📣 Santander

UK Secured Funding Programmes

Fosse Master Issuer

Report Date:	31-Oct-14
Reporting Period:	01-Oct-14 to 31-Oct-14
Trust Calculation Date:	01-Oct-14

Investors (or other appropriate third parties) can register at https://boeportal.co.uk/santanderuk (Internet Explorer version 8 or higher required) to download further disclosures in accordance with the Bank of England Market Notice Detailed eligibility requirements for residential mortgage backed securities and covered bonds backed by residential mortgages dated 30th November 2010.

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

		Fitch/Moody's/S&P	Fitch/Moody's/S&P	Applicable Trigger (loop of	
Issuer	France Manifestering and	Long Term Rating	Short Term Rating	Applicable Trigger (loss of)	Consequence
Funding	Fosse Master Issuer plc Fosse Funding (No. 1) Limited				
Mortgages Trustee Seller	Fosse Trustee Limited Santander UK	A/A2/A	F1/P-1/A-1	A-(Fitch) / A3 (Moody's)	Funding 1 required to establish a Liquidity Reserve Fund.
				BBB- / Baa3 / A-2	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.
				BBB- (Fitch) / BBB- (S&P)	Regardue to the Loans. Completion of legal assignment of Loans to Mortgages Trustee and perfection of transfer of Related Security.
				F2/P-2/A-3	Seller unable to sell in New Loans, Funding 1 unable to make Initial Contributions, Further Contributions or
				F2 / P-2 / A-3 BBB- / Baa3 / BBB-	Refinancing Contributions. Adjustment to Minimum Seller Share calculation.
				A3 (Moody's)	Independent audit of a random selection of Loans in the Portfolio to verify that the representations and warraties
				F2 or BBB+ / P-2 / A-2 or BBB	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
				12 01 000+71-27 8-2 01 000	the Mortgages Trustee GIC Account.
Servicer	Santander UK	A / A2 / 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 Porfolio.
Cash Manager Start-up Loan Provider	Santander UK Santander UK	A / A2 / A A / A2 / A	F1 / P-1 / A-1 F1 / P-1 / A-1		
					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
Mortgages Trustee Account Bank	Santander UK	A/A2/A	F1 / P-1 / A-1	A or F1 / P-2 / BBB+ or A-2	that failure to close the account and transfer amounts will not have an impact on the rating of the Rated Notes.
	oundation of			P-1 / A or A-1 (or A+ if no ST rating) (S&P)	A stand-by arrangement in respect of the Mortgages Trustee GIC Account needs to be put in place within 60 days with an enity 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.
					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
Account Bank A in respect of the Funding 1 Transaction Account				A or F1 / P-1 / A or A-1 (or A+ if no ST rating)	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
					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
Account Bank B in respect of the Funding 1	Santander UK	A / A2 / A	F1 / P-1 / A-1	A or F1 / P-1 / A or A-1 (or A+ if no ST rating)	are not adversely affected. If remedial action is not taken, the Funding 1 GIC Account needs to be closed and
GIC Account					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+.
					Remedial action required within 30 days – obtaining a guarantee from an entity rated A and F1 / P-1 / A and A-1 (or
Issuer Account Bank	Santander UK		54/04/44		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
Issuer Account Bank	Santander UK	A / A2 / A	F1 / P-1 / A-1	A or F1 / P-1 / A or A-1 (or A+ if no ST rating)	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.
Funding 1 Swap Provider	Santander UK	A / A2 / A	F1 / P-1 / A-1	A or F1 / A2 or P-1 (or A1 if no ST rating) / A or A 1 (A+ if not ST rating)	Remedial action required - posting collateral and/or possibility of obtaining guarantee or transfer to eligible transferee.
				BBB+ or F2 (Fitch) BBB- or F3 / A3 or P-2 (or A3 if no ST rating) /	Further collateral required and possibility of obtaining quarantee or transfer to eligible transferee. Further remedial action required including posting collateral and the possibility of obtaining a guarantee or
				BBB+	replacement.
Issuer Swap Provider	Abbey National Treasury Services plc	A / A2 / 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)	Remedial action required - posting collateral and/or possibility of obtaining guarantee or transfer to eligible transferee.
	(all Notes other than the swaps in respect of the				
	Notes hedged by Wells Fargo Bank NA and National Australia Bank - see below)			BBB+ or F2 (Fitch)	Further collateral required and possibility of obtaining guarantee or transfer to eligible transferee.
				BBB- or F3 / A3 or P-2 (or A3 if no ST rating) /	
				BBB+	Further remedial action required including posting collateral and obtaining a guarantee or replacement.
	Wells Fargo Bank NA	AA- / Aa3 / AA-	F1+ / P-1 / A-1+	A or F1 / A2 or P-1 / A or A-1	Remedial action required - posting collateral with possibility of obtaining gurantee or transfer to eligible transferee.
	(Series 2012-1 Class 2A2 Notes)			A- or F2 (Fitch) BBB+ or F2 / A3 or P-2 / BBB+	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.
	National Australia Bank	AA- / Aa2 / AA-	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)	Remedial action required - posting collateral with possibility of obtaining guarantee or transfer to eligible transferee.
	(Series 2012-1 Class 2A1 and Series 2012-1 Class 2A5)			BBB+ or F2 (Fitch)	Further collateral required and possibility of obtaining guarantee or transfer to eligible transferee.
	0.000 2003			BBB- or F3 / A3 or P-2 (or A3 if no ST rating) / BBB+	Further remedial action required including posting collateral and obtaining a guarantee or replacement.
				BBB+ A or F1 (Fitch) / A or A-1 (or A+ if no ST rating)	
	National Australia Bank (Series 2014-1 Class A1 Notes)			(S&P)	Remedial action required - posting collateral with possibility of obtaining guarantee or transfer to eligible transferee.
				A3 (Moody's)	Remedial action required - posting collateral and procuring an eligible guarantee or transfer to eligible transferee.
				BBB- or F3 (Fitch) / BBB+ (S&P)	Further remedial action required including posting collateral and obtaining a guarantee or replacement.
Paying Agent and related roles	Citibank N.A.	A / A2 / A	F1 / P-1 / A-1		
English Corporate Services Provider Jersey Corporate Services Provider	Structured Finance Management Limited Sanne Corporate Services Limited				
Note Trustee and Security Trustee	Law Debenture Company				

The table above and the rating triggers 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 summarised above.

COLLATERAL REPORT

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		149,382
Current value of Loans in Portfolio	£	11,604,423,280
Current number of Loan product holdings in Portfolio		206,534
(A Loan may have more than one active Loan product)		
Weighted average yield (pre-swap)		2.994%

Current value of Loan	s in portfolio at 31 October 2014	11,605,100,068.5
Current value of Loan	s in portfolio at 30 September 2014	11,873,592,413.20
Mortgage collections	- Interest	29,187,536.8
Mortgage collections -	- Principal (Scheduled)	35,487,186.0
	- Principal (Unscheduled)	241,782,075.9
Principal Ledger as ca	Iculated on 01 November 2014	277,269,261.9
Funding Share as cald	culated on 01 November 2014	9,231,727,783.0
Funding Share % as calculated on 01 November 2014		79.55
Seller Share as calculated on 01 November 2014		2,373,372,285.5
Seller Share % as calc	ulated on 01 November 2014	20.45
Minimum Seller Share	(Amount) on 31 October 2014	
х	Please refer to the notes on page 10	394,573,402.3
Y		238,859,782.0
Z		89,624,831.4
Minimum Seller Share	(Amount)	723,058,015.8
Minimum Seller Share	(% of Total)	6.23

Arrears Analysis of Non Repossessed	Number	Current balance	Arrears	By Number	By current balance
Mortgage Loans		£	£		%
Less than 1 month in arrears	147,333	11,406,639,363	-	98.65%	98.33%
1<=2 months in arrears	990	92,638,093	664,517	0.66%	0.80%
2<=3 months in arrears	268	25,406,151	366,920	0.18%	0.22%
3<=4 months in arrears	164	16,199,248	306,793	0.11%	0.14%
4<=5 months in arrears	117	11,692,321	294,095	0.08%	0.10%
5<=6 months in arrears	81	8,389,138	259,572	0.05%	0.07%
6<=7 months in arrears	79	7,881,527	271,040	0.05%	0.07%
7<=8 months in arrears	50	4,633,626	188,760	0.03%	0.04%
8<=9 months in arrears	39	3,001,983	193,670	0.03%	0.03%
9<=10 months in arrears	29	3,287,584	125,345	0.02%	0.03%
10<=11 months in arrears	30	3,105,825	159,699	0.02%	0.03%
11<=12 months in arrears	25	2,811,605	203,668	0.02%	0.02%
More than 12 months in arrears	140	14,204,734	1,212,835	0.09%	0.12%
Total	149 345	11 599 891 198	4 246 914	100.00%	100.00%

 Total
 149,345
 11,559,891,198
 4,246,914
 100.00%
 100.

 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.
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Arrears Capitalised	Number	Amount £
Capitalisation cases (In month)	4	361,576
Capitalisation cases (cumulative)	427	38,270,843

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	347	12,781,720	
Losses recorded this period	4	78,343	
Total loss on sale carried forward	351	12,860,063	
Recoveries*	0	0	

*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	487	54,465,766	
Repossessed (in month)	7	866,754	
Sold (in month)	8	507,886	
Current number in possession*	37	4,510,895	
Total properties sold since inception	450	49,954,871	

*1 account has been captured incorrectly in possession historically and this has therefore been corrected in the figures for the end of October 2014

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Product Breakdown (By Balance)	No of product holdings	% by number	Current balance £	% by balance
Bank of England Base Rate Tracker Loans	121,470	58.81%	7,565,359,318	65.19%
Fixed Rate Loans	3,102	1.50%	153,348,966	1.32%
Discounted SVR Loans	15	0.01%	232,380	0.00%
Standard Variable Loans	81,943	39.68%	3,885,439,989	33.48%
Other	4	0.00%	42,626	0.00%
Total	206,534	100.00%	11,604,423,280	100.00%

Substitution, redemptions and repurchases	Number of accounts this period	Current balance this period £
Substitution & top up	0	0
Redeemed this period*	2,105	215,984,987
Repurchases this period (including arrears)**	505	52,507,358
Arrears repurchased this period**	0	0
Cumulative arrears repurchased**	0	0

Redemptions this period of the seller.
 Cumulative arrears repurchased*
 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.

Payment Type	No of	%	Current balance	%
(By Balance)	product holdings	by number	£	by balance
Repayment	141,493	68.51%	6,115,115,147	52.70%
Interest only and combined repayment & int-only	65,041	31.49%	5,489,308,133	47.30%
Total	206,534	100.00%	11,604,423,280	100.00%

Use Of Proceeds (By Balance)	No of product holdings	% by number	Current balance £	% by balance
House purchase	102,036	49.40%	7,419,917,354	63.94%
Remortgage	104,493	50.59%	4,184,320,507	36.06%
Other	5	0.00%	185,419	0.00%
Total	206,534	100.00%	11,604,423,280	100.00%

Analysis of Mortgage loan size at reporting date £	No of accounts	% by number	Current balance £	% by balance
>0 =<50,000	60,126	40.25%	1,469,969,033	12.67%
>50,000 =<100,000	47,211	31.60%	3,449,701,427	29.73%
>100,000 =<150,000	25,102	16.80%	3,048,397,246	26.27
>150,000 =<200,000	9,834	6.58%	1,677,890,112	14.46
>200,000 =<250,000	3,845	2.57%	850,850,535	7.33
>250,000 =<300,000	1,478	0.99%	400,932,953	3.46
>300,000 =<350,000	730	0.49%	235,421,315	2.03
>350,000 =<400,000	418	0.28%	155,646,786	1.34
>400,000 =<450,000	247	0.17%	104,339,248	0.90
>450,000 =<500,000	153	0.10%	72,247,832	0.62
>500,000 =<550,000	82	0.05%	42,549,781	0.37
>550,000 =<600,000	70	0.05%	40,145,049	0.35
>600,000 =<650,000	40	0.03%	24,737,579	0.21
>650,000 =<700,000	29	0.02%	19,348,053	0.17
>700,000 =<750,000	16	0.01%	11,434,357	0.10
>750,000 =<800,000	-	0.00%	-	0.00
>800,000 =<850,000	1	0.00%	811,972	0.01
>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
Total	149,382	100.00%	11,604,423,280	100.00

The average Loan size was approximately £77,682.88, the maximum Loan size was £811,972.18 and the mimimum Loan size was £0.

Geographical Analysis By Region	Number of accounts	% by number	Current balance £	% by balance
East Anglia	5,185	3.47%	378,274,691	3.26%
East Midlands	12,707	8.51%	830,840,262	7.16%
Greater London	6,320	4.23%	888,731,387	7.66%
Northern England	6,262	4.19%	418,553,255	3.61%
North West	16,124	10.79%	1,132,797,747	9.76%
South East	27,503	18.41%	2,848,990,196	24.55%
South West	11,196	7.49%	904,930,262	7.80%
West Midlands	11,496	7.70%	844,862,283	7.28%
Yorkshire & Humberside	12,937	8.66%	852,541,094	7.35%
Scotland	19,110	12.79%	1,129,875,844	9.74%
Wales	6,618	4.43%	423,249,754	3.65%
Northern Ireland	13,924	9.32%	950,776,503	8.19%
Total	149,382	100.00%	11,604,423,280	100.00%

CPR/PPR Analysis*	1 Month %	1 Month Annualised %	3 Month Average %	3 Month Annualised %	12 Month Average %
Total (including unscheduled repayments and repurchases from the Mo	rtgages Trust)				
Current month	2.34%	24.69%	2.36%	25.50%	26.75%
Previous month	2.41%	25.38%	2.46%	26.42%	26.71%
Unscheduled repayments and repurchases from the Mortgages Trust or	nly				
Current month	2.04%	21.88%	2.06%	22.56%	23.14%
Previous month	2.10%	22.53%	2.16%	23.53%	23.12%

*As of February 2014 the definitions and calculations for CPR/PPR have been amended to align all Santander UK secured funding structures.

Standard Variable Rate	
(Alliance & Leicester)	
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

Remaining Term	Number of accounts	% by number	Current balance £	% bv balance
0 to <5	23,096	15.46%	767,174,270.41	6.61%
>= 5 to < 10	30,585	20.47%	1,568,419,611.74	13.52%
>= 10 to < 15	35,822	23.98%	2,698,016,117.81	23.25%
>=15 to < 20	37,428	25.06%	4,020,930,895.04	34.65%
>= 20 to < 25	13,463	9.01%	1,514,601,255.80	13.05%
>= 25 to < 30	6,305	4.22%	721,702,018.20	6.22%
>= 30 to < 35	2,596	1.74%	304,001,191.97	2.62%
>= 35 to < 40	87	0.06%	9,577,918.55	0.08%
>= 40 to < 45	0	0.00%		0.00%
Total	149,382	100.00%	11,604,423,280	100.00%

The weighted average remaining term of Loans was approximately 182.22 months, the maximum remaining term of Loans was 447 months and the minimum remaining term of Loans was 0 months.

Seasoning	Number	%	Current balance	%		
	of accounts	by number	£	by balance		
0 to <6	0	0.00%	-	0.00%		
>= 6 to < 12	0	0.00%	-	0.00%		
>= 12 to < 18	0	0.00%	-	0.00%		
>= 18 to < 24	0	0.00%	-	0.00%		
>= 24 to < 30	305	0.20%	42,639,595.97	0.37%		
>= 30 to < 36	513	0.34%	63,253,369.62	0.55%		
>= 36 to < 42	534	0.36%	67,753,825.08	0.58%		
>= 42 to < 48	1,127	0.75%	121,073,584.03	1.04%		
>=48 to < 54	5,520	3.70%	519,061,960.67	4.47%		
>=54 to < 60	4,419	2.96%	393,431,221.10	3.39%		
>= 60 to < 66	4,570	3.06%	382,676,531.72	3.30%		
>= 66 to < 72	2,076	1.39%	174,509,323.73	1.50%		
>= 72 to < 78	3,121	2.09%	306,616,275.64	2.64%		
>= 78 to < 84	6,612	4.43%	719,784,322.15	6.20%		
>= 84 to < 90	12,798	8.57%	1,397,633,939.08	12.04%		
>= 90 to < 96	12,481	8.36%	1,240,598,446.98	10.69%		
>= 96 to < 102	13,011	8.71%	1,245,377,609.27	10.73%		
>= 102 to < 108	16,421	10.99%	1,430,610,190.41	12.33%		
>= 108 to < 114	11,865	7.94%	888,469,645.30	7.66%		
>= 114 to < 120	3,722	2.49%	251,036,053.06	2.16%		
>= 120 to < 126	5,579	3.73%	312,797,029.97	2.70%		
>= 126 to < 132	7,907	5.29%	434,325,507.86	3.74%		
>= 132 to < 138	6,792	4.55%	356,883,268.19	3.08%		
>= 138 to < 144	3,015	2.02%	154,532,842.02	1.33%		
>= 144 to < 150	2,863	1.92%	151,421,990.53	1.30%		
>= 150 to < 156	2,941	1.97%	152,610,193.16	1.32%		
>= 156 to < 162	3,377	2.26%	158,512,988.70	1.37%		
>= 162 to < 168	1,982	1.33%	76,589,217.77	0.66%		
>= 168 to < 174	1,323	0.89%	52,496,657.33	0.45%		
>= 174 to < 180	1,328	0.89%	54,279,221.95	0.47%		
>= 180	13,180	8.82%	455,448,468.23	3.92%		
Total	149,382	100.00%	11,604,423,280	100.00%		

The weighted average seasoning of Loans was approximately 101.83 months, the maximum seasoning of Loans was 589 months and the minimum seasoning of Loans was 27 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%	47,944	32.09%	1,338,126,207	11.53%
>25% =<50%	42,385	28.37%	3,226,734,775	27.81%
>50% =<75%	35,197	23.56%	4,039,453,488	34.81%
>75% =<80%	5,658	3.79%	702,500,457	6.05%
>80% =<85%	4,664	3.12%	588,063,856	5.07%
>85% =<90%	3,813	2.55%	477,297,176	4.11%
>90% =<95%	2,920	1.95%	366,659,912	3.16%
>95% =<100%	2,060	1.38%	252,068,918	2.17%
>100%	4,741	3.17%	613,518,490	5.29%
Total	149.382	100.00%	11.604.423.280	100.00%

The weighted average indexed loan to value was approximately 58.72%, the maximum indexed loan to value was 246% and the minimum indexed loan to value was 0%.

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%	40,059	26.82%	961,188,365	8.28%
>25% =<50%	43,361	29.03%	2,941,730,658	25.35%
>50% =<75%	41,876	28.03%	4,467,376,744	38.50%
>75% =<80%	7,489	5.01%	943,031,696	8.13%
>80% =<85%	6,025	4.03%	819,999,844	7.07%
>85% =<90%	5,522	3.70%	779,253,708	6.72%
>90% =<95%	2,920	1.95%	403,827,770	3.48%
>95% =<100%	2,019	1.35%	270,521,040	2.33%
>100%	111	0.07%	17,493,454	0.15%
Total	149,382	100.00%	11,604,423,280	100.00%

The weighted average loan to value was approximately 59.07%, the maximum loan to value was 250% 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%	9,290	6.22%	269,620,242	2.32%
>25% to <=50%	34,138	22.85%	1,680,050,322	14.48%
>50% to <=75%	52,091	34.87%	4,276,804,947	36.85%
>75% to <=80%	9,329	6.25%	897,997,489	7.74%
>80% to <=85%	13,573	9.09%	1,437,430,412	12.39%
>85% to <=90%	19,567	13.10%	2,037,366,400	17.56%
>90% to <=95%	11,394	7.63%	1,005,153,468	8.66%
>95% to <100%	-	0.00%	-	0.00%
>100%	-	0.00%	-	0.00%
Total	149,382	100.00%	11,604,423,280	100.00%

The weighted average original loan to value was approximately 70.50%, the maximum loan to value was 95% and the minimum loan to value was 1%.

LOAN NOTE REPORT

Report period 20th Oct 2014 - 20th Jan 2015

Closing Date	12/03/2010

Closing Date	Date 12/03/2010		12/03/2010 Series 2010-1 Notes															
2010-1	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		Step up Date	Legal Maturity	Bond Type
A1	XS0493851298	XS0493851298	AAA/Aaa/AAA	AAA/Aaa/AAA	GBP		205,000,000	(83,408,620)	121,591,380	3M GBP LIBOR	1.20000%	1.75775%	20/10/2014-20/01/2015	20/01/2015	538,710	Jan-2015	Oct-2054	Sched AM
A2 A3	XS0493852858 XS0493854631	XS0493852858 XS0493854631	AAA/Aaa/AAA AAA/Aaa/AAA	AAA/Aaa/AAA AAA/Aaa/AAA	EUR GBP	1.11	775,000,000 525.000.000	(315,325,275)	459,674,725 525,000,000	3M EURIBOR GBP Fixed	1.20000%	1.28100% 4.63500%	20/10/2014-20/01/2015 18/07/2014-20/01/2015	20/01/2015 20/01/2015	1,504,822 12,166,875	Jan-2015 Jan-2017	Oct-2054 Oct-2054	Sched AM P-Through
z	XS0493858202	XS0493858202	N/A	N/A	GBP		389,000,000	ő	389,000,000	3M GBP LIBOR	0.90000%	1.45775%	20/10/2014-20/01/2015	20/01/2015	1,429,314	Jan-2017		P-Through

All 2010-1 Notes are listed on the London Stock Exchange.

Series 2011-1 Notes

Series 2012-1 Notes

2010-3 ISIN (Reg S) ISIN (144a)	S&P/Moody's/Fitch 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 X50525763420 X50525763420 A2 X50525763859 X50525763859 A3 X50525764071 X50525764164 Z X50525764154 X50525764154	۸۸۸/۵۵۵/۸۸۸ ۸۸۸/۵۵۸/۸۸۸ ۸۸۸/۵۵۸/۸۵۸ ۸۸۸/۵۵۸/۸۵۸ ۸۸۸/۵۵۸/۸۸۸ ۸۸۸/۵۵۸/۸۸۸	GBP GBP GBP GBP		1,250,000,000 1,250,000,000 1,000,000,000 500,000,000	(1,250,000,000) (310,829,093) 0	0 939,170,907 1,000,000,000 500,000,000	3M GBP LIBOR 3M GBP LIBOR 3M GBP LIBOR 3M GBP LIBOR	1.52000% 1.63000% 1.68000% 0.90000%	2.18775% 2.23775% 1.45775%	20/10/2014-20/01/2015 20/10/2014-20/01/2015 20/10/2014-20/01/2015	20/01/2015	5,178,897 5,640,356 1,837,164	Jul-2016	Oct-2054 Oct-2054 Oct-2054 Oct-2054	Sched AM Sched AM

All 2010-3 Notes are listed on the London Stock Exchange.

Closing Date 25/05/2011

2011-1	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	XS0629511170	US34988WAE49	A-1+/P-1/F1+	A-1+/P-1/F1+	USD	1.63	500.000.000	(500.000.000)	0	1M USD LIBOR	0.13000%				_	N/A	Apr-2012	Sched AM
A2	XS0629516211	US34988WAF14	AAA/Aaa/AAA	AAA/Aaa/AAA	USD	1.62	3,000,000,000	(3,000,000,000)	ō	3M USD LIBOR	1.40000%			-		Jul-2014	Oct-2054	Sched AM
A3	XS0629519314	XS0629519405	AAA/Aaa/AAA	AAA/Aaa/AAA	GBP		500,000,000	(500,000,000)	0	3M GBP LIBOR	1.40000%	-		-	-	Jul-2014	Oct-2054	Sched AM
A4	XS0629583245	XS0629582601	AAA/Aaa/AAA	AAA/Aaa/AAA	EUR	1.15	500,000,000	(500,000,000)	0	3M EURIBOR	1.30000%			-	-	Jul-2014	Oct-2054	Sched AM
A5	XS0630101979	US34988WAD65	AAA/Aaa/AAA	AAA/Aaa/AAA	USD	1.61	275,000,000	(22,752,430)	252,247,570	3M USD LIBOR	1.50000%	1.73075%	20/10/2014-20/01/2015	20/01/2015	1,115,698	Jul-2016	Oct-2054	Sched AM
A6	XS0630105533	XS0630108800	AAA/Aaa/AAA	AAA/Aaa/AAA	GBP		250,000,000	(20,684,028)	229,315,972	3M GBP LIBOR	1.50000%	2.05775%	20/10/2014-20/01/2015	20/01/2015	1,189,383	Jul-2016	Oct-2054	Sched AM
A7	XS0630111853	XS0630110707	AAA/Aaa/AAA	AAA/Aaa/AAA	EUR	1.13	275,000,000	(22,752,430)	252,247,570	3M EURIBOR	1.40000%	1.48100%	20/10/2014-20/01/2015	20/01/2015	954,701	Jul-2016	Oct-2054	Sched AM
z	XS0629519587	n/a	N/A	N/A	GBP		965,000,000	0	965,000,000	3M GBP LIBOR	0.70000%	1.25775%	20/10/2014-20/01/2015	20/01/2015	3,059,262	N/A	Oct-2054	P-Through
-						1	,,	-							-,,			1

All 2011-1 Notes are listed on the London Stock Exchange.

Closing Date 06/12/2011

Series 2011-2 Notes
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)	0	1M USD LIBOR	0.20000%	_	-		-	N/A	Oct-2012	Sched AM
A2	XS0715271150	US34988MAV81	AAA/Aaa/AAA	AAA/Aaa/AAA	USD	1.56	700,000,000	(180,560,212)	519,439,788	3M USD LIBOR	1.60000%	1.83075%	20/10/2014-20/01/2015	20/01/2015	2,430,242		Oct-2054	Sched AM
A3	XS0715271234	XS0715271408	AAA/Aaa/AAA	AAA/Aaa/AAA	EUR	1.13	100,000,000	(25,794,316)	74,205,684	3M EURIBOR	1.50000%	1.58100%	20/10/2014-20/01/2015	20/01/2015	299,816	Jan-2015	Oct-2054	Sched AM
A4	XS0715271580	US34988MAW64	AAA/Aaa/AAA	AAA/Aaa/AAA	USD	1.56	300,000,000	0	300,000,000	3M USD LIBOR	1.65000%	1.88075%	20/10/2014-20/01/2015	20/01/2015	1,441,908	Jan-2016	Oct-2054	Sched AM
A5	XS0715271663	US34988MAX48	AAA/Aaa/AAA	AAA/Aaa/AAA	USD	1.56	250,000,000	0	250,000,000	USD Fixed	0.00000%	4.25000%	20/10/2014-20/01/2015	20/01/2015	5,312,500	Jan-2022	Oct-2054	Sched AM
z	XS0715271747	n/a	N/A	N/A	GBP		233,965,000	0	233,965,000	3M GBP LIBOR	0.70000%	1.25775%	20/10/2014-20/01/2015	20/01/2015	741,720	N/A	Oct-2054	P-Through

All 2011-2 Notes are listed on the London Stock Exchange.

Closing Date 23/05/2012

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
141	XS0785596163	US34988WAV63	A-1+/P-1/F1+	A-1+/P-1/F1+	USD	1.60	250,000,000	(250,000,000)	0	1M USD LIBOR	0.18000%					N/A	Apr-2013	Sched Am
241	AU0000FOBHA4	n/a	AAA/Aaa/AAA	AAA/Aaa/AAA	AUD	1.60	150.000.000	(45,960,463)	104.039.537	1M AUD BBR-BBSW	2.05000%	4.68000%	20/10/2014-18/11/2014	18/11/2014	386.856	Oct-2015	Oct-2013	Sched Am
242	XS0784926353	US34988WAL81	AAA/Aaa/AAA	AAA/Aaa/AAA	USD	1.60	750,000,000	(229,802,315)	520,197,685	3M USD LIBOR	1.40000%	1.63075%	20/10/2014-20/01/2015	20/01/2015	2.167.909	Oct-2015	Oct-2054	Sched Am
243	XS0784926437	XS0785326538	AAA/Aaa/AAA	AAA/Aaa/AAA	GBP	1.00	300,000,000	(91,920,925)	208.079.075	3M GBP LIBOR	1.45000%	2.00775%	20/10/2014-20/01/2015	20/01/2015	1.053.011	Oct-2015	Oct-2054	Sched Am
2A4	XS0784926510	XS0785327858	AAA/Aaa/AAA	AAA/Aaa/AAA	EUR	1.25	200,000,000	(61,280,618)	138,719,382	3M EURIBOR	1.10000%	1.18100%	20/10/2014-20/01/2015	20/01/2015	418.671	Oct-2015	Oct-2054	Sched Am
2A5	X\$0784928300	XS0785328153	AAA/Aaa/AAA	AAA/Aaa/AAA	JPY	128.05	16.000.000.000	(4,902,449,366)	11.097.550.634	3M JPY LIBOR	0.70000%	0.81286%	20/10/2014-20/01/2015	20/01/2015	23.053.041	Oct-2015	Oct-2054	Sched Am
341	XS0784928482	US34988WAS35	AAA/Aaa/AAA	AAA/Aaa/AAA	USD	1.59	700.000.000	0	700.000.000	3M USD LIBOR	1.50000%	1.73075%	20/10/2014-20/01/2015	20/01/2015	3.096.119	Jul-2017	Oct-2054	Sched Am
3A2	XS0784928649	XS0785328583	AAA/Aaa/AAA	AAA/Aaa/AAA	GBP		300.000.000	0	300.000.000	3M GBP LIBOR	1.55000%	2.10775%	20/10/2014-20/01/2015	20/01/2015	1,593,805	Jul-2017	Oct-2054	Sched Am
2B1	XS0784929290	US34988WAQ78	AA/Aa3/AA	AA/Aa3/AA	USD	1.59	50,000,000	ò	50.000.000	3M USD LIBOR	1.95000%	2.18075%	20/10/2014-20/01/2015	20/01/2015	278.651	Oct-2015	Oct-2054	Sched Am
2B2	XS0784929530	XS0785328237	AA/Aa3/AA	AA/Aa3/AA	GBP		200,000,000	0	200,000,000	3M GBP LIBOR	2.10000%	2.65775%	20/10/2014-20/01/2015	20/01/2015	1,339,797	Oct-2015	Oct-2054	Sched Am
z	XS0784929613	n/a	N/A	N/A	GBP		285,000,000	0	285,000,000	3M GBP LIBOR	0.70000%	1.25775%	20/10/2014-20/01/2015	20/01/2015	903,512	N/A	Oct-2054	P-Through

All 2012-1 Notes are listed on the London Stock Exchange apart from the series 2A1 notes which are listed on the Australian Securities Exchange.

Closing Date 16/06/2014 Series 2014-1 Notes Ratings Initial Rating Applicable Current interes rate p.a.% Interest next Legal ext cou date SIN (Rea A1 A2 XS1075538600 XS1075515061 US34988WAX20 XS1075720315 A-1+/P-1/F1+ AAA/Aaa/AAA A-1+/P-1/F1+ AAA/Aaa/AAA USD GBP 1.68 850,000,000 500,000,000 850,000,000 500,000,000 1M USD LIBOR 3M GBP LIBOR 0.12000% 0.40000% 0.27700% 0.95775% 20/10/2014-18/11/2014 20/10/2014-20/01/2015 18/11/2014 20/01/2015 189,668 1,207,027 N/A Jul-2017 Apr-2015 Oct-2054 Sched Am Sched Am Public Public

All 2014-1 Notes are listed on the Irish Stock Exchange.

Combined Credit Enhancement	Total £	% of Total	Current note subordination	Subordination +Reserve Fund	% Required
Class A Notes Class B Notes Class M Notes Class C Notes Class Z Notes	£6,905,848,219 £231,377,471 £0 £0 £2,372,965,000 9,510,190,690	2.43% 0.00% 0.00%	24.95% 0.00% 0.00% 0.00%	30.79% 28.36% 0.00% 0.00% 0.00%	5.95% 3.40% 1.70%
General Reserve Fund Required Amount	£324,000,000	3.41%			

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	£324,000,000
Drawings	£0
Top up	£0
Balance carried forward	£324,000,000

Excess Spread*	
Excess spread this month annualised	0.88%
Excess spread rolling 12 month average	3.59%

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

Funding 1 Principal Ledger-AAA	£277,269,262
Funding 1 Principal Ledger-AA	£0
Funding 1 Principal Ledger-A	£0
Funding 1 Principal Ledger-BBB	£0
Total Funding 1 Principal Ledger	£277,269,262

WATERFALLS

MORTGAGES TRUSTEE REVENUE WATERFALL	
* for distribution period 1st October 2014 - 31st October 2014	
Mortgages Trustee Fees	0.00
Other third party payments	0.00
e dior and party paymente	0.00
Servicer Fees	806,753.68
Cash Manager Fees	0.00
Mortgages Trustee Corporate Service Provider fees	0.00
Funding 1 Account Banks fees	0.00
randing r roboan banko lobo	0.00
T . F . f	00 700 540 00
Funding 1	22,729,510.83
Seller	5,651,272.37
MORTGAGES TRUSTEE PRINCIPAL WATERFALL	
* for distribution period 1st October 2014 - 31st October 2014	
Funding 1	277,269,261.94
r andning r	211,200,201.01
• "	
Seller	0.00

FUNDING 1 REVENUE WATERFALL	
Funding 1 Security Trustee fees Fee under Intercompany Loan Other third party payments	0.00 310,414.21 0.00
Cash Manager fees Funding 1 Corporate Service Provider fees Funding 1 Account Banks fees	251,873.17 0.00 0.00
Payment to Funding 1 Swap Provider	65,408,773.37
Interest on AAA Loan Tranches Credit to AAA Principal Deficiency Ledger	35,471,008.96 0.00
Interest on AA Loan Tranches Credit to AA Principal Deficiency Ledger	1,562,917.80 0.00
Interest on A Loan Tranches Credit to A Principal Deficiency Ledger	0.00 0.00
Interest on BBB Loan Tranches Credit to BBB Principal Deficiency Ledger	0.00 0.00
Credit to General Reserve Fund	324,000,000.00
Credit to NR Principal Deficiency Ledger	569,150.99
Interest on NR Loan Tranches	8,144,621.26
Excluded swap payments and other fees under the Intercompany Loan Agreement	0.00 1,250.00
Profit to Funding 1	1,250.00
Payment of Funding 1 Start-up Loan	14,207,509.41
Deferred Consideration	0.00
FUNDING 1 PRINCIPAL WATERFALL	
Repayment of Class A Notes Repayment of Class B Notes Repayment of Class M Notes Repayment of Class C Notes	269,990,807.22 0.00 0.00 0.00
Repayment of NR loan tranches	0.00
Credit to Cash Accumulation Ledger	0.00

Issuer Security Trustee fees	0.0
Note Trustee fees	0.0
Agent Bank fees etc.	0.0
Other third party payments	58,541.0
Issuer Cash Manager Fees	251,873.1
Issuer Corporate Service Provider Fees	0.0
Issuer Account Bank Fees	0.0
Interest on Class A Notes	35,471,008.9
(including amounts paid to Issuer Swap Providers)	18,113,444.1
Interest on Class B Notes	1,562,917.8
(including amounts paid to Issuer Swap Providers)	193,963.6
Interest on Class M Notes	0.0
(including amounts paid to Issuer Swap Providers)	0.0
Interest on Class C Notes	0.0 0.0
(including amounts paid to Issuer Swap Providers)	0.0
Interest on Class Z Notes	8,144,621.2
Excluded Issuer swap payments	0.0
Issuer profit	1,250.0
ISSUER PRINCIPAL WATERFALL	
Repayment of Class A Notes (including principal payments to class A swap providers)	269,990,807.2 158,517,838.1
Repayment of Class B Notes	156,517,656.1
(including principal payments to class B swap providers)	0.0
Repayment of Class M Notes	0.0
(including principal payments to class M swap providers)	0.0
Repayment of Class C Notes	0.0
(including principal payments to class C swap providers)	0.0
Repayment of Class Z Notes	0.0

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
Funding 1 Swap	ANTS	9,871,283,597.37	3m GBP LIBOR	1.67%	2.23%	54,988,964.36	0.00	9,871,283,597.37	3M GBP LIBOR	0.00%	2.65%	65,408,773.37	0.00
2010-1 A2	ANTS	507,038,835.00	3M EURIBOR	1.20%	1.40%	1,854,832.58	47,364,110.00	458,526,709.17	3M GBP LIBOR	1.32%	1.88%	2,218,617.80	42,832,438.00
2010-1 A3	ANTS	525,000,000.00	GBP FIXED	0.00%	4.64%	0.00	0.00	525,000,000.00	3M GBP LIBOR	1.39%	1.95%	2,630,165.71	0.00
2011-1 A5	ANTS	275,000,000.00	3M USD LIBOR	1.50%	1.73%	1,244,821.11	22,752,430.38	170,489,771.00	3M GBP LIBOR	1.64%	2.19%	962,796.09	14,105,660.49
2011-1 A7	ANTS	275,000,000.00	3M EURIBOR	1.40%	1.60%	1,149,606.94	22,752,430.38	242,412,500.00	3M GBP LIBOR	1.65%	2.21%	1,378,325.20	20,056,267.38
2011-2 A2	ANTS	562,345,256.00	3M USD LIBOR	1.60%	1.83%	2,692,359.12	42,905,467.86	360,940,472.70	3M GBP LIBOR	1.51%	2.06%	1,917,475.39	27,538,811.21
2011-2 A3	ANTS	80,335,037.00	3M EURIBOR	1.50%	1.70%	356,808.06	6,129,352.55	71,056,340.23	3M GBP LIBOR	1.97%	2.52%	461,660.13	5,421,412.00
2011-2 A4	ANTS	300,000,000.00	3M USD LIBOR	1.65%	1.88%	1,475,486.67	0.00	192,307,692.00	3M GBP LIBOR	1.52%	2.08%	1,030,042.89	0.00
2011-2 A5	ANTS	250,000,000.00	USD FIXED	0.00%	4.25%	0.00	0.00	161,707,633.00	3M GBP LIBOR	1.89%	2.45%	1,019,396.68	0.00
2012-1 2A1	NAB	112,628,378.00	1M AUD LIBOR	2.05%	4.67%	461,128.35	8,588,840.71	70,173,444.24	3M GBP LIBOR	1.62%	2.18%	393,575.24	5,351,302.62
2012-1 2A2	WELLS FARGO	563,141,889.00	3M USD LIBOR	1.40%	1.63%	2,402,087.98	42,944,203.53	352,845,795.11	3M GBP LIBOR	1.48%	2.04%	1,855,844.56	26,907,395.69
2012-1 2A4	ANTS	150,171,170.00	3M EURIBOR	1.10%	1.30%	510,139.81	11,451,787.61	119,986,764.83	3M GBP LIBOR	1.62%	2.18%	672,958.56	9,149,978.30
2012-1 2A5	NAB	12,013,693,643.00	3M JPY LIBOR	0.70%	0.83%	26,126,059.43	916,143,008.58	93,820,333.02	3M GBP LIBOR	1.52%	2.08%	502,643.44	7,154,572.50
2012-1 3A1	ANTS	700,000,000.00	3M USD LIBOR	1.50%	1.73%	3,168,635.56	0.00	439,781,365.84	3M GBP LIBOR	1.43%	1.99%	2,249,953.28	0.00
2012-1 2B1	ANTS	50,000,000.00	3M USD LIBOR	1.95%	2.18%	285,081.11	0.00	31,377,470.98	3M GBP LIBOR	1.84%	2.40%	193,963.61	0.00
2014-1-A1	NAB	850,000,000.00	1M USD LIBOR	0.12%	0.27%	206,644.44	0.00	507,159,905.00	3M GBP LIBOR	0.07%	0.63%	819,989.20	0.00

COLLATERAL



TRIGGER EVENTS	
Asset	
Amount debited to AAA Principal Deficiency Sub Ledger, unless certain criteria are met	None
Non Asset	
Insolvency Event occurs in relation to Seller	None
Sellers role as Servicer terminated & new Servicer 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 Mortgages 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.	
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

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)

14 1 month CPR

On any trust calculation date, the total principal receipts received during the immediately preceding trust calculation period divided by the aggregate current balance of the loans comprised in the trust property calculated on the previous trust calculation date in respect of the previous trust calculation period.

15 1 month annualised CPR

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 unsceduled 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

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