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RESULTS OF TENDER OFFER

On 30th July 2013 Santander UK plc (the "**Company**") invited (subject to offer restrictions) holders (the "**Noteholders**") of the respective series of notes referred to below (collectively, the "**Notes**", and each series, a "**Series**" of Notes) to tender the Notes held by such Noteholders to the Company for purchase by the Company, upon the terms and subject to the conditions set out in a Tender Offer Memorandum dated 30th July 2013.

Capitalised terms used in this announcement of results and not otherwise defined herein shall have the meanings ascribed to them in the Tender Offer Memorandum.

The Company announced that it would purchase all Notes validly tendered, in each case for cash at the relevant Tender Price as set out in the table below (plus, in each case, accrued and unpaid interest from the most recent interest payment date).

Accordingly the Company will purchase the aggregate principal amount of Notes of each Series listed below on the Settlement Date of 13th August 2013:

Description of the Notes	Issuer	ISIN	Tender Price	Aggregate Principal Amount of Notes accepted for purchase
£300,000,000 5.827 per cent. Step Up Callable Perpetual Preferred Securities originally issued on 22 March 2004	Santander UK plc (formerly Alliance & Leicester plc)	XS0188550114	91% (£910 for each £1,000 in principal amount)	£293,378,000 ¹
£175,000,000 20 Year Step-Up Perpetual Callable Subordinated Notes originally issued on 28 September 2000	Santander UK plc (formerly Abbey National plc)	XS0117973262	95% (£950 for each £1,000 in principal amount)	£10,010,000
£275,000,000 30 Year Step-Up Perpetual Callable Subordinated Notes originally issued on 28 September 2000	Santander UK plc (formerly Abbey National plc)	XS0117973429	100% (£1,000 for each £1,000 in principal amount)	£5,133,000
£425,000,000 15 Year Step-Up Perpetual Callable Subordinated Notes originally issued on 28 September 2000	Santander UK plc (formerly Abbey National plc)	XS0117972967	95% (£950 for each £1,000 in principal amount)	£2,922,000
£150,000,000 10 1/8% Subordinated Guaranteed Bonds due 2023 originally issued on 4 February 1993	Santander UK plc (formerly Abbey National Sterling Capital plc)	XS0041864512	120% (£12,000 for each £10,000 in principal amount)	£1,650,000

¹ Inclusive of £283,451,000 in aggregate principal amount submitted on behalf of members of the Santander Group.

Further Information

Lucid Issuer Services Limited were appointed by the Company as Tender Agent for the purposes of the Tender Offer. Banco Santander, S.A., Merrill Lynch International and Morgan Stanley & Co. International plc were appointed by the Company as Dealer Managers for the purposes of the Tender Offer.

THE DEALER MANAGERS

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Merrill Lynch International

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TENDER AGENT

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Disclaimer This announcement must be read in conjunction with the Tender Offer Memorandum. This announcement and the Tender Offer Memorandum contain important information. If any Noteholder is in any doubt as to the action it should take, it is recommended to seek its own financial advice, including in respect of any tax consequences, from its stockbroker, bank manager, solicitor, accountant or other independent financial or legal adviser.