Bank of America Merrill Lynch 19th Annual Banking & Insurance CEO Conference

Santander UK: Delivering growth

Stephen Jones
Chief Financial Officer, Santander UK plc





Santander UK in 2011

Bank

 Integration of three separate building societies, with different cultures, systems and business models

Balance sheet

- 33% of Net Interest Income driven by net structural position
- Loan-to-deposit ratio of 136%

Competition

2nd bank in mortgages; 3rd in deposits; and 5th in current accounts

Customers

 A 'large' bank vs. a 'great' bank; of 25m customers, only 14m active and 9m mono-product

Reputation

Poorest in customer satisfaction

Employees

- Majority of employees banking with another bank
- 50% of branch time dedicated to renewing deposits

Regulation and compliance

 Operating in a tough regulatory environment, with a challenging relationship with UK regulators



Four critical areas stabilised since 2011

New management team

- 13 of 17 ExCo changes
- 82 of 120 other executives changed
- CEO, CFO, CRO, Head of UKB, Head of Comms, Head of Strategy

Regulators and risk management

- Improved relationships with the UK regulators
- Strengthened risk management processes, improved mortgage approval process, and rebuilt conduct approach

Governance

- New CEO-led committees (ExCo, OpCo, Strategy, Risk)
- New risk framework with 3 lines of defence

Balance sheet

- Customer funding gap reduced by £17bn between 2011 and 2013
- Converted over £40bn of short term money to longer term financing,
 2011 to 2013
- Weathered the aftershocks from the Eurozone crisis



A new strategy: 'Best Bank' in the UK, for our people, customers, shareholders and communities

Loyal and satisfied retail customers

'Bank of Choice' for UK companies

Consistent profitability and a strong balance sheet

Simple, Personal, Fair

The Santander Way



'Best Bank' in the UK, for our people, customers, shareholders and communities

1

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1|2|3 Current Account launch: real innovation and competition in UK retail banking

Financial Times, 5 March 2012



Deal of the week

Santander 123 current account

Santander is launching a new Santander. current account on Monday. interest on money held, plus gas, electricity, water, council cashback on household bill payments.

percentage of the ties that thom Cheenine Building innovation in the are paid from your account. Society pays 3.06 per cent - very good thing.

will be paid back in by

Customers receive up to 3 per cent money back on tax and phone bills - if they customers. are paid by direct debit.

ts this good?

Cashback, a feature normally

E20,000 is also competitive. offered only on credit cards. | considering that the best variable rate savings account

and 2.06 per cent of this is. a temporary borus. Santander says the cashback and interest could be worth \$1,000 a year to

Kevin Mountford of MoneySupermarket.com cent on credit balances up to said the account aims to with no introductory incentives, and this innovation in the market is a

What's the catch? Account holders pay a \$2

monthly see. Customers must also have at least two direct debits paid from their account and credit a minimum of £500 a month.

Overdrafts are extremely expensive, particularly for customers who go beyond their authorised limit. Arranged overdrafts cost £2 a day, capped at 20 days per month. Unauthor



News Santander 123 current account pays cashback on household bills and pays interest of up to 3 per cent - but you have to play by the rules



Mail Online / This is Money, 5 March 2012

Sunday Express, 4 March 2012

SUNDAY EXPRESS

Is this the best current account ever?

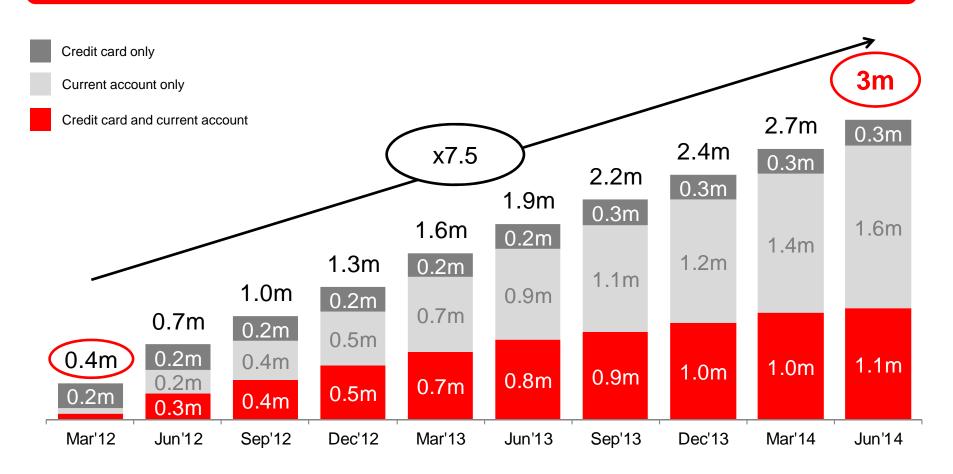
A new weapon has been unveiled in the banking war, says Holly Thomas

Is this Britain's best current account? Santander's new deal pays 3 per cent interest AND gives cashback on bills



Growing our loyal customer base

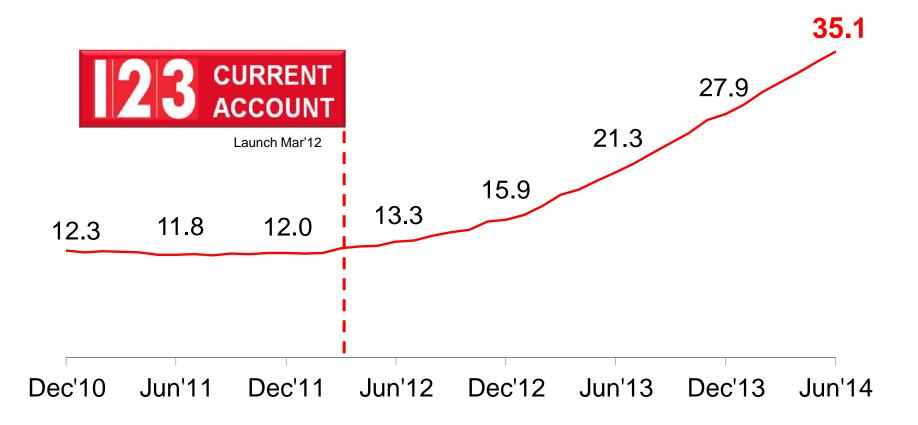
3 million 1|2|3 World customers





Current account deposits rising by £1bn per month since end 2012

Retail Banking current account balances (£bn)





1|2|3 World is transforming our customer profile and increasing loyalty

	Non 1 2 3 Current Account	1 2 3 Current Account
Select and Affluent ¹	8%	34%
Primary banking ²	42%	91%
Products per customer	1.5	2.3
Average account balance ³	1.0x	4.7x
4+ direct debits	28%	76%



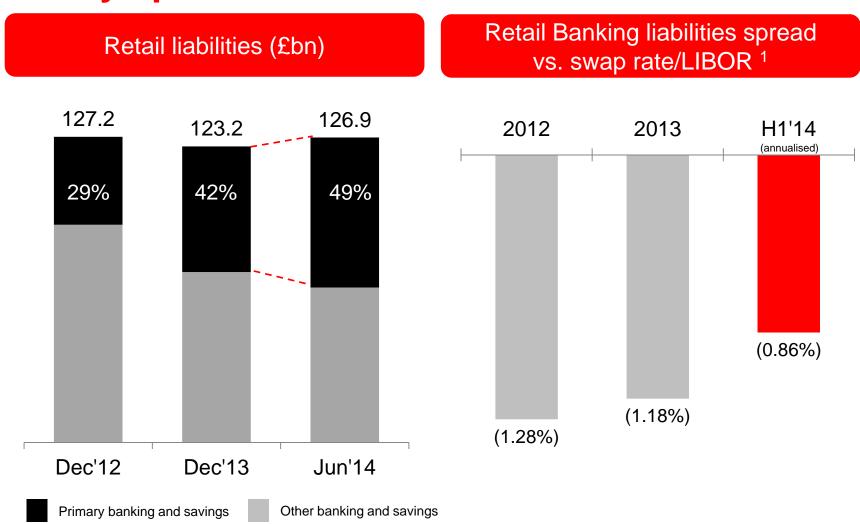
^{1.} Select customers: monthly credit turnover of £5k, savings, banking and investments worth £75k or properties worth a minimum of £500k.

Affluent customers have a monthly credit turnover of £4k-5k, savings, banking and investments worth £25k-75k or properties worth £350k-500k

^{2.} Primary banking customers: minimum credit turnover of at least £500 p/m and at least 2 direct debits set up on the account

^{3.} Average account balances are combined savings and banking liability balances

Winning customers' loyalty, while improving liability spreads

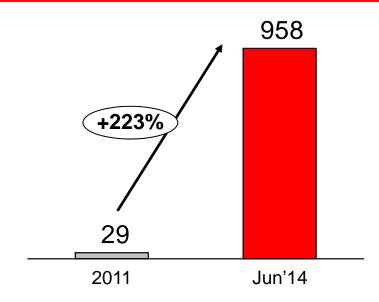


^{1.} Retail Banking customer deposit spreads against the relevant swap rate or LIBOR. Retail Banking customer deposits include savings and bank accounts for personal and business banking customers



Committing £60m to digital over 2 years

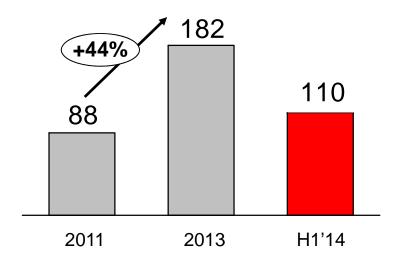
Active mobile customers (000's)



Digital ATMs

- Multi-cheque deposits
- New advanced ATMs piloted
- E-mail
- Tactile and customisable

Current account online sales (000's)



Digital Plan

- New public website
- PayM: c.170k registered users
- Online transfer mortgages
- New mobile apps



Significant improvements in customer and employee satisfaction

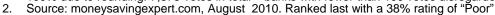
- ✓ Reduced the gap to top 3 peers in the FRS customer satisfaction survey, from 6 pp in 2012 to 2 pp
- ✓ 55% reduction in complaints (Jun'12 to Jun'14)
- ✓ 2nd place in moneysavingexpert.com current account service survey up from last in 2010 ²
- √ 7 pp improvement in employee satisfaction vs. 2010

Rating of curren	t
account service	S 1

Rank	Entity	Poor	OK	Great
1	First Direct	2%	6%	92%
2	Santander	6%	22%	72%
3	Smile	7%	22%	72%
4	Nationwide	6%	25%	69%
 5	Со-ор	7%	23%	70%
6	Halifax	9%	36%	55%
7	TSB	12%	36%	52%
8	Bank of Scotland	12%	39%	49%
9	Yorkshire Bank	12%	45%	45%
10	Lloyds Bank	13%	40%	47%
11	RBS	17%	37%	46%
12	HSBC	15%	43%	42%
13	NatWest	15%	46%	38%
14	Barclays	26%	36%	38%

Martin Lewis'
MoneySaving
Expert.com

^{1.} Source: moneysavingexpert.com, August 2014. Order calculated by 0 points for poor, 1 for OK and 2 for great. Results may not add up to 100% due to rounding. 7,875 votes in total – banks with fewer than 100 votes disregarded





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Key focus on growth of corporate bank

Commercial Banking Lending (£bn)

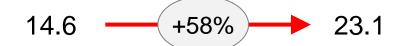
SME Market Share (%)

Corporate Business Centres

Non-performing Loans (%)

Return on Equity (%)

Dec'10 Jun'14



3.0 +3.0pp 6.0

24 — x2.2 — 52

4.40 ——-1.25pp —— 3.15

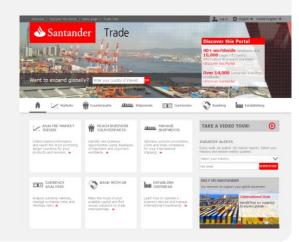
2.6 +6.1pp 8.7



Customers benefit from shared global expertise and pioneering local innovation

Helping UK businesses operate globally

- International expertise
- Trade portal and Santander Passport
- International products and services



Supporting entrepreneurs

- Breakthrough £200m growth capital fund
- Funding Circle
- Connect
- US\$100m FinTech fund

BREAK THROUGH GROWTH ACCELERATION FOR BRITISH BUSINESS

- £50m invested in 25 fast growth companies
- 1,000 new jobs created
- 67 companies on 7 trade missions to the US, Brazil and Mexico
- 150 companies attended
 13 Masterclasses
- 2,700 business attended Live Summits and Roundtable events



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'Bank of Choice' for UK companies

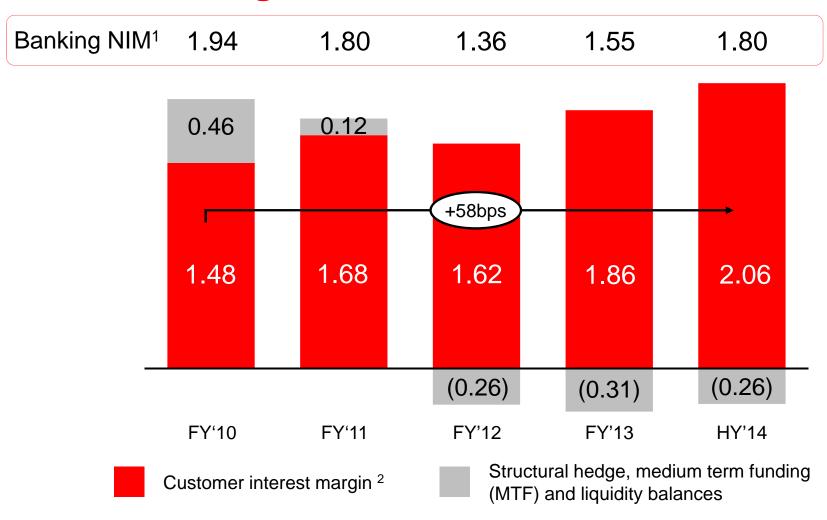
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Strategic transformation delivering growth in customer margins



^{1.} Banking NIM is calculated as annualised net interest income divided by average customer loans. Banking NIM is a non-IFRS measure

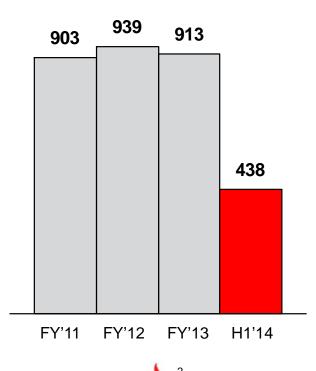
^{2.} Customer interest margin is calculated as annualised net interest income (adjusted for structural hedge, MTF and liquidity balances) divided by average customer loans

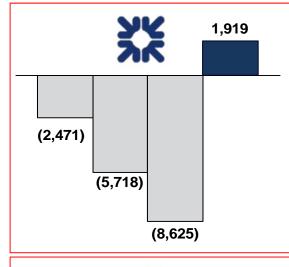


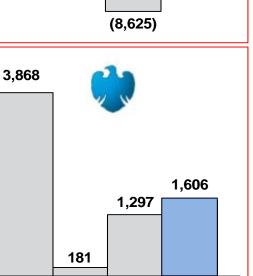
Santander UK is consistently profitable

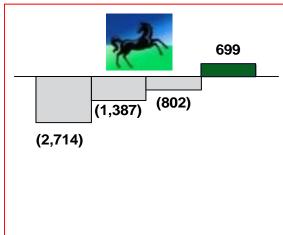
Statutory profit after tax (£m)

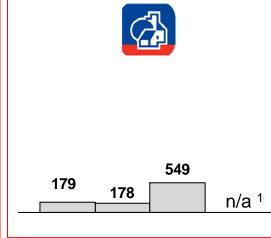
Periods: FY'11, FY'12, FY'13, H1'14 1











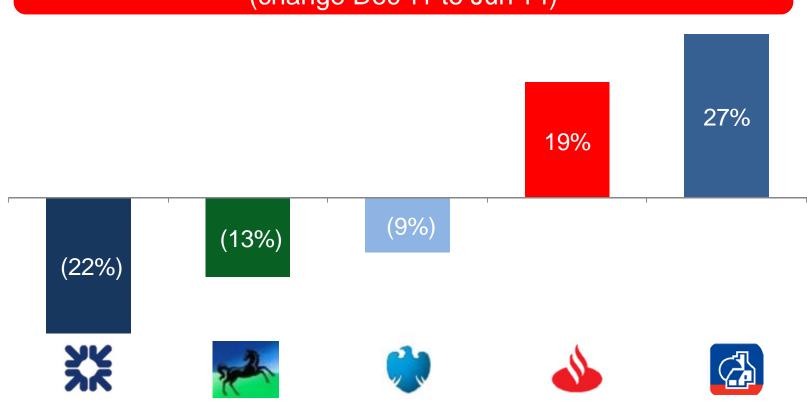


^{1.} Nationwide April year end

^{2.} Santander UK FY'11, FY'12 and FY'13 as reported and not adjusted to reflect the retrospective adoption of IFRIC 21

Whilst we have grown TNAV and maintained a 50% dividend payout

Tangible Net Asset Value plus dividends distributed ¹ (change Dec'11 to Jun'14)



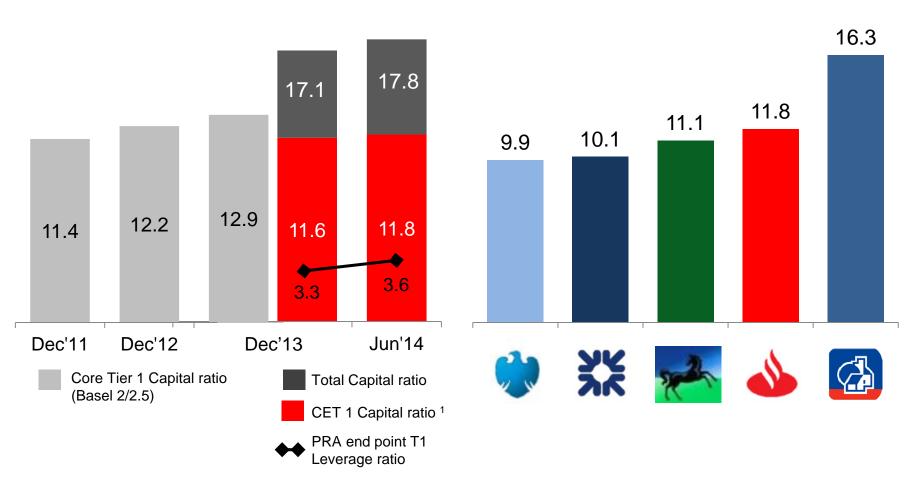
^{1.} Tangible common equity divided by the number of ordinary shares (period end) plus cumulative common dividends paid in 2012, 2013, H1'14. Tangible common equity excludes the non organic impact of: Barclays' £5.8bn rights issue (net of expenses) and Nationwide's £531m CCDS (Core Capital Deferred Shares). Nationwide 30 September 2011 to 4 April 2014. Source: Santander UK MI analysis



One of the strongest capital ratios

Capital ratios (%)

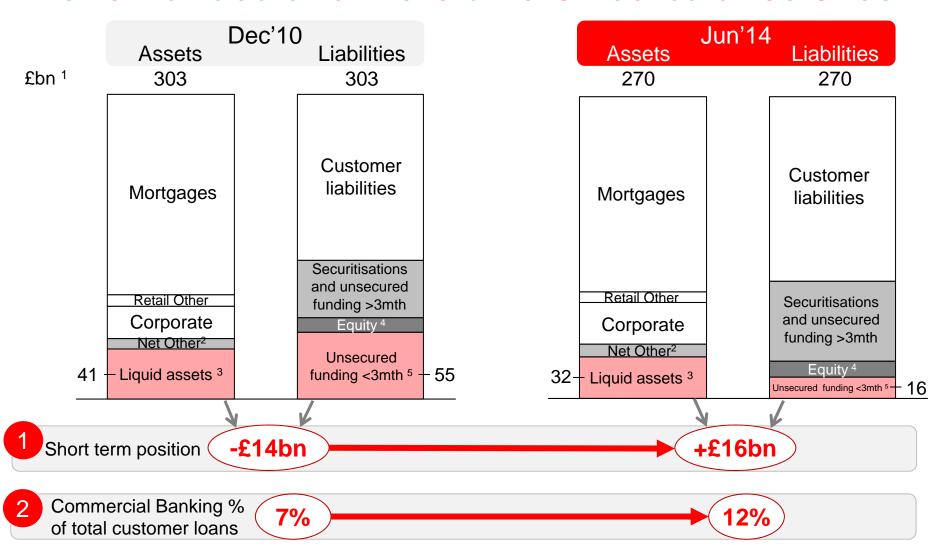
CET 1 Capital ratio at Jun'14 1 (%)



^{1.} CRD IV end point Common Equity Tier 1 Capital is calculated in accordance with the PRA CRD IV implementation rules (Policy Statement PS7/13)



Better funded and more diversified balance sheet



- 1. Statutory total assets and liabilities. Chart and metrics on a management information basis
- 2. Net other: fixed assets, illiquid assets, tax assets, intangible assets, derivative assets, non-LAB eligible trading assets, interest rate hedges, provisions, tax liabilities, intercompany deposits, derivative liabilities, non-LAB eligible trading liabilities Santander
- 3. Eligible liquid assets (BIPRU 12)
- Excludes RCIs and AT1 Capital
- Includes outstanding FLS/SLS balances and unsecured medium-term funding and short-term funding (incl. Corp Type A) with a residual duration <3 months

Key financial metrics

	FY 2011	FY 2012	FY 2013	H1 2014
	%	%	%	%
Banking NIM	1.80	1.36	1.55	1.80
Cost to income ratio ¹	47	53	54	52
Return on Tangible Equity ²	9.5	9.1	8.6	11.7
Return on Risk Weighted Assets	1.20	1.20	1.13	1.54
PRA end point T1 leverage ratio	n.a.	n.a.	3.3	3.6
NPL ratio	1.93	2.16	2.04	1.96

For notes and definitions see the Appendix 1 to the Santander UK plc Quarterly Management Statement for the 6 months ended 30 June 2014

^{1.} Adjusted H1'14 cost-to-income ratio of 52% excludes significant items (56% including significant items). 2012 also adjusted for significant items

^{2.} H1'14 RoTE of 11.7% is annualised and adjusted to include the effect of the Bank Levy and to exclude significant items. Prior periods adjusted to reflect the retrospective adoption of IFRIC 21

Santander

Key risk metrics

	FY 2011	FY 2012	FY 2013	H1 2014
	%	%	%	%
Total NPL ratio	1.93	2.16	2.04	1.96
Total NPL coverage ratio ¹	39	43	41	41
Average mortgage LTV (indexed) ²	52	52	51	49
Mortgage LTV > 90% ²	12	12	9	8
Commercial Banking NPL ratio	3.95	4.26	3.02	3.15



^{1.} Impairment loss allowances as a percentage of NPLs

^{2.} Based on stock of mortgage loans

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Our vision? Do things differently

123 CURRENT ACCOUNT
123 CREDIT CARD



"Our employees are our best ambassadors"





Cultural change: strong foundations

Our purpose is to help people and businesses prosper





Cultural change: strong foundations





Looking ahead: our purpose is to help people and businesses prosper



Our Aim

To be the best bank

- for our people
- for our customers
- for our shareholders
- for our communities

A bank that is...

SIMPLE
PERSONAL
FAIR

Strategic transformation of our business is demonstrated by our financial performance

by our finar	ncial performance	FY'11	HY'14	2015 target
1)	Loyal customers	1.6 million	3.0 million	4 million
Loyal and	1 2 3 World Customers	0.1 million	3.0 million	4 million
satisfied retail customers	Customer satisfaction ('FRS') (average of top 3 UK peers)	51.0% (61.0%)	58.4% (60.4%)	Top 3
		(01.076)	(00.476)	
2) 'Bank of Choice' for UK	Commercial Banking percentage of total customer loans	9%	12%	20%
companies	(Commercial Banking customer loans)	(£18.9bn)	(£23.1bn)	
3			1	
	Return on tangible equity	9.5%	11.7% 1	13% - 15%
Consistent	Cost-to-income ratio	47%	52% ²	< 50%
profitability and strong balance sheet	Common Equity Tier 1 capital ratio	n/a	11.8%	> 10.5%
	Loan-to-deposit ratio	135%	124%	< 125%
	Non performing loan ratio	1.93%	1.96%	Ratio maintained
	Dividend payout ratio	50%	50%	50%

For notes and definitions see the Appendix 1 to the Santander UK plc Quarterly Management Statement for the 6 months ended 30 June 2014



^{1.} H1'14 RoTE of 11.7% is annualised and adjusted to include the effect of the Bank Levy and to exclude significant items.

^{2.} Adjusted H1'14 cost-to-income ratio of 52% excludes significant items (56% including significant items).

Santander UK in 2014

Bank

Relationship-based retail-commercial bank, with a strong identity

Balance sheet

- Strong CET 1 capital ratio of 11.8%
- High quality liabilities, lower spreads and less short term funding

Competition

Significant growth in our current accounts and SME market position

Customers

 3 million 1|2|3 World customers; more active and with increased loyalty

Reputation

 FRS customer satisfaction gap to top 3 peers narrowed to -2pp, from -9pp in 2011

Employees

- Strong employee advocacy of Santander UK
- More time helping customers, less on renewing deposits

Regulation and compliance

Better relationship with UK regulators in a tough environment



From ...



FEB 2011

Santander gained a million customers last year, and pays the highest Is Santander Britain's worst bank? rate on an Isa. It's also top of the complaints league

DEC 2010

A recent survey found the Spanish bank is bottom of the pile for the third year

... **To**



Is Santander that much better than the rest?

The Daily Telegraph, 18 July, 2014

The Daily Telegraph, 13 May, 2014



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Source: Santander UK Q2 2014 results "Quarterly Management Statement for the six months ended 30 June 2014" or Santander UK Management ('MI'), unless otherwise stated.

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