

**Penarth Master Issuer plc —Public Surveillance Report**  
**Combined Series Report For IPD Ending: 18 April 2011**

**Key Parties**

Receivables Trustee	Penarth Receivables Trustee Ltd
Depositors	Penarth Funding 1 Ltd
Transferor, Servicer and Cash Manager	Bank of Scotland plc
Issuer	Penarth Master Issuer plc
Issuing Entity	Penarth Funding 1 Ltd
Issuer Corporate Servicers Provider	Structured Finance Management Ltd
Security Trustee and Note Trustee	Deutsche Bank Trust Company Americas

**Notes Outstanding**

Note	Amount	Original Rating Moody's/S&P/Fitch	Scheduled Redemption Date	Reference Rate	Margin
2010 A1	£1,000,000,000	Aaa/AAA/AAA	18 May 2013	0.67571%	0.85%
2010 A2	£500,000,000	Aaa/AAA/AAA	18 May 2015	0.61438%	0.85%
2010 A3	€250,000,000	Aaa/AAA/AAA	18 August 2013	0.88700%	0.78%
2010 B1	£200,000,000	Aa3/A/A+	18 May 2015	0.61438%	1.00%
2010 C1	£228,000,000	Baa1/BBB+	18 May 2017	0.61438%	1.50%
2010 D1	£240,000,000	Not rated	18 May 2017	0.61438%	1.60%
2010-2 A1	£500,000,000	Aaa/AAA/AAA	18 January 2014	0.61438%	0.95%
2010-2 A2	\$750,000,000	Aaa/AAA/AAA	18 December 2012	0.25350%	0.75%
2010-2 A3	£300,000,000	Aaa/AAA/AAA	18 December 2014	0.61438%	1.05%
2010-2 B1	£330,000,000	Aa3/A/A+	18 February 2015	0.61438%	1.25%
2010-2 C1	£175,000,000	Baa1/BBB+	18 February 2015	0.61438%	1.50%
2010-2 D1	£185,000,000	Not rated	18 February 2015	0.61438%	1.60%

**A. Principal and Interest amounts for period**

Class and Loan Note	To SWAP provider		To Investor	
	Principal	Interest	Principal	Interest
Class A: Series 2010-1 A1	£0.00	£0.00	£0.00	£1,295,805.31
Class A: Series 2010-1 A2	£0.00	£0.00	£0.00	£621,860.00
Class A: Series 2010-1 A3	£0.00	£305,241.96	£0.00	€ 358,868.06
Class A: Series 2010-2 A1	£0.00	£0.00	£0.00	£664,325.75
Class A: Series 2010-2 A2	£0.00	£689,648.64	£0.00	\$648,093.75
Class A: Series 2010-2 A3	£0.00	£0.00	£0.00	£424,074.90
Class B: Series 2010-1 B1	£0.00	£0.00	£0.00	£274,223.45
Class B: Series 2010-2 B1	£0.00	£0.00	£0.00	£522,537.19
Class C: Series 2010-1 C1	£0.00	£0.00	£0.00	£409,436.65
Class C: Series 2010-2 C1	£0.00	£0.00	£0.00	£314,260.59
Class D: Series 2010-1 D1	£0.00	£0.00	£0.00	£451,369.51
Class D: Series 2010-2 D1	£0.00	£0.00	£0.00	£347,930.67

**B. Trust Level Data**

BOP Principal Receivables	£6,688,305,002.47
EOP Principal Receivables	£6,511,828,506.23
Acquired Interchange Amount	£9,628,706.06
Delinquent Aggregate Account Principal Balance	
30 - 59 days delinquent	£74,418,094.65
60 - 89 days delinquent	£49,569,419.07
90 - 119 days delinquent	£44,113,294.43
120-149 days delinquent	£39,471,775.01
150 + days delinquent	£35,630,781.98
Non-Delinquent	£6,268,625,141.09
Delinquent Principal Receivables as % of EOP Principal Receivables	
30 - 59 days delinquent	1.14%
60 - 89 days delinquent	0.76%
90 - 119 days delinquent	0.68%
120-149 days delinquent	0.61%
150 + days delinquent	0.55%
Principal Payment Rate	18.62%
Monthly Payment Rate*	19.29%

**C. Portfolio Yield and Expense Rates**

Initial Principal Amount	£4,347,090,000.00
Investor Interest	65.00%
Transferor Interest	35.00%
	<u>100.00%</u>
	<b>Total</b>
Gross Yield Rate	22.04%
Less:	
Charge Off Rate	6.81%
<b>Portfolio Yield</b>	<b>15.23%</b>
Less:	
Expense Rate	2.68%
<b>Excess Available Funds Percentage</b>	<b>12.55%</b>
- 1 Month Previous	12.27%
- 2 Month Previous	13.26%
- 3 Month Average	12.69%

\* Includes Principal and Finance Charge Collections in the numerator and Principal and Finance Charge Receivables in the denominator.

^ The Payment Rate numerator excludes non-cash entries.