratings Agencies that the outstanding Rated Notes will not be downgraded. If this action is not taken, the Mortgages Trustee GIC Account needs to be closed and amounts transferred to an entity rated A and F1 / P-1 / A and A-1 (or A+ if no ST rating), unless the Rating Agencies confirm that failure to close the account and transfer amounts will not have an impact on the rating of the Rated Notes.  A stand-by arrangement in respect of the Mortgages Trustee GIC Account needs to be put in place within 60 days with an entity that is rated A and F1 / P-1 / A and A-1 (or A+ if no ST rating). If a stand-by arrangement is not implemented, the Mortgages Trustee GIC Account needs to be closed and amounts transferred to an entity rated A and F1 / P-1 / A and A-1 (or A+ if no ST rating), unless the Rating Agencies confirm that failure to close the account and transfer amounts will not have an impact on the rating of the Rated Notes.
<b>Account Bank A in respect of the Funding 1 Transaction Account</b>				A or F1 / P-1 / A or A-1 (or A+ if no ST rating)	Remedial action required within 30 business days – either (a) procuring a guarantee of the obligations of Account Bank A in respect of the Funding 1 Transaction Account from a financial institution having the minimum required ratings; or (b) taking such other action required by the Rating Agencies to ensure that the ratings assigned to the Rated Notes are not adversely affected. If remedial action is not taken, the Funding 1 Transaction Account needs to be closed and amounts transferred to a financing institution having the minimum required ratings
<b>Account Bank B in respect of the Funding 1 GIC Account</b>	Santander UK	A / Aa3/ A	F1 / P-1 / A-1	A or F1 / P-1 / A or A-1 (or A+ if no ST rating)	Remedial action required within 30 business days – either (a) procuring a guarantee of the obligations of Account Bank B in respect of the Funding 1 GIC Account from a financial institution having the minimum required ratings; or (b) taking such other action required by the Rating Agencies to ensure that the ratings assigned to the Rated Notes are not adversely affected. If remedial action is not taken, the Funding 1 GIC Account needs to be closed and amounts transferred to a financing institution having the minimum required ratings. If certain conditions are met pursuant to the Panel Bank Guidelines (see Schedule 5 to the Cash Management Agreement) a limited amount of cash may be kept with Santander UK as an Eligible Bank when it is rated below A or F1 / P-1 / A or A-, but no lower than F2 and BBB+ / P-2 / A-2 and BBB+.
<b>Issuer Account Bank</b>	Santander UK	A / Aa3/ A	F1 / P-1 / A-1	A or F1 / P-1 / A or A-1 (or A+ if no ST rating)	Remedial action required within 30 days – obtaining a guarantee from an entity rated A and F1 / P-1 / A and A-1 (or A+ if no ST rating) and a confirmation from the Ratings Agencies that the outstanding Rated Notes will not be downgraded. If this action is not taken, the Issuer GIC Account needs to be closed and amounts standing to the credit of the Issuer GIC Account transferred to an entity rated A and F1 / P-1 / A and A-1 (or A+ if no ST rating), unless the Rating Agencies confirm that failure to close the account and transfer amounts will not have an impact on the rating of the Rated Notes.
<b>Funding 1 Swap Provider</b>	Santander UK	A / Aa3/ A	F1 / P-1 / A-1	A or F1 / A2 or P-1 (or A1 if no ST rating) / A or A-1 (or A+ if no ST rating)  BBB+ or F2 (Fitch)  BBB- or F3 / A3 or P-2 (or A3 if no ST rating) / BBB+	Remedial action required - posting collateral and/or possibility of obtaining guarantee or transfer to eligible transferee.  Further collateral required and possibility of obtaining guarantee or transfer to eligible transferee.  Further remedial action required including posting collateral and the possibility of obtaining a guarantee or replacement.
<b>Issuer Swap Provider</b>	Abbey National Treasury Services plc  (all Notes other than the swaps in respect of the Series 2015-1 Notes hedged by Abbey National Treasury Services – see below)  Abbey National Treasury Services plc  (Series 2015-1 Class A1 and Class A2 Notes)	A / A1a3/ A  Moody's assigned a Long term Counterparty Risk Assessment rating of Aa3 to Abbey National Treasury Services plc on 4th June 2015.  A / Aa3 (Cr)* / A  Moody's assigned a Long term Counterparty Risk Assessment rating of Aa3 to Abbey National Treasury Services plc on 4th June 2015.	F1 / P-1 / A-1    F1 / P-1 / A-1	A or F1 / A2 or P-1 (or A1 if no ST rating) / A or A-1 (or A+ if no ST rating)  BBB+ or F2 (Fitch)  BBB- or F3 / A3 or P-2 (or A3 if no ST rating) / BBB+  A or F1 (Fitch) / A3(cr) (Moody's) / A or A-1 (or A+ if no ST rating) (S&P) Baa1 (cr) (or Baa1 if no counterparty rating) (Moody's)  BBB- or F3 (Fitch) / BBB+ (S&P)	Remedial action required - posting collateral and/or possibility of obtaining guarantee or transfer to eligible transferee.  Further collateral required and possibility of obtaining guarantee or transfer to eligible transferee.  Further remedial action required including posting collateral and obtaining a guarantee or replacement.  Remedial action required – posting collateral and/or possibility of obtaining guarantee or transfer to eligible transferee  Further posting collateral and possibility of obtaining guarantee or transfer to eligible transferee  Further posting collateral and possibility of obtaining guarantee or transfer to eligible transferee  Further remedial action required including posting collateral and obtaining a guarantee or replacement
<b>Paying Agent and related roles</b>	Citibank N.A.	A+ / A1 / A+	F1 / P-1 / A-1		
<b>English Corporate Services Provider</b>	Structured Finance Management Limited				
<b>Jersey Corporate Services Provider</b>	Sanne Corporate Services Limited				
<b>Note Trustee and Security Trustee</b>	Law Debenture Company				

The table above is a brief overview only. For a more detailed summary, please consult pages 58 to 66 (Rating Triggers Table) of the base prospectus. Investors are also advised to consult the underlying Transaction Documents to understand the precise legal terms and conditions associated with the roles listed above and the rating triggers

## COLLATERAL REPORT

Mortgage Loan Profile	
Original number of Loans in Portfolio	42,395
Original current value of Loans in Portfolio	£ 3,399,995,370
Current number of Loans in Portfolio	94,427
Current value of Loans in Portfolio	£ 6,613,358,074
Current number of Loan product holdings in Portfolio (A Loan may have more than one active Loan product)	126,866
Weighted average yield (pre-swap)	2.42%

Trust Assets	
Current value of Loans in portfolio at 31 May 2017	6,614,245,180.60
Current value of Loans in portfolio at 30 April 2017	6,727,852,272.85
Mortgage Collections - Interest	13,431,039.31
Mortgage collections - Principal (Scheduled)	22,136,831.00
Mortgage collections - Principal (Unscheduled)	96,427,061.01
Principal Ledger as calculated on 01 June 2017	113,326,466.64
Funding Share as calculated on 01 June 2017	1,939,425,282.28
Funding Share % as calculated on 01 June 2017	28.82681%
Seller Share as calculated on 01 June 2017	4,788,426,990.57
Seller Share % as calculated on 01 June 2017	71.17319%
Minimum Seller Share (Amount) on 01 June 2017	
X	Please refer to the notes on page 10
Y	224,884,336.14
Z	194,816,698.70
Minimum Seller Share (Amount)	11,696,200.84
Minimum Seller Share (% of Total)	431,397,235.68
	6.52224%

Arrears Analysis of Non Repossessed Mortgage Loans	Number	Current balance £	Arrears £	By Number %	By current balance %
Less than 1 month in arrears	92,848	6,471,853,940	-	98.33%	97.87%
1<=2 months in arrears	635	51,821,429	405,875	0.67%	0.78%
2<=3 months in arrears	192	17,812,372	255,032	0.20%	0.27%
3<=4 months in arrears	114	10,323,635	200,102	0.12%	0.16%
4<=5 months in arrears	84	8,002,328	206,129	0.09%	0.12%
5<=6 months in arrears	82	7,816,323	214,659	0.09%	0.12%
6<=7 months in arrears	66	5,134,051	218,714	0.07%	0.08%
7<=8 months in arrears	48	4,086,824	175,581	0.05%	0.06%
8<=9 months in arrears	33	2,626,395	115,626	0.03%	0.04%
9<=10 months in arrears	33	3,741,893	167,260	0.03%	0.06%
10<=11 months in arrears	32	2,923,506	167,033	0.03%	0.04%
11<=12 months in arrears	26	2,151,000	135,163	0.03%	0.03%
More than 12 months in arrears	229	24,285,436	2,439,415	0.24%	0.37%
<b>Total</b>	<b>94,422</b>	<b>6,612,579,132</b>	<b>4,700,588</b>	<b>100%</b>	<b>100%</b>

Arrears are calculated in accordance with standard market practice in the UK. A Loan is identified as being in arrears when, on any due date, the overdue amounts which were due on previous dates equal one or more full monthly payments and the total of arrears across all sub-accounts exceeds £150.

Arrears Capitalised	Number	Current Balance £	Capitalised Amount £
Capitalisation cases (In month)	381	33,205,652	787,445
Capitalisation cases (cumulative)	5	850,320	19,163

Includes properties in possession cases, cases no longer in arrears but excludes any Loans repurchased from the Portfolio or Loans that have been redeemed since January 2008

Losses on Properties in Possession	Number	Loss Amount £
Total loss on sale brought forward	504	20,135,702
Losses recorded this period	3	186,512
Total loss on sale carried forward	507	20,322,214
Recoveries*	-	-

\*Please note these are continually reported from 31/12/2011 but excluding any sales before this date.

Properties in Possession	Number	Current balance £
Total properties in possession since inception	643	72,299,634
Reposessed (in month)	2	423,087
Sold (in month)	2	121,875
Current number in possession	5	778,942
Total properties sold since inception	638	71,520,692

Product Breakdown (By Balance)	No of product holdings	% by number	Current balance £	% by balance
Bank of England Base Rate Tracker Loans	82,447	64.99%	4,767,694,874	72.09%
Fixed Rate Loans	1	0.00%	80,687	0.00%
Discounted SVR Loans	4	0.00%	11,335	0.00%
Standard Variable Loans	44,414	35.01%	1,845,571,177	27.91%
Other	-	0.00%	-	0.00%
<b>Total</b>	<b>126,866</b>	<b>100%</b>	<b>6,613,358,074</b>	<b>100%</b>

Payment Type (By Balance)	No of product holdings	% by number	Current balance £	% by balance
Repayment	85,516	67.41%	3,099,734,251	46.87%
Interest only and combined repayment & int-only	41,350	32.59%	3,513,623,822	53.13%
<b>Total</b>	<b>126,866</b>	<b>100%</b>	<b>6,613,358,074</b>	<b>100%</b>

Use Of Proceeds (By Balance)	No of product holdings	% by number	Current balance £	% by balance
House purchase	62,139	48.98%	4,177,193,543	63.16%
Remortgage	64,727	51.02%	2,436,164,531	36.84%
Other	-	0.00%	-	0.00%
<b>Total</b>	<b>126,866</b>	<b>100%</b>	<b>6,613,358,074</b>	<b>100%</b>

Analysis of Mortgage loan size at reporting date £	No of accounts	% by number	Current balance £	% by balance
>0 =<50,000	44,109	46.71%	1,014,227,789	15.34%
>50,000 =<100,000	28,224	29.89%	2,037,209,962	30.80%
>100,000 =<150,000	13,054	13.82%	1,583,063,840	23.94%
>150,000 =<200,000	5,106	5.41%	873,582,727	13.21%
>200,000 =<250,000	2,063	2.18%	458,144,287	6.93%
>250,000 =<300,000	799	0.85%	217,618,838	3.29%
>300,000 =<350,000	426	0.45%	137,363,235	2.08%
>350,000 =<400,000	242	0.26%	90,380,689	1.37%
>400,000 =<450,000	145	0.15%	61,246,542	0.93%
>450,000 =<500,000	101	0.11%	47,887,230	0.72%
>500,000 =<550,000	51	0.05%	26,517,609	0.40%
>550,000 =<600,000	46	0.05%	26,344,471	0.40%
>600,000 =<650,000	30	0.03%	18,554,433	0.28%
>650,000 =<700,000	21	0.02%	14,067,142	0.21%
>700,000 =<750,000	10	0.01%	7,149,280	0.11%
>750,000 =<800,000	-	0.00%	-	0.00%
>800,000 =<850,000	-	0.00%	-	0.00%
>850,000 =<900,000	-	0.00%	-	0.00%
>900,000 =<950,000	-	0.00%	-	0.00%
>950,000 =<1,000,000	-	0.00%	-	0.00%
> 1,000,000	-	0.00%	-	0.00%
<b>Total</b>	<b>94,427</b>	<b>100%</b>	<b>6,613,358,074</b>	<b>100%</b>

The average Loan size was approximately £70,036.73, the maximum Loan size was £735,778.75 and the minimum Loan size was £0.

Geographical Analysis By Region	Number	% by number	Current balance £	% by balance
East Anglia	3,197	3.39%	205,093,510	3.10%
East Midlands	7,837	8.30%	453,029,641	6.85%
Greater London	4,026	4.26%	521,501,812	7.89%
Northern England	4,060	4.30%	245,314,049	3.71%
North West	10,357	10.97%	645,695,183	9.76%
South East	17,039	18.04%	1,599,575,124	24.19%
South West	6,916	7.32%	496,767,790	7.51%
West Midlands	7,261	7.69%	479,035,144	7.24%
Yorkshire & Humberside	8,092	8.57%	472,204,640	7.14%
Scotland	11,449	12.12%	613,694,747	9.28%
Wales	4,278	4.53%	247,733,200	3.75%
Northern Ireland	9,915	10.50%	633,713,235	9.58%
<b>Total</b>	<b>94,427</b>	<b>100%</b>	<b>6,613,358,074</b>	<b>100%</b>

Substitution, redemptions and repurchases	Number of accounts	Current balance
Substitution & top up	0	0
Redeemed this period*	423	74,485,000
Repurchases this period (including arrears)**	1,078	21,942,061
Arrears repurchased this period**	0	0
Cumulative arrears repurchased	0	0

\*\* "Arrears" for this purpose means, in respect of a Loan, on any date that two or more Monthly Payments have become due and remain unpaid by the relevant Borrower, and this reporting line relates to repurchases under clause 8.13 of the Mortgage Sale Agreement.

CPR/PPR Analysis*	1 Month %	1 Month Annualised %	3 Month Average %	3 Month Annualised %	12 Month Average %
<b>Total (including unscheduled repayments and repurchases from the Mortgages Trust)</b>					
Current month	1.76%	19.21%	1.76%	19.23%	19.51%
Previous month	1.66%	18.18%	1.74%	18.96%	19.41%
<b>Unscheduled repayments and repurchases from the Mortgages Trust only</b>					
Current month	1.44%	15.95%	1.44%	16.05%	16.30%
Previous month	1.33%	14.88%	1.41%	15.74%	16.19%

Standard Variable Rate (Alliance & Leicester)	
Existing borrowers SVR	4.74%
Effective date of change	September-16
Previous existing borrowers SVR	4.99%
Effective date of change	March-09

Remaining Term	Number of accounts	% by number	Current balance £	% by balance
0 to <5	21,645	22.92%	753,522,156	11.39%
>= 5 to < 10	24,498	25.94%	1,393,789,867	21.08%
>= 10 to < 15	31,278	33.12%	2,730,767,239	41.29%
>=15 to < 20	10,756	11.39%	1,076,405,380	16.28%
>= 20 to < 25	4,123	4.37%	429,569,737	6.50%
>= 25 to < 30	1,944	2.06%	208,566,990	3.15%
>= 30 to < 35	183	0.19%	20,736,704	0.31%
>= 35 to < 40	0	0.00%	-	0.00%
>= 40 to < 45	0	0.00%	-	0.00%
<b>Total</b>	<b>94,427</b>	<b>100%</b>	<b>6,613,358,074</b>	<b>100%</b>

The weighted average remaining term of Loans was approximately 152.76 months, the maximum remaining term of Loans was 416 months and the minimum remaining term of Loans was 0 months.

Seasoning	Number of accounts	% by number	Current balance £	% by balance
0 to <6	-	0.00%	-	0.00%
>= 6 to < 12	-	0.00%	-	0.00%
>= 12 to < 18	-	0.00%	-	0.00%
>= 18 to < 24	-	0.00%	-	0.00%
>= 24 to < 30	-	0.00%	-	0.00%
>= 30 to < 36	-	0.00%	-	0.00%
>= 36 to < 42	-	0.00%	-	0.00%
>= 42 to < 48	-	0.00%	-	0.00%
>=48 to < 54	-	0.00%	-	0.00%
>=54 to < 60	119.00	0.13%	12,158,399.71	0.18%
>= 60 to < 66	279.00	0.30%	28,394,551.52	0.43%
>= 66 to < 72	334.00	0.35%	32,646,893.47	0.49%
>= 72 to < 78	462.00	0.49%	43,181,146.79	0.65%
>= 78 to < 84	2,971.00	3.15%	238,597,478.96	3.61%
>= 84 to < 90	2,547.00	2.70%	188,058,647.16	2.84%
>= 90 to < 96	2,308.00	2.44%	172,439,360.95	2.61%
>= 96 to < 102	1,329.00	1.41%	99,909,075.67	1.51%
>= 102 to < 108	1,625.00	1.72%	150,031,113.72	2.27%
>= 108 to < 114	3,338.00	3.54%	326,534,140.49	4.94%
>= 114 to < 120	7,538.00	7.98%	752,353,616.23	11.38%
>= 120 to < 126	8,011.00	8.48%	734,484,785.45	11.11%
>= 126 to < 132	8,837.00	9.36%	777,031,197.67	11.75%
>= 132 to < 138	11,413.00	12.09%	915,969,094.32	13.85%
>= 138 to < 144	9,412.00	9.97%	641,507,341.70	9.70%
>= 144 to < 150	2,945.00	3.12%	182,396,144.64	2.76%
>= 150 to < 156	2,949.00	3.12%	150,800,744.45	2.28%
>= 156 to < 162	4,992.00	5.29%	238,942,757.18	3.61%
>= 162 to < 168	4,860.00	5.15%	226,794,360.89	3.43%
>= 168 to < 174	1,830.00	1.94%	92,354,131.30	1.40%
>= 174 to < 180	1,832.00	1.94%	92,331,763.45	1.40%
>= 180	14,496.00	15.35%	516,441,328.15	7.81%
<b>Total</b>	<b>94,427</b>	<b>100%</b>	<b>6,613,358,074</b>	<b>100%</b>

The weighted average seasoning of Loans was approximately 133.69 months, the maximum seasoning of Loans was 620 months and the minimum seasoning of Loans was 58 months.

Indexed Current Loan to Value Using current capital balance and HPI indexed latest valuation	Number of accounts	% by number	Current balance £	% by balance
>0% =<25%	42,133	44.62%	1,316,818,151	19.91%
>25% =<50%	29,271	31.00%	2,524,697,013	38.18%
>50% =<75%	16,859	17.85%	1,987,539,624	30.05%
>75% =<80%	1,823	1.93%	220,542,563	3.33%
>80% =<85%	1,432	1.52%	175,809,932	2.66%
>85% =<90%	994	1.05%	124,483,375	1.88%
>90% =<95%	574	0.61%	72,394,315	1.09%
>95% =<100%	323	0.34%	39,864,191	0.60%
>100%	1,018	1.08%	151,208,912	2.29%
<b>Total</b>	<b>94,427</b>	<b>100%</b>	<b>6,613,358,074</b>	<b>100%</b>

The weighted average indexed loan to value was approximately 46.68%, the maximum indexed loan to value was 183% and the minimum indexed loan to value was 0%

Loan to Value at Last Valuation Using current capital balance and unindexed latest valuation	Number of accounts	% by number	Current balance £	% by balance
>0% =<25%	32,062	33.95%	724,332,303	10.95%
>25% =<50%	28,640	30.33%	1,936,213,372	29.28%
>50% =<75%	21,778	23.06%	2,303,854,119	34.84%
>75% =<80%	3,108	3.29%	408,005,706	6.17%
>80% =<85%	2,687	2.85%	387,693,455	5.86%
>85% =<90%	3,005	3.18%	431,467,451	6.52%
>90% =<95%	1,735	1.84%	236,094,245	3.57%
>95% =<100%	1,335	1.41%	173,903,194	2.63%
>100%	77	0.08%	11,794,230	0.18%
<b>Total</b>	<b>94,427</b>	<b>100%</b>	<b>6,613,358,074</b>	<b>100%</b>

The weighted average loan to value was approximately 56.13%, the maximum loan to value was 204% and the minimum loan to value was 0%.

Original Loan to Value Using original balance and valuation amount	Number of accounts	% by number	Current balance £	% by balance
0% to <=25%	5,106	5.41%	127,537,594	1.93%
>25% to <=50%	21,013	22.25%	915,452,070	13.84%
>50% to <=75%	33,594	35.58%	2,470,231,805	37.35%
>75% to <=80%	6,094	6.45%	526,046,877	7.95%
>80% to <=85%	8,514	9.02%	807,544,387	12.21%
>85% to <=90%	12,541	13.28%	1,173,787,001	17.75%
>90% to <=95%	7,565	8.01%	592,758,341	8.96%
>95% to <100%	-	0.00%	-	0.00%
>100%	-	0.00%	-	0.00%
<b>Total</b>	<b>94,427</b>	<b>100%</b>	<b>6,613,358,074</b>	<b>100%</b>

The weighted average original loan to value was approximately 71.01%, the maximum loan to value was 95% and the minimum loan to value was 0%.

## LOAN NOTE REPORT

Closing Date 06/12/2011 Series 2011-2 Notes

2011-2	ISIN (Reg S)	ISIN (144a)	Ratings S&P/Moody's/Fitch	Initial Ratings S&P/Moody's/Fitch	Currency	Applicable Exchange Rate	Original Balance	Repaid	Outstanding	Reference rate	Margin p.a.%	Current interest rate p.a.%	Accrual Period	Next coupon date	Interest next coupon	Step up Date	Legal Maturity	Bond Type
A1	XS0715270855	US34988MAU09	A-1+/P-1/F1+	A-1+/P-1/F1+	USD	1.56	350,000,000	(350,000,000)	-	1M USD LIBOR	0.2000%	-	-	-	-	N/A	Oct-2012	Sched AM
A2	XS0715271150	US34988MAV81	AAA/Aaa/AAA	AAA/Aaa/AAA	USD	1.56	700,000,000	(700,000,000)	-	3M USD LIBOR	1.6000%	-	-	-	-	Jan-2015	Oct-2054	Sched AM
A3	XS0715271234	XS0715271408	AAA/Aaa/AAA	AAA/Aaa/AAA	EUR	1.13	100,000,000	(100,000,000)	-	3M EURIBOR	1.5000%	-	-	-	-	Jan-2015	Oct-2054	Sched AM
A4	XS0715271580	US34988MAW64	AAA/Aaa/AAA	AAA/Aaa/AAA	USD	1.56	300,000,000	(300,000,000)	-	3M USD LIBOR	1.6500%	-	-	-	-	Jan-2016	Oct-2054	Sched AM
A5	XS0715271663	US34988MAX48	AAA/Aaa/AAA	AAA/Aaa/AAA	USD	1.55	250,000,000	-	250,000,000	USD Fixed	0.0000%	4.2500%	18/01/2017 - 18/07/2017	18/07/2017	5,312,500	Jan-2022	Oct-2054	Sched AM
Z	XS0715271747	n/a	N/A	N/A	GBP		233,965,000	(200,067,000)	33,898,000	3M GBP LIBOR	0.7000%	1.03556%	18/04/2017 - 18/07/2017	18/07/2017	87,518	N/A	Oct-2054	P-Through

Closing Date 23/05/2012 Series 2012-1 Notes

2012-1	ISIN (Reg S)	ISIN (144a)	Ratings S&P/Moody's/Fitch	Initial Ratings S&P/Moody's/Fitch	Currency	Applicable Exchange Rate	Original Balance	Repaid	Outstanding	Reference rate	Margin p.a.%	Current interest rate p.a.%	Accrual Period	Next coupon date	Interest next coupon	Step up Date	Legal Maturity	Bond Type
1A1	XS0785596163	US34988WAV63	A-1+/P-1/F1+	A-1+/P-1/F1+	USD	1.60	250,000,000	(250,000,000)	-	1M USD LIBOR	0.1800%	-	-	-	-	N/A	Apr-2013	Sched Am
2A1	AU0000FOBHA4	n/a	AAA/Aaa/AAA	AAA/Aaa/AAA	AUD	1.60	150,000,000	(150,000,000)	-	1M AUD BBR-BBSW	2.0500%	-	-	-	-	Oct-2015	Oct-2054	Sched Am
2A2	XS0784926353	US34988WAL81	AAA/Aaa/AAA	AAA/Aaa/AAA	USD	1.60	750,000,000	(750,000,000)	-	3M USD LIBOR	1.4000%	-	-	-	-	Oct-2015	Oct-2054	Sched Am
2A3	XS0784926437	XS0785326538	AAA/Aaa/AAA	AAA/Aaa/AAA	GBP		300,000,000	(300,000,000)	-	3M GBP LIBOR	1.4500%	-	-	-	-	Oct-2015	Oct-2054	Sched Am
2A4	XS0784926510	XS0785327858	AAA/Aaa/AAA	AAA/Aaa/AAA	EUR	1.25	200,000,000	(200,000,000)	-	3M EURIBOR	1.1000%	-	-	-	-	Oct-2015	Oct-2054	Sched Am
2A5	XS0784928300	XS0785328153	AAA/Aaa/AAA	AAA/Aaa/AAA	JPY	128.05	16,000,000,000	(16,000,000,000)	-	3M JPY LIBOR	0.7000%	-	-	-	-	Oct-2015	Oct-2054	Sched Am
3A1	XS0784928482	US34988WAS35	AAA/Aaa/AAA	AAA/Aaa/AAA	USD	1.59	700,000,000	(154,454,617)	545,545,383	3M USD LIBOR	1.5000%	2.65844%	18/04/2017 - 18/07/2017	18/07/2017	3,666,035	Jul-2017	Oct-2054	Sched Am
3A2	XS0784928649	XS0785328583	AAA/Aaa/AAA	AAA/Aaa/AAA	GBP		300,000,000	(66,194,836)	233,805,164	3M GBP LIBOR	1.5500%	1.88556%	18/04/2017 - 18/07/2017	18/07/2017	1,099,115	Jul-2017	Oct-2054	Sched Am
2B1	XS0784929290	US34988WAZ78	AA/Aa3/AA	AA/Aa3/AA	USD	1.59	50,000,000	(50,000,000)	-	3M USD LIBOR	1.9500%	-	-	-	-	Oct-2015	Oct-2054	Sched Am
2B2	XS0784929530	XS0785328237	AA/Aa3/AA	AA/Aa3/AA	GBP		200,000,000	(200,000,000)	-	3M GBP LIBOR	2.1000%	-	-	-	-	Oct-2015	Oct-2054	Sched Am
Z	XS0784929613	n/a	N/A	N/A	GBP		285,000,000	(180,668,852)	104,331,148	3M GBP LIBOR	0.7000%	1.03556%	18/04/2017 - 18/07/2017	18/07/2017	269,363	N/A	Oct-2054	P-Through

Closing Date 16/06/2014 Series 2014-1 Notes

2014-1	ISIN (Reg S)	ISIN (144a)	Ratings S&P/Moody's/Fitch	Initial Ratings S&P/Moody's/Fitch	Currency	Applicable Exchange Rate	Original Balance	Repaid	Outstanding	Reference rate	Margin p.a.%	Current interest rate p.a.%	Accrual Period	Next coupon date	Interest next coupon	Step up Date	Legal Maturity	Bond Type
A1	XS1075538600	US34988WAX20	A-1+/P-1/F1+	A-1+/P-1/F1+	USD	1.68	850,000,000	(850,000,000)	-	1M USD LIBOR	0.1200%	-	-	-	-	N/A	Apr-2015	Sched Am
A2	XS1075515061	XS1075720315	AAA/Aaa/AAA	AAA/Aaa/AAA	GBP		500,000,000	(86,805,205)	413,194,795	3M GBP LIBOR	0.4000%	0.73556%	18/04/2017 - 18/07/2017	18/07/2017	757,742	Jul-2017	Oct-2054	Sched Am

Closing Date 24/03/2015 Series 2015-1 Notes

2015-1	ISIN (Reg S)	ISIN (144a)	Ratings S&P/Moody's/Fitch	Initial Ratings S&P/Moody's/Fitch	Currency	Applicable Exchange Rate	Original Balance	Repaid	Outstanding	Reference rate	Margin p.a.%	Current interest rate p.a.%	Accrual Period	Next coupon date	Interest next coupon	Step up Date	Legal Maturity	Bond Type
A1	XS1207302230	US34988WAY03	A-1+/P-1/F1+	A-1+/P-1/F1+	USD	1.47	500,000,000	(500,000,000)	-	1M USD LIBOR	0.1800%	-	-	-	-	N/A	Jan-2016	Sched Am
A2	XS1207302826	US34988WAZ77	AAA/Aaa/AAA	AAA/Aaa/AAA	USD	1.47	300,000,000	(169,731,990)	130,268,010	3M USD LIBOR	0.3000%	1.45844%	18/04/2017 - 18/07/2017	18/07/2017	480,248	Jul-2017	Oct-2054	Sched Am
A3	XS1207307205	XS1207303717	AAA/Aaa/AAA	AAA/Aaa/AAA	GBP		500,000,000	(26,217,122)	473,782,878	3M GBP LIBOR	0.3200%	0.65556%	18/04/2017 - 18/07/2017	18/07/2017	774,355	Apr-2018	Oct-2054	Sched Am

All outstanding 2011-2 and 2012-1 notes are listed on the London Stock Exchange.

All outstanding 2014-1 and 2015-1 notes are listed on the Irish Stock Exchange.

Combined Credit Enhancement	Total £	% of Total	Current note subordination	Subordination +Reserve Fund	% Required
Class A Notes	£1,713,581,561	92.54%	7.46%	12.86%	9.25%
Class B Notes	£0	0.00%	0.00%	0.00%	0.00%
Class M Notes	£0	0.00%	0.00%	0.00%	0.00%
Class C Notes	£0	0.00%	0.00%	0.00%	0.00%
Class Z Notes	£138,229,148	7.46%	0.00%	0.00%	0.00%
	£1,851,810,709.09	100.00%			
General Reserve Fund Required Amount	£100,000,000	5.40%			

Interest shortfall in period	£0
Cumulative interest shortfall	£0
Principal shortfall in period	£0
Cumulative principal shortfall	£0
Cumulative net loss	£0
Excess principal paid in current period	£0

General Reserve Fund	
Balance brought forward	£100,000,000
Drawings	£0
Top up	£0
Balance carried forward	£100,000,000

Quarterly Excess Spread*	Excluding Z notes	Including Z Notes
Excess spread this month annualised	1.08%	1.00%
Excess spread rolling 12 month average	1.00%	0.84%

\*Excess spread is calculated at each quarterly Interest Payment Date - see note 13

Monthly Excess Spread*	Excluding Z notes	Including Z Notes
Monthly Excess Spread annualised	1.00%	0.92%

\*Monthly Excess Spread is calculated using monthly Funding Revenue received and one third of Funding's quarterly liabilities

Funding 1 Principal Ledger-AAA	£113,326,467
Funding 1 Principal Ledger-AA	£0
Funding 1 Principal Ledger-A	£0
Funding 1 Principal Ledger-BBB	£0
Total Funding 1 Principal Ledger	£113,326,467

**WATERFALLS**

**MORTGAGES TRUSTEE REVENUE WATERFALL**

*\* for collection period 01 May 2017 to 31 May 2017*

Mortgages Trustee Fees	0.00
Other third party payments	0.00
<hr/>	
Servicer Fees	457,125.31
Cash Manager Fees	0.00
Mortgages Trustee Corporate Service Provider fees	
Funding 1 Account Banks fees	0.00
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Funding 1 Seller	3,739,965.54
	9,233,948.46
<hr/>	

**MORTGAGES TRUSTEE PRINCIPAL WATERFALL**

*\* for collection period 01 May 2017 to 31 May 2017*

Funding 1	118,563,892.01
<hr/>	
Seller	0.00
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**FUNDING 1 REVENUE WATERFALL**

Funding 1 Security Trustee fees	0.00
Fee under Intercompany Loan	0.00
Other third party payments	0.00
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Cash Manager fees	0.00
Funding 1 Corporate Service Provider fees	0.00
Funding 1 Account Banks fees	0.00
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Payment to Funding 1 Swap Provider	0.00
<hr/>	
Interest on AAA Loan Tranches	0.00
Credit to AAA Principal Deficiency Ledger	0.00
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Interest on AA Loan Tranches	0.00
Credit to AA Principal Deficiency Ledger	0.00
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Interest on A Loan Tranches	0.00
Credit to A Principal Deficiency Ledger	0.00
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Interest on BBB Loan Tranches	0.00
Credit to BBB Principal Deficiency Ledger	0.00
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Credit to General Reserve Fund	0.00
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Credit to NR Principal Deficiency Ledger	0.00
<hr/>	
Interest on NR Loan Tranches	0.00
<hr/>	
Excluded swap payments and other fees under the Intercompany Loan Agreement	0.00
<hr/>	
Profit to Funding 1	0.00
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Payment of Funding 1 Start-up Loan	0.00
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Deferred Consideration	0.00
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**FUNDING 1 PRINCIPAL WATERFALL**

Repayment of Class A Notes	0.00
Repayment of Class B Notes	0.00
Repayment of Class M Notes	0.00
Repayment of Class C Notes	0.00
<hr/>	
Repayment of NR loan tranches	0.00
<hr/>	
Credit to Cash Accumulation Ledger	0.00
<hr/>	

**ISSUER REVENUE WATERFALL**

Issuer Security Trustee fees	0.00
Note Trustee fees	0.00
Agent Bank fees etc.	0.00
<hr/>	
Other third party payments	0.00
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Issuer Cash Manager Fees	0.00
Issuer Corporate Service Provider Fees	0.00
Issuer Account Bank Fees	0.00
<hr/>	
Interest on Class A Notes (including amounts paid to Issuer Swap Providers)	0.00
Interest on Class B Notes (including amounts paid to Issuer Swap Providers)	0.00
Interest on Class M Notes (including amounts paid to Issuer Swap Providers)	0.00
Interest on Class C Notes (including amounts paid to Issuer Swap Providers)	0.00
<hr/>	
Interest on Class Z Notes	0.00
<hr/>	
Excluded Issuer swap payments	0.00
<hr/>	
Issuer profit	0.00
<hr/>	

**ISSUER PRINCIPAL WATERFALL**

Repayment of Class A Notes (including principal payments to class A swap providers)	0.00
Repayment of Class B Notes (including principal payments to class B swap providers)	0.00
Repayment of Class M Notes (including principal payments to class M swap providers)	0.00
Repayment of Class C Notes (including principal payments to class C swap providers)	0.00
<hr/>	
Repayment of Class Z Notes	0.00
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**SWAP PAYMENTS THIS PERIOD**

Note	Swap Provider	Currency Notional	Receive Reference Rate	Receive margin	Receive Rate	Interest Received	Principal Received	£ Notional	Pay reference rate	Pay margin	Pay rate	Interest Paid	Principal Paid

Note	Collateral Postings	Counterparty

TRIGGER EVENTS	
<b>Asset</b> Amount debited to AAA Principal Deficiency Sub Ledger, unless certain criteria are met	<b>None</b>
<b>Non Asset</b> Insolvency Event occurs in relation to Seller Sellers role as Servicer terminated & new Servicer is not appointed within 60 days The then current Seller Share is less than the adjusted Minimum Seller Share for 2 consecutive Trust Calculation Dates The aggregate outstanding principal balance of Loans in the Mortgages Trust is less than the required loan balance amount specified in the most recent final terms	<b>None</b> <b>None</b> <b>None</b> <b>None</b>
<b>An arrears trigger event will occur if:</b> The outstanding principal balance of the Loans in arrears for more than 3 times the monthly payment then due divided by the outstanding principal balance of all of the Loans in the Mortgages Trust (expressed as a percentage) exceeds 2 per cent.	
Full details of all trigger events can be found within the Fosse Master Issuer plc base prospectus	

**Notes****1 Current number of mortgages**

This is the sum of all product holdings secured by a Borrower(s) on a single property.

**2 Current value of mortgages**

Includes all amounts of principal, interest and fees as yet unpaid by the Borrower.

**3 Funding 1 Share**

The percentage Funding 1 Share is calculated net of accrued interest.

**4 Seasoning**

This is the age of the Loan at the report date in months based on the main mortgage completion date.

Main mortgage completion date is the date the Borrower first took out a loan on the secured property. The initial loan may have been repaid and replaced by subsequent lending under the same mortgage agreement and updated terms and conditions.

**5 Remaining term**

This is the remaining term of the Loan at the report date in months.

**6 Product breakdown**

Bank of England Base Rate Tracker Loans includes Loans issued at a discount or premium to base rate.

All Loans in the discount category are linked to SVR.

**7 Payment Type**

Most Loans that are not fully repayment mortgages comprise an interest only portion, on which there are no scheduled principal repayments and a repayment portion for which there is a scheduled amortisation.

**8 Loan to Value (LTV) at last valuation**

Prior to 2008, Further Advances were made on existing Loans based on the indexed LTV without carrying out a formal valuation. This occasionally gives rise to the unindexed LTV recording an unrealistically high LTV. Indexed and unindexed LTVs include all Further Advances on a Loan - but exclude any flexible drawdown reservoir.

**9 Defaults**

For the purpose of the Bank of England Market Notice dated 30 November 2010 "defaults" is defined as properties taken into possession.

**10 X**

Current balance of Loans in the portfolio multiplied by 3.4%

**11 Y**

Flexible draw capacity (flexible drawdown reservoir of live sub-accounts) multiplied by 8% multiplied by 3%

**12 Z**

Balance of flexible redraws and Further Advances covered by CCA

**13 Excess spread calculation**

Excess spreads is calculated by dividing (excess cash available for payments below the General Reserve Fund in the waterfall) by (the Funding 1 Share)

**All capitalised terms used in this investor report have the meaning or descriptions assigned to them in the Fosse Master Issuer plc base prospectus**

Calculated as  $1 - ((1 - R) ^ 12)$  where R is (i) total principal receipts received scheduled and unscheduled during the relevant period, divided by (ii) the aggregate outstanding principal balance of the loans in the expected portfolio as at the start of that period.

**16 3 month average CPR**

The total principal receipts received during the immediately preceding trust calculation period for the last 3 months divided by the average aggregate current balance of the last 3 months of the loans comprised in the trust property

**17 3 month annualised CPR**

Calculated as  $1 - ((1 - R) ^ 4)$  where R is (i) total principal receipts received scheduled and unscheduled during the relevant period, divided by (ii) the average aggregate outstanding principal balance over the last 3 months of the loans in the expected portfolio as at the start of that period.

**18 12 month average CPR**

The total principal receipts received during the immediately preceding trust calculation period for the last 12 months divided by the average aggregate current balance of the last 12 months of the loans comprised in the trust property

**Notes Risk Retention**

The seller confirms that if it sells one or more new loans and their related security to the mortgages trustee on or after 1 January 2015, the seller, in its capacity as originator, (i) on or immediately following the relevant sale date, will retain, on an on-going basis, a material net economic interest of not less than 5 per cent. in the nominal value of the securitised exposures in accordance with the text of Article 405 of Regulation (EU) No 575/2013 and Article 51 of Regulation (EU) No 231/2013, and (ii) will disclose via an RNS announcement (or in such other manner as the seller may determine) such retained interest and the manner in which it is held. Any change to the manner in which such interest is held will be notified to noteholders in accordance with the conditions.

**All capitalised terms used in this investor report have the meaning or descriptions assigned to them in the Fosse Master Issuer plc base prospectus**