

Monthly Report incorporating:

**Fosse Trustee Limited
Fosse Master Issuer plc
Fosse Funding (No. 1) Limited**

| | |
|--------------------------------|-------------------------------|
| Report Date: | 30-Apr-11 |
| Reporting Period: | 01-Apr-11 to 30-Apr-11 |
| Trust Calculation Date: | 03-May-11 |

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Contacts:

All queries should be directed to:

Harpreet Chadha, Securitisation/Covered Bond 0207 756 6165 MBF@santander.co.uk

MAIN PARTIES TO THE STRUCTURE

| | | | | | |
|--|---|--|---|--|--|
| Santander UK Seller Servicer Cash Manager, Issuer Cash Manager Basis Swap Provider Start-up loan provider Company Secretarial Services Provider | Fosse Master Issuer plc Issuer | Citibank, N.A. Agent Bank Principal Paying Agent | Law Debenture Trust Company of New York Note Trustee Issuer Security Trustee Funding 1 Security Trustee | SFM Corporate Services Limited UK share trustee | Mourant & Co. Trustees Limited Jersey share trustee |
| | Fosse Trustee Limited Mortgages Trustee | Registrar Transfer Agent US Paying Agent Common Depository Exchange Rate Agent | Issuer Swap Providers Santander UK UBS AG Credit Suisse International The Royal Bank of Scotland plc Abbey National Treasury Services plc | Structured Finance Management Limited Corporate services provider (UK) | Mourant & Co. Limited Corporate services provider (Jersey) |
| Santander UK Account bank, for Mortgages Trustee, Funding 1 and Issuer | Fosse Funding (No. 1) Limited Funding 1 | | | | |

COLLATERAL REPORT

| Mortgage Loan Profile | |
|--|------------------|
| Original number of Mortgage Loans in Pool | 42,395 |
| Original current value of Mortgage Loans in Pool | £ 3,399,995,370 |
| Current number of Mortgage Loans in Pool | 147,155 |
| Current value of Mortgage Loans in Pool | £ 13,279,257,406 |
| Current number of Mortgage Loan product holdings in Pool (A Mortgage Loan may have more than one active loan product) | 207,680 |
| Weighted Average Seasoning (Months) | 54 |
| Weighted Average Remaining Term (Months) | 219 |
| Average Loan Size | £ 90,240 |
| Weighted Average Indexed LTV at last valuation (by value) | 61.12% |
| Weighted Average unindexed LTV at last valuation (by value) | 59.79% |

| Mortgage Trust Assets | |
|--|------------------|
| Current value of Mortgage Loans in Pool at 30-Apr-11 | £ 13,279,257,406 |
| Last months Closing Trust Assets at 31-Mar-11 | £ 13,603,661,066 |
| Principal Ledger as calculated on 3-May-11 | £ 333,954,397 |
| Funding Share as calculated on 3-May-11 | £ 11,450,932,471 |
| Funding Share % as calculated on 3-May-11 | 86.23173% |
| Seller Share as calculated on 3-May-11 | £ 1,828,324,935 |
| Seller Share % as calculated on 3-May-11 | 13.76827% |
| Minimum Seller Share (Amount) | £ 796,467,982 |
| Minimum Seller Share (% of Total) | 5.99784% |

| Arrears Analysis of Non Repossessed Mortgage Loans | Number | Current balance £ | Arrears £ | By Number % | By current balance % |
|--|----------------|-----------------------|------------------|----------------|----------------------------|
| Less than 1 month in arrears | 145,960 | 13,163,711,036 | - | 99.20% | 99.14% |
| 1<=2 months in arrears | 723 | 69,735,902 | 477,594 | 0.49% | 0.53% |
| 2<=3 months in arrears | 137 | 12,272,041 | 168,743 | 0.09% | 0.09% |
| 3<=4 months in arrears | 73 | 7,339,530 | 153,271 | 0.05% | 0.06% |
| 4<=5 months in arrears | 43 | 3,909,125 | 94,073 | 0.03% | 0.03% |
| 5<=6 months in arrears | 28 | 2,704,167 | 78,791 | 0.02% | 0.02% |
| 6<=7 months in arrears | 25 | 2,591,603 | 79,530 | 0.02% | 0.02% |
| 7<=8 months in arrears | 24 | 2,489,653 | 77,295 | 0.02% | 0.02% |
| 8<=9 months in arrears | 17 | 2,415,415 | 94,567 | 0.01% | 0.02% |
| 9<=10 months in arrears | 16 | 1,396,208 | 69,271 | 0.01% | 0.01% |
| 10<=11 months in arrears | 12 | 1,218,421 | 55,696 | 0.01% | 0.01% |
| 11<=12 months in arrears | 15 | 1,332,662 | 69,663 | 0.01% | 0.01% |
| More than 12 months in arrears | 67 | 6,971,339 | 541,616 | 0.05% | 0.05% |
| Total | 147,140 | 13,278,087,102 | 1,960,109 | 100.00% | 100.00% |

Arrears are calculated in accordance with standard market practice in the UK. A mortgage 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.

| Properties in Possession | Number | Current balance £ | Arrears £ | Loss Amount £ |
|---|--------|----------------------|--------------|------------------|
| Total Properties in Possession Since Inception | 106 | 12,404,598 | | 2,547,992 |
| Repossessed (In Month) | 6 | 450,416 | | |
| Sold (In Month) | 10 | 1,000,377 | | |
| Current Number in Possession | 15 | 1,170,304 | | |
| Total Properties Sold Since Inception | 91 | 11,234,294 | | |
| Total Loss on Sale Brought Forward | | | | 2,349,955 |
| Losses Recorded this Period | | | | 198,038 |
| Total Loss on Sale Carried Forward | | | | 2,547,992 |
| Recoveries | | | | |
| Total Net Loss | | | | 2,547,992 |

| Substitution, redemptions and repurchases | Number of accounts this period | Current balance this period £ |
|---|-----------------------------------|-------------------------------------|
| Substitution & Top up | 0 | 0 |
| Redeemed this period* | 1,852 | 146,858,257 |
| Repurchases this period | 1,202 | 121,549,931 |

*Redemptions this period include 615 accounts where minor balances totalling £ (206,400) remain to be collected after redemption. These balances have been repurchased by the Seller.

| CPR Analysis * | 1 Month CPR % | 12 Month CPR (Annualised) % |
|----------------|------------------|-----------------------------------|
| Current month | 2.45% | 14.31% |
| Previous month | 1.28% | 13.14% |

* The CPR calculation includes repurchases by the Seller from the Trust

| Product Breakdown (By Balance) | No of product holdings | % by number | Current balance £ | % by balance |
|---|---------------------------|----------------|-----------------------|-----------------|
| Bank of England Base Rate Tracker Loans | 88,771 | 42.74% | 6,196,233,372 | 46.66% |
| Fixed Rate Loans | 65,588 | 31.58% | 5,161,531,082 | 38.87% |
| Discounted SVR Loans | 10,798 | 5.20% | 498,081,215 | 3.75% |
| Standard Variable Loans | 42,523 | 20.48% | 1,423,411,737 | 10.72% |
| Total | 207,680 | 100.00% | 13,279,257,406 | 100.00% |

| Standard Variable Rate | |
|---------------------------------|-----------|
| Existing Borrowers SVR | 4.99% |
| Effective Date Of Change | 02-Mar-09 |
| Previous Existing Borrowers SVR | 5.09% |
| Effective Date of Change | 02-Feb-09 |

| Payment Type (By Balance) | No of product holdings | % by number | Current balance £ | % by balance |
|---|---------------------------|----------------|-----------------------|-----------------|
| Repayment | 146,686 | 70.63% | 8,071,487,332 | 60.78% |
| Interest only and Combined repayment & int-only | 60,994 | 29.37% | 5,207,770,074 | 39.22% |
| Total | 207,680 | 100.00% | 13,279,257,406 | 100.00% |

| Use Of Proceeds (By Balance) | No of product holdings | % by number | Current balance £ | % by balance |
|---------------------------------|---------------------------|----------------|-----------------------|-----------------|
| House Purchase | 93,317 | 44.93% | 7,835,659,248 | 59.01% |
| Remortgage | 114,360 | 55.07% | 5,443,395,866 | 40.99% |
| Other | 3 | 0.00% | 202,293 | 0.00% |
| Total | 207,680 | 100.00% | 13,279,257,406 | 100.00% |

| Analysis of Mortgage loan size at reporting date £ | Number of accounts | % by number | Current balance £ | % by balance |
|---|-----------------------|----------------|-----------------------|-----------------|
| >0 =<50,000 | 44,888 | 30.50% | 1,258,271,328 | 9.48% |
| >50,000 =<100,000 | 52,826 | 35.90% | 3,878,424,753 | 29.21% |
| >100,000 =<150,000 | 28,418 | 19.31% | 3,456,896,421 | 26.03% |
| >150,000 =<200,000 | 11,551 | 7.85% | 1,975,754,496 | 14.88% |
| >200,000 =<250,000 | 4,598 | 3.12% | 1,018,017,429 | 7.67% |
| >250,000 =<300,000 | 2,100 | 1.43% | 571,464,887 | 4.30% |
| >300,000 =<350,000 | 1,124 | 0.76% | 362,227,092 | 2.73% |
| >350,000 =<400,000 | 613 | 0.42% | 227,957,139 | 1.72% |
| >400,000 =<450,000 | 349 | 0.24% | 147,538,210 | 1.11% |
| >450,000 =<500,000 | 275 | 0.19% | 130,026,075 | 0.98% |
| >500,000 =<550,000 | 167 | 0.11% | 86,987,056 | 0.66% |
| >550,000 =<600,000 | 84 | 0.06% | 48,408,598 | 0.36% |
| >600,000 =<650,000 | 44 | 0.03% | 27,311,038 | 0.21% |
| >650,000 =<700,000 | 43 | 0.03% | 28,942,083 | 0.22% |
| >700,000 =<750,000 | 75 | 0.05% | 61,030,802 | 0.46% |
| Total | 147,155 | 100.00% | 13,279,257,406 | 100.00% |

| Geographical Analysis By Region | Number of accounts | % by number | Current balance £ | % by balance |
|---------------------------------|-----------------------|----------------|-----------------------|-----------------|
| East Anglia | 5,514 | 3.75% | 466,283,024 | 3.51% |
| East Midlands | 12,008 | 8.16% | 887,527,840 | 6.68% |
| Greater London | 6,917 | 4.70% | 1,165,905,166 | 8.78% |
| Northern England | 6,844 | 4.65% | 528,385,521 | 3.98% |
| North West | 14,453 | 9.82% | 1,142,166,979 | 8.60% |
| South East | 29,042 | 19.74% | 3,519,395,593 | 26.50% |
| South West | 11,940 | 8.11% | 1,108,148,349 | 8.34% |
| West Midlands | 10,683 | 7.26% | 894,200,324 | 6.73% |
| Yorkshire & Humberside | 12,618 | 8.57% | 960,583,816 | 7.23% |
| Scotland | 22,932 | 15.58% | 1,644,463,595 | 12.38% |
| Wales | 7,088 | 4.82% | 524,243,733 | 3.95% |
| Northern Ireland | 7,116 | 4.84% | 437,953,465 | 3.30% |
| Total | 147,155 | 100.00% | 13,279,257,406 | 100.00% |

| Loan to Value at Last Valuation | | Number | % | Current balance | % |
|--|--|----------------|----------------|-----------------------|----------------|
| Using current capital balance and unindexed latest valuation | | of accounts | by number | £ | by balance |
| >0% =<25% | | 25,166 | 17.10% | 736,047,423 | 5.54% |
| >25% =<50% | | 43,440 | 29.52% | 3,106,894,248 | 23.40% |
| >50% =<75% | | 55,633 | 37.81% | 6,403,075,216 | 48.22% |
| >75% =<80% | | 8,631 | 5.87% | 1,162,541,348 | 8.75% |
| >80% =<85% | | 8,612 | 5.85% | 1,135,125,521 | 8.55% |
| >85% =<90% | | 3,655 | 2.48% | 495,387,199 | 3.73% |
| >90% =<95% | | 1,266 | 0.86% | 154,755,815 | 1.17% |
| >95% =<100% | | 710 | 0.48% | 79,839,772 | 0.60% |
| >100% | | 42 | 0.03% | 5,590,864 | 0.04% |
| Total | | 147,155 | 100.00% | 13,279,257,406 | 100.00% |

| Indexed Current Loan to Value | | Number | % | Current balance | % |
|--|--|----------------|----------------|-----------------------|----------------|
| Using current capital balance and HPI indexed latest valuation | | of accounts | by number | £ | by balance |
| >0% =<25% | | 30,356 | 20.63% | 916,959,183 | 6.91% |
| >25% =<50% | | 42,366 | 28.79% | 3,080,694,499 | 23.20% |
| >50% =<75% | | 45,902 | 31.19% | 5,479,351,326 | 41.26% |
| >75% =<80% | | 7,803 | 5.30% | 1,068,047,384 | 8.04% |
| >80% =<85% | | 7,663 | 5.21% | 1,033,475,444 | 7.78% |
| >85% =<90% | | 5,753 | 3.91% | 742,399,099 | 5.59% |
| >90% =<95% | | 3,511 | 2.39% | 466,094,929 | 3.51% |
| >95% =<100% | | 1,837 | 1.25% | 239,789,219 | 1.81% |
| >100% | | 1,964 | 1.33% | 252,446,322 | 1.90% |
| Total | | 147,155 | 100.00% | 13,279,257,406 | 100.00% |

LOAN NOTE REPORT

Closing date 28/11/2006
Report date 30/04/2011

Series 2006-1 Notes

| 2006-1 | ISIN | Ratings S&P/Moody's/Fitch | Currency | Original Balance | Repaid | Outstanding | Reference rate | Margin p.a.% | Current interest rate p.a.% | Next coupon date | Interest next coupon | Step up Date | Legal Maturity |
|--------|--------------|------------------------------|----------|------------------|-----------------|-------------|----------------|--------------|-----------------------------------|---------------------|-------------------------|-----------------|-------------------|
| A1 | XS0274283984 | AAA/Aaa/AAA | USD | 937,500,000 | (937,500,000) | 0 | 1M USD LIBOR | 0.03000% | - | - | - | Jul-2011 | Oct-2031 |
| A2 | XS0274284792 | AAA/Aaa/AAA | USD | 1,250,000,000 | (1,250,000,000) | 0 | 3M USD LIBOR | 0.06000% | - | - | - | Jul-2011 | Oct-2054 |
| A3 | XS0274289759 | AAA/Aaa/AAA | EUR | 937,500,000 | 0 | 937,500,000 | 3M EURIBOR | 0.10000% | 1.43200% | 18/07/2011 | 3,393,542 | Jul-2011 | Oct-2054 |
| A4 | XS0274293785 | AAA/Aaa/AAA | GBP | 542,000,000 | 0 | 542,000,000 | 3M GBP LIBOR | 0.11000% | 0.92938% | 18/07/2011 | 1,255,860 | Jan-2011 | Oct-2054 |
| B1 | XS0274285336 | AA/Aa3/AA | USD | 33,500,000 | (33,500,000) | 0 | 3M USD LIBOR | 0.09000% | - | - | - | Jul-2011 | Oct-2054 |
| B2 | XS0274285682 | AA/Aa3/AA | USD | 45,000,000 | (29,854,098) | 15,145,902 | 3M USD LIBOR | 0.16000% | 0.43550% | 18/07/2011 | 16,673 | Jul-2011 | Oct-2054 |
| B3 | XS0274290252 | AA/Aa3/AA | EUR | 37,000,000 | 0 | 37,000,000 | 3M EURIBOR | 0.17000% | 1.50200% | 18/07/2011 | 140,479 | Jan-2011 | Oct-2054 |
| B4 | XS0274294163 | AA/Aa3/AA | GBP | 16,750,000 | 0 | 16,750,000 | 3M GBP LIBOR | 0.17000% | 0.98938% | 18/07/2011 | 41,317 | Jan-2011 | Oct-2054 |
| M1 | XS0274286730 | A/A2/A | USD | 26,000,000 | (26,000,000) | 0 | 3M USD LIBOR | 0.17000% | - | - | - | Jul-2011 | Oct-2054 |
| M2 | XS0274287621 | A/A2/A | USD | 34,500,000 | (22,888,142) | 11,611,858 | 3M USD LIBOR | 0.25000% | 0.52550% | 18/07/2011 | 15,425 | Jul-2011 | Oct-2054 |
| M3 | XS0274291060 | A/A2/A | EUR | 27,500,000 | 0 | 27,500,000 | 3M EURIBOR | 0.27000% | 1.60200% | 18/07/2011 | 111,361 | Jan-2011 | Oct-2054 |
| M4 | XS0274294759 | A/A2/A | GBP | 13,750,000 | 0 | 13,750,000 | 3M GBP LIBOR | 0.27000% | 1.08938% | 18/07/2011 | 37,345 | Jan-2011 | Oct-2054 |
| C2 | XS0274288942 | BBB/Baa2/BBB | USD | 40,500,000 | (26,868,688) | 13,631,312 | 3M USD LIBOR | 0.47000% | 0.74550% | 18/07/2011 | 25,688 | Jul-2011 | Oct-2054 |
| C3 | XS0274291656 | BBB/Baa2/BBB | EUR | 22,500,000 | 0 | 22,500,000 | 3M EURIBOR | 0.45000% | 1.78200% | 18/07/2011 | 101,351 | Jan-2011 | Oct-2054 |
| C4 | XS0274294916 | BBB/Baa2/BBB | GBP | 6,250,000 | 0 | 6,250,000 | 3M GBP LIBOR | 0.45000% | 1.26938% | 18/07/2011 | 19,780 | Jan-2011 | Oct-2054 |

Closing date 01/08/2007

Series 2007-1 Notes

| 2007-1 | ISIN | Ratings S&P/Moody's/Fitch | Currency | Original Balance | Repaid | Outstanding | Reference rate | Margin p.a.% | Current interest rate p.a.% | Next coupon date | Interest next coupon | Step up Date | Legal Maturity |
|--------|--------------|------------------------------|----------|------------------|---------------|-------------|----------------|--------------|-----------------------------------|---------------------|-------------------------|-----------------|-------------------|
| A1a | XS0312388035 | AAA/Aaa/AAA | USD | 540,000,000 | (540,000,000) | 0 | 1M USD LIBOR | 0.05000% | - | - | - | Jul-2012 | Nov-2031 |
| A1b | XS0312977613 | AAA/Aaa/AAA | EUR | 550,000,000 | (550,000,000) | 0 | 3M EURIBOR | 0.06000% | - | - | - | Jul-2012 | Nov-2031 |
| A2 | XS0312388209 | AAA/Aaa/AAA | USD | 450,000,000 | (416,252,505) | 33,747,495 | 3M USD LIBOR | 0.08000% | 0.35550% | 18/07/2011 | 30,326 | Jul-2012 | Oct-2054 |
| A3 | XS0312388548 | AAA/Aaa/AAA | EUR | 685,000,000 | 0 | 685,000,000 | 3M EURIBOR | 0.12000% | 1.45200% | 18/07/2011 | 2,514,178 | Jul-2012 | Oct-2054 |
| A4 | XS0312388621 | AAA/Aaa/AAA | GBP | 775,000,000 | 0 | 775,000,000 | 3M GBP LIBOR | 0.13000% | 0.94938% | 18/07/2011 | 1,834,384 | Jul-2012 | Oct-2054 |
| A5 | XS0312915340 | AAA/Aaa/AAA | USD | 500,000,000 | 0 | 500,000,000 | 3M USD LIBOR | 0.10000% | 0.37550% | 18/07/2011 | 474,590 | Jul-2012 | Oct-2054 |
| B1 | XS0312389272 | AA/Aa3/AA | USD | 36,250,000 | (36,250,000) | 0 | 3M USD LIBOR | 0.15000% | - | - | - | Apr-2010 | Oct-2054 |
| B3 | XS0312389439 | AA/Aa3/AA | EUR | 70,000,000 | (70,000,000) | 0 | 3M EURIBOR | 0.20000% | - | - | - | Apr-2010 | Oct-2054 |
| B4 | XS0312389603 | AA/Aa3/AA | GBP | 12,000,000 | (12,000,000) | 0 | 3M GBP LIBOR | 0.20000% | - | - | - | Apr-2010 | Oct-2054 |
| M1 | XS0312389785 | A/A2/A | USD | 20,200,000 | (20,200,000) | 0 | 3M USD LIBOR | 0.30000% | - | - | - | Apr-2010 | Oct-2054 |
| M3 | XS0312390015 | A/A2/A | EUR | 28,500,000 | (28,500,000) | 0 | 3M EURIBOR | 0.35000% | - | - | - | Apr-2010 | Oct-2054 |
| M4 | XS0312390106 | A/A2/A | GBP | 30,000,000 | (30,000,000) | 0 | 3M GBP LIBOR | 0.35000% | - | - | - | Apr-2010 | Oct-2054 |
| C2 | XS0312390957 | BBB/Baa2/BBB | USD | 25,000,000 | (25,000,000) | 0 | 3M USD LIBOR | 0.55000% | - | - | - | Apr-2010 | Oct-2054 |
| C3 | XS0312391179 | BBB/Baa2/BBB | EUR | 14,000,000 | (14,000,000) | 0 | 3M EURIBOR | 0.55000% | - | - | - | Apr-2010 | Oct-2054 |
| C4 | XS0312391252 | BBB/Baa2/BBB | GBP | 18,000,000 | (18,000,000) | 0 | 3M GBP LIBOR | 0.55000% | - | - | - | Apr-2010 | Oct-2054 |

Fosse Master Trust Investors' Report - April 2011

Closing date 21/08/2008 Series 2008-1 Notes

| 2008-1 | ISIN | Ratings S&P/Moody's/Fitch | Currency | Original Balance | Repaid | Outstanding | Reference rate | Margin p.a.% | Current interest rate p.a.% | Next coupon date | Interest next coupon | Step up Date | Legal Maturity |
|--------|--------------|------------------------------|----------|------------------|---------------|-------------|----------------|--------------|-----------------------------------|---------------------|-------------------------|-----------------|-------------------|
| A1 | XS0383826756 | AAA/Aaa/AAA | USD | 150,000,000 | (150,000,000) | 0 | 3M USD LIBOR | 0.60000% | - | - | - | Jan-2010 | Oct-2054 |
| A2 | XS0383827051 | AAA/Aaa/AAA | EUR | 400,000,000 | (140,290,181) | 259,709,819 | 3M EURIBOR | 0.90000% | 2.23200% | 18/07/2011 | 1,465,283 | Oct-2012 | Oct-2054 |

Closing date 12/03/2010 Series 2010-1 Notes

| 2010-1 | ISIN | Ratings S&P/Moody's/Fitch | Currency | Original Balance | Repaid | Outstanding | Reference rate | Margin p.a.% | Current interest rate p.a.% | Next coupon date | Interest next coupon | Step up Date | Legal Maturity |
|--------|--------------|------------------------------|----------|------------------|--------|-------------|----------------|--------------|-----------------------------------|---------------------|-------------------------|-----------------|-------------------|
| A1 | XS0493851298 | AAA/Aaa/AAA | GBP | 205,000,000 | 0 | 205,000,000 | 3M GBP LIBOR | 1.20000% | 2.01938% | 18/07/2011 | 1,032,097 | Jan-2015 | Oct-2054 |
| A2 | XS0493852858 | AAA/Aaa/AAA | EUR | 775,000,000 | 0 | 775,000,000 | 3M EURIBOR | 1.20000% | 2.53200% | 18/07/2011 | 4,960,258 | Jan-2015 | Oct-2054 |
| A3 | XS0493854631 | AAA/Aaa/AAA | GBP | 525,000,000 | 0 | 525,000,000 | GBP mid-swaps | 4.63500% | 4.63500% | 18/07/2011 | 12,166,875 | Jan-2017 | Oct-2054 |
| Z | XS0493858202 | N/A | GBP | 389,000,000 | 0 | 389,000,000 | 3M GBP LIBOR | 0.90000% | 1.71938% | 18/07/2011 | 1,667,516 | Jan-2017 | Oct-2054 |

Closing date 03/06/2010 Series 2010-2 Notes

| 2010-2 | ISIN | Ratings S&P/Moody's/Fitch | Currency | Original Balance | Repaid | Outstanding | Reference rate | Margin p.a.% | Current interest rate p.a.% | Next coupon date | Interest next coupon | Step up Date | Legal Maturity |
|--------|--------------|------------------------------|----------|------------------|--------|---------------|----------------|--------------|-----------------------------------|---------------------|-------------------------|-----------------|-------------------|
| A1 | XS0513923614 | AAA/Aaa/AAA | USD | 1,200,000,000 | 0 | 1,200,000,000 | 3M USD LIBOR | 1.43000% | 1.70550% | 18/07/2011 | 5,173,350 | Apr-2013 | Oct-2054 |
| A2 | XS0513927797 | AAA/Aaa/AAA | EUR | 500,000,000 | 0 | 500,000,000 | 3M EURIBOR | 1.40000% | 2.73200% | 18/07/2011 | 3,452,944 | Apr-2013 | Oct-2054 |
| A3 | XS0513929900 | AAA/Aaa/AAA | GBP | 210,000,000 | 0 | 210,000,000 | 3M GBP LIBOR | 1.40000% | 2.21938% | 18/07/2011 | 1,161,982 | Apr-2013 | Oct-2054 |
| Z | XS0513941194 | N/A | GBP | 251,000,000 | 0 | 251,000,000 | 3M GBP LIBOR | 0.90000% | 1.71938% | 18/07/2011 | 1,075,955 | Apr-2013 | Oct-2054 |

Fosse Master Trust Investors' Report - April 2011

Closing date 27/07/2010 Series 2010-3 Notes

| 2010-3 | ISIN | Ratings S&P/Moody's/Fitch | Currency | Original Balance | Repaid | Outstanding | Reference rate | Margin p.a.% | Current interest rate p.a.% | Next coupon date | Interest next coupon | Step up Date | Legal Maturity |
|--------|--------------|------------------------------|----------|------------------|--------|---------------|----------------|--------------|-----------------------------------|---------------------|-------------------------|-----------------|-------------------|
| A1 | XS0525763420 | AAA/Aaa/AAA | GBP | 1,250,000,000 | 0 | 1,250,000,000 | 3M GBP LIBOR | 1.52000% | 2.33938% | 18/07/2011 | 7,290,534 | Oct-2013 | Oct-2054 |
| A2 | XS0525763859 | AAA/Aaa/AAA | GBP | 1,250,000,000 | 0 | 1,250,000,000 | 3M GBP LIBOR | 1.63000% | 2.44938% | 18/07/2011 | 7,633,342 | Apr-2015 | Oct-2054 |
| A3 | XS0525764071 | AAA/Aaa/AAA | GBP | 1,000,000,000 | 0 | 1,000,000,000 | 3M GBP LIBOR | 1.68000% | 2.49938% | 18/07/2011 | 6,231,331 | Jul-2016 | Oct-2054 |
| Z | XS0525764154 | N/A | GBP | 500,000,000 | 0 | 500,000,000 | 3M GBP LIBOR | 0.90000% | 1.71938% | 18/07/2011 | 2,143,337 | Jul-2016 | Oct-2054 |

Closing date 09/09/2010 Series 2010-4 Notes

| 2010-4 | ISIN | Ratings S&P/Moody's/Fitch | Currency | Original Balance | Repaid | Outstanding | Reference rate | Margin p.a.% | Current interest rate p.a.% | Next coupon date | Interest next coupon | Step up Date | Legal Maturity |
|--------|--------------|------------------------------|----------|------------------|--------|-------------|----------------|--------------|-----------------------------------|---------------------|-------------------------|-----------------|-------------------|
| A1 | XS0538724252 | AAA/Aaa/AAA | GBP | 675,000,000 | 0 | 675,000,000 | 3M GBP LIBOR | 1.40000% | 2.21938% | 18/07/2011 | 3,734,943 | Oct-2013 | Oct-2054 |
| A2 | XS0538724336 | AAA/Aaa/AAA | EUR | 700,000,000 | 0 | 700,000,000 | 3M EURIBOR | 1.40000% | 2.73200% | 18/07/2011 | 4,834,122 | Oct-2013 | Oct-2054 |

| Combined Credit Enhancement | Total £ | % of Total | Current note subordination | Subordination +Reserve Fund | % Required |
|----------------------------------|-------------------|------------|-------------------------------|--------------------------------|------------|
| Class A Notes | 10,528,694,128.85 | 89.34% | 10.66% | 16.05% | 9.25% |
| Class B Notes | 49,551,739.21 | 0.42% | 10.24% | 15.63% | 5.95% |
| Class M Notes | 38,315,171.10 | 0.33% | 9.92% | 15.30% | 3.40% |
| Class C Notes | 28,508,619.76 | 0.24% | 9.67% | 15.06% | 1.70% |
| Class Z Notes | 1,140,000,000.00 | 9.67% | 0.00% | 0.00% | 0.00% |
| | 11,785,069,658.92 | 100.00% | | | |
| Funding Reserve Fund Requirement | £635,000,000 | 5.39% | | | |

| | |
|---|----|
| 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 |

| | |
|-------------------------|--------------|
| Funding Reserve Fund | |
| Balance Brought Forward | £635,000,000 |
| Drawings | £0 |
| Top Up | £0 |
| Balance Carried Forward | £635,000,000 |

| | |
|---------------------------------------|---------------------|
| Funding Principal Ledger-AAA | £323,759,949 |
| Funding Principal Ledger-AA | £3,822,918 |
| Funding Principal Ledger-A | £2,930,904 |
| Funding Principal Ledger-BBB | £3,440,626 |
| Total Funding Principal Ledger | £333,954,397 |

| | |
|--|-------|
| Excess Spread | |
| Excess Spread This Month Annualised | 0.49% |
| Excess Spread Rolling 12 Month Average | 0.61% |

*Excess spread is calculated at each quarterly interest payment date

| TRIGGER EVENTS | |
|--|-------------|
| Asset Amount debited to AAA principal deficiency sub ledger (Funding programme notes outstanding) | None |
| Non Asset Insolvency event occurs in relation to Seller | None |
| Sellers role as administrator terminated & new administrator is not appointed within 60 days | None |
| The then current Seller Share is less than the adjusted Minimum Seller Share for 2 consecutive Trust Calculation Dates | None |
| The aggregate outstanding principal balance of loans in the Trust is less than the required loan balance amount specified in the most recent final terms | None |
| An arrears trigger event will occur if: 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. | None |
| Full details of all trigger events can be found within the Fosse Master Issuer plc offering circular | |

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 Funder Share

The percentage funder 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

Further advances may be 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.