Reporting Date 15 Jul 2015

Reporting Period 1 Jun 2015 to 30 Jun 2015

Next Funding 2 Interest Payment Date 15 Jul 2015

Funding 2 Interest Period 15 Apr 2015 to 15 Jul 2015

### **Contact Details**

Name Telephone e-mail Mailing Address

Tracey Hill +44 (0)113 235 2176 traceyhill@halifax.co.uk LP/3/1/SEC, 1 Lovell Park Road Leeds LS1 1NS

Helen Conway +44 (0)113 235 8025 helen.conway@lloydsbanking.com

Investor reports, prospectus and access to key transaction documents and loan level data may be obtained at

http://www.lloydsbankinggroup.com/investors/debt-investors/securitisation

### Mortgages Trust Summary

Outstanding principal balance start period	£	18,155,114,773.82	Number of accounts at start of period	250,002	
Outstanding principal balance end period	£	17,888,072,537.27	Number of accounts at end of period	247,024	
Funding 2 Issuer Notes outstanding (GBP)	£	7,522,753,190.12	Funding 1 Issuer Notes outstanding (GBP)	£	-
plus Funding 2 Z Loans outstanding	£	2,548,000,000.00	plus Funding 1 Z Loans outstanding	£	-
less Cash Accumulation Ledger balance	£	496,032,000.00	less Cash Accumulation Ledger balance	£	-
less Funding 2 Principal Ledger balance	£	962,502,529.79	less Funding 1 Principal Ledger balance	£	-
less Principal Deficiency Ledger balance	£	80,495.91	less Principal Deficiency Ledger balance	£	-
Funding 2 Share	£	8,612,138,264.42	Funding 1 Share	£	-
Funding 2 Share %		48.14459%	Funding 1 Share %		0%
Seller Share	£	9,275,934,272.85			
Seller Share %		51.85541%			
Minimum Seller Share	£	1,900,497,800.40			
Minimum Seller Share %		10.62439%			

Other Mortgages Trust assets: £100 cash at bank

#### **Mortgages Trust Portfolio Details**

#### Arrears & Possessions

	,	Aggregate outstanding				Number of	
Months in arrears		principal balance	% of Total	Ag	ggregate amount of Arrears	accounts	% of Total
Current - < 1 month	£	17,338,347,815.47	96.93%	£	1,273,313.08	241,378	97.71%
1 - < 2 months	£	293,785,248.22	1.64%	£	2,270,898.18	3,047	1.23%
2 - < 3 months	£	125,811,516.73	0.70%	£	1,808,500.96	1,290	0.52%
3 - < 6 months	£	107,698,746.23	0.60%	£	2,589,606.43	1,088	0.44%
6 - < 9 months	£	22,085,197.66	0.12%	£	907,412.27	219	0.09%
9 - < 12 months	£	175,805.68	0.00%	£	7,149.94	1	0.00%
>= 12 months	£	168,207.28	0.00%	£	1.00	1	0.00%
Total	£	17,888,072,537.27	100.00%	£	8,856,880.86	247,024	100.00%

Properties in possession	Ag	gregate outstanding principal balance	% of Total	Number of accounts	% of Total	Cumulative Numbers
Brought forward	£	525,896.24	0.00%	8	0.00%	
Repossessed		•		1	0.00%	6,452
Sold and loss incurred				3	0.00%	4,254
Sold and no loss incurred				-	0.00%	1,975
Relinquished to borrower				-	0.00%	81
Loan repurchased				-	0.00%	136
Carried forward	£	416,823.67	0.00%	6	0.00%	

Average days from possession to sale (this period)

54

#### Asset Yield

Yield	%
Halifax Variable Rate 1	3.99%
Halifax Homeowner Variable Rate	3.99%
Pre-Funding Swap yield	3.63429%
Post-Funding Swap yield (over 3m LIBOR)	2.00410%
Minimum Trust Property Yield Margin	1.50%

Loan Repurchases

Loan Repulchases								
			Number of					
Reason		Principal proceeds	accounts					
Further Advance and/or Product Switch	£	15,999,100.10	142					
Arrears >3 months	£	-	-					
Breach of Loan Warranty	£	196,068.16	7					
Total	£	16,195,168.26	149					

Loans Added

		Number of
	Balance of accounts	accounts
£	-	-

Principal Payment Rate

	Monthly	1-month	3-month	12-month
Month	PPR			
Jun 2015	1.48%	16.38%	15.08%	17.46%
May 2015	1.27%	14.25%	14.52%	17.44%
Apr 2015	1.31%	14.62%	14.03%	17.64%

Range of LTV ratios at	P	Aggregate outstanding		Number of	
origination		principal balance	% of Total	accounts	% of Total
0% - <25%	£	262,380,915.52	1.47%	12,032	4.87%
25% - <50%	£	1,880,704,985.26	10.51%	46,097	18.66%
50% - <75%	£	6,390,095,082.56	35.72%	84,754	34.31%
75% - <80%	£	1,968,457,650.13	11.00%	20,337	8.23%
80% - <85%	£	1,455,571,833.46	8.14%	15,720	6.36%
85% - <90%	£	2,134,222,837.92	11.93%	22,165	8.97%
90% - <95%	£	2,354,775,693.37	13.16%	25,853	10.47%
95% - <100%	£	1,441,863,539.05	8.06%	20,066	8.12%
>=100%	£	-	0.00%	-	0.00%
Total	£	17,888,072,537.27	100.00%	247,024	100.00%

Range of LTV ratios at end	A	Aggregate outstanding		Number of	
of reporting period		principal balance	% of Total	accounts	% of Total
0% - <25%	£	2,241,202,624.79	12.53%	89,610	36.28%
25% - <50%	£	5,713,015,550.48	31.94%	74,313	30.08%
50% - <75%	£	7,328,172,477.35	40.97%	63,036	25.52%
75% - <80%	£	948,781,173.49	5.30%	7,599	3.08%
80% - <85%	£	636,565,871.30	3.56%	4,971	2.01%
85% - <90%	£	445,360,030.46	2.49%	3,376	1.37%
90% - <95%	£	286,449,198.24	1.60%	2,028	0.82%
95% - <100%	£	170,226,528.27	0.95%	1,238	0.50%
>=100%	£	118,299,082.89	0.66%	853	0.35%
Total	£	17,888,072,537.27	100.00%	247,024	100.00%

Range of outstanding	ŀ	Aggregate outstanding		Number of	
balances at end of period		principal balance	% of Total	accounts	% of Total
£0 - <£25,000	£	726,346,743.73	4.06%	61,943	25.08%
£25,000 - <£50,000	£	1,920,353,314.63	10.74%	51,798	20.97%
£50,000 - <£75,000	£	2,608,850,348.12	14.58%	42,138	17.06%
£75,000 - <£100,000	£	2,618,517,519.30	14.64%	30,216	12.23%
£100,000 - <£125,000	£	2,257,714,612.65	12.62%	20,221	8.19%
£125,000 - <£150,000	£	1,860,719,839.80	10.40%	13,622	5.51%
£150,000 - <£175,000	£	1,446,735,810.24	8.09%	8,967	3.63%
£175,000 - <£200,000	£	1,061,528,385.37	5.93%	5,693	2.30%
£200,000 - <£225,000	£	788,590,099.47	4.41%	3,729	1.51%
£225,000 - <£250,000	£	588,440,794.44	3.29%	2,486	1.01%
£250,000 - <£275,000	£	445,062,490.71	2.49%	1,704	0.69%
£275,000 - <£300,000	£	334,083,482.65	1.87%	1,164	0.47%
£300,000 - <£350,000	£	481,915,626.02	2.69%	1,499	0.61%
£350,000 - <£400,000	£	344,469,059.82	1.93%	925	0.37%
£400,000 - <£450,000	£	243,488,088.64	1.36%	577	0.23%
£450,000 - <£500,000	£	161,256,321.68	0.90%	342	0.14%
>=£500,000	£	=	0.00%	-	0.00%
Total	£	17,888,072,537.27	100.00%	247,024	100.00%

	Aggregate outstanding			Number of	
Region		principal balance	% of Total	accounts	% of Total
East of England	£	1,666,212,248.77	9.31%	19,622	7.94%
East Midlands	£	1,114,450,706.54	6.23%	17,928	7.26%
London	£	3,139,911,946.93	17.55%	26,724	10.82%
North East	£	701,837,845.04	3.92%	13,276	5.37%
North West	£	1,734,177,957.09	9.69%	30,346	12.28%
Scotland	£	1,768,419,185.66	9.89%	30,859	12.49%
South East	£	2,681,719,865.78	14.99%	27,929	11.31%
South West	£	1,293,259,711.57	7.23%	16,324	6.61%
Wales	£	642,776,308.65	3.59%	10,983	4.45%
West Midlands	£	1,524,318,469.01	8.52%	23,707	9.60%
Yorkshire and The Humber	£	1,617,518,547.45	9.04%	29,271	11.85%
Unknown	£	3,469,744.78	0.02%	55	0.02%
Total	£	17,888,072,537.27	100.00%	247,024	100.00%

	Aggregate outstanding			Number of	
Property type		principal balance	% of Total	accounts	% of Total
Detached house	£	4,376,103,731.56	24.46%	46,222	18.71%
Semi-detached house	£	5,186,713,495.76	29.00%	79,380	32.13%
Terraced house	£	5,172,169,822.08	28.91%	81,651	33.05%
House: det type unknown <sup>1</sup>	£	39,868,316.20	0.22%	451	0.18%
Flat or maisonette	£	2,501,764,793.33	13.99%	32,156	13.02%
Bungalow	£	608,448,009.18	3.40%	7,048	2.85%
Unknown	£	3,004,369.16	0.02%	116	0.05%
Total	£	17,888,072,537.27	100.00%	247,024	100.00%

Maximum Original LTV 97.00% Minimum Original LTV 0.17% Weighted average Original LTV 73.08%

Maximum Current LTV 169.09% Minimum Current LTV -12.32% Weighted average Current LTV 52.14%

Maximum current balance £ 499,064.38
Minimum current balance £ 19,295.51
Average current balance £ 72,414.31
Weighted average current balance £ 134,163.21

	1	Aggregate outstanding		Number of	
Seasoning in months		principal balance	% of Total	accounts	% of Total
12 - <24	£	-	0.00%	-	0.00%
24 - <36	£	-	0.00%	-	0.00%
36 - <48	£	-	0.00%	-	0.00%
48 - <60	£	275,790,027.34	1.54%	3,182	1.29%
60 - <72	£	1,182,907,108.27	6.61%	13,578	5.50%
72 - <84	£	2,937,969,416.29	16.42%	27,787	11.25%
84 - <96	£	1,702,326,071.99	9.52%	14,273	5.78%
96 - <108	£	3,357,592,014.70	18.77%	32,884	13.31%
108 - <120	£	2,109,873,578.84	11.79%	26,398	10.69%
>=120	£	6,321,614,319.84	35.34%	128,922	52.19%
Total	£	17,888,072,537.27	100.00%	247,024	100.00%

	Д	Aggregate outstanding		Number of	
Years to maturity		principal balance	% of Total	accounts	% of Total
< 5	£	1,488,925,431.05	8.32%	42,642	17.26%
5 - <10	£	3,038,141,263.39	16.98%	56,981	23.07%
10 - <15	£	5,976,373,494.32	33.41%	76,575	31.00%
15 - <20	£	5,317,186,038.31	29.72%	49,691	20.12%
20 - <25	£	2,064,340,571.51	11.54%	21,106	8.54%
25 - <30	£	2,757,181.77	0.02%	25	0.01%
>=30	£	348,556.92	0.00%	4	0.00%
Total	£	17,888,072,537.27	100.00%	247,024	100.00%

	Aggregate outstanding			Number of	
Use of proceeds		principal balance	% of Total	accounts	% of Total
Purchase	£	11,264,495,853.05	62.97%	165,342	66.93%
Remortgage	£	6,623,576,684.22	37.03%	81,682	33.07%
Total	£	17,888,072,537.27	100.00%	247,024	100.00%

	Α	aggregate outstanding		Number of	
Repayment terms		principal balance	% of Total	accounts	% of Total
Repayment	£	9,521,073,572.96	53.23%	173,340	70.17%
Interest Only	£	8,366,998,964.31	46.77%	73,684	29.83%
Total	£	17,888,072,537.27	100.00%	247,024	100.00%

	Aggregate outstanding		Number of		
Payment method		principal balance	% of Total	accounts	% of Total
Direct debit	£	16,278,735,983.72	91.00%	221,780	89.78%
Other	£	1,609,336,553.55	9.00%	25,244	10.22%
Total	£	17,888,072,537.27	100.00%	247,024	100.00%

	Aggregate outstanding			Number of	
Origination channel		principal balance	% of Total	accounts	% of Total
Direct	£	6,916,454,978.83	38.67%	119,223	48.26%
Intermediary / Other	£	10,971,617,558.44	61.33%	127,801	51.74%
Total	£	17,888,072,537.27	100.00%	247,024	100.00%

	Aggregate outstanding			Number of	
Type of loan		principal balance	% of Total	accounts	% of Total
Added variable rate loans	£	96,822,558.76	0.54%	1,128	0.46%
Discounted variable rate loans	£	81,848,696.52	0.46%	779	0.32%
Fixed rate loans	£	4,726,028,028.29	26.42%	58,219	23.57%
Tracker rate loans	£	1,216,251,761.20	6.80%	21,714	8.79%
Standard variable rate loans	£	11,767,121,492.50	65.78%	165,184	66.87%
Total	£	17,888,072,537.27	100.00%	247,024	100.00%
of which Flexible Loans	£	95,905,181.18	0.54%	1,068	0.43%

# Distribution of fixed rate loans

	Aggregate outstanding			Number of	
Fixed rate %		principal balance	% of Total	accounts	% of Total
0 - 2.99%	£	2,898,659,066.41	61.33%	34,987	60.10%
3 - 3.99%	£	1,091,313,216.64	23.09%	12,177	20.92%
4.00 - 4.99%	£	311,125,502.61	6.58%	3,887	6.68%
5.00 - 5.99%	£	252,266,121.29	5.34%	4,145	7.12%
6.00 - 6.99%	£	172,416,778.30	3.65%	3,020	5.19%
7.00 - 7.99%	£	247,343.04	0.01%	3	0.01%
Total	£	4,726,028,028.29	100.00%	58,219	100.00%

Year in which current	1	Aggregate outstanding		Number of	
fixed rate period ends		principal balance	% of Total	accounts	% of Total
2015	£	494,415,350.34	10.46%	5,904	10.14%
2016	£	1,808,216,294.34	38.26%	19,690	33.82%
2017	£	1,096,974,554.39	23.21%	12,625	21.69%
2018	£	1,100,353,542.57	23.28%	13,002	22.33%
2019	£	224,944,427.38	4.76%	2,914	5.01%
2020+	£	1,123,859.27	0.02%	4,084	7.01%
Total	£	4,726,028,028.29	100.00%	58,219	100.00%

Maximum seasoning 296.94
Minimum seasoning 56.02
Weighted average seasoning 111.61

Maximum remaining term 40.08 Minimum remaining term -Weighted average remaining term 13.48

### Outstanding Issuance

Outstanding Issuance				
Series Name	2010-1 3A	2010-1 4A		
Issue Date	4 Feb 2010	4 Feb 2010		
Orig Rating (Fitch/Moody's/S&P)	AAA(sf)/ Aaa(sf)/ AAA(sf)	AAA(sf)/ Aaa(sf)/ AAA(sf)		
Curr Rating (Fitch/Moody's/S&P)	AAA(sf)/ Aaa(sf)/ AAA(sf)	AAA(sf)/ Aaa(sf)/ AAA(sf)		
Currency	GBP	GBP		
Issue Size	GBP 600,000,000	GBP 400,000,000		
Issue Size (GBP equivalent)	GBP 600,000,000	GBP 400,000,000		
Exchange Rate	-	-		
Outstanding Amount <sup>1</sup>	GBP 600,000,000	GBP 400,000,000		
Pool Factor <sup>1</sup>	1.0	1.0		
Scheduled Maturity Date	15 Jan 2017	15 Jan 2017		
Final Maturity Date	15 Jul 2042	15 Jul 2042		
Bond Structure	Soft Bullet	Soft Bullet		
ISIN	XS0484703433	XS0484703862		
Stock Exchange Listing	London	London		
Reference Rate	Fixed	3m GBP LIBOR		
Margin	-	1.30%		
Current Rate	4.805%	1.87213%		
Current Accrual Period	15 Jan 15 to 15 Jul 15	15 Apr 15 to 15 Jul 15		
Funding 2 Interest Payment Da	te 15 Jul 2015			
Expected Coupon Amount	GBP 14,415,000.00	GBP 1,867,000.88		
Coupon Amount Paid	GBP 14,415,000.00	GBP 1,867,000.88		
Interest Shortfall	GBP 0	GBP 0		
Cumulative Interest Shortfall	GBP 0	GBP 0		
Scheduled Principal Payment	GBP 0	GBP 0		
Principal Paid	GBP 0	GBP 0		
Principal Shortfall	GBP 0	GBP 0		
Cumulative Principal Shortfall	GBP 0	GBP 0		
Series Name	2010-2 2A	2010-2 3A	2010-2 4A	2010-2 5A
Issue Date	13 Jul 2010	13 Jul 2010	13 Jul 2010	13 Jul 2010
Orig Rating (Fitch/Moody's/S&P)	AAA(sf)/ Aaa(sf)/ AAA(sf)	AAA(sf)/ Aaa(sf)/ AAA(sf)	AAA(sf)/ Aaa(sf)/ AAA(sf)	AAA(sf)/ Aaa(sf)/ AAA(sf)
Curr Rating (Fitch/Moody's/S&P)	AAA(sf)/ Aaa(sf)/ AAA(sf)	AAA(sf)/ Aaa(sf)/ AAA(sf)	AAA(sf)/ Aaa(sf)/ AAA(sf)	AAA(sf)/ Aaa(sf)/ AAA(sf)
Currency	USD	USD	USD	GBP
Issue Size	USD 750,000,000	USD 750,000,000	USD 750,000,000	GBP 500,000,000
Issue Size (GBP equivalent)	GBP 496,032,000	GBP 496,032,000	GBP 496,032,000	GBP 500,000,000
Exchange Rate	1.51200	1.51200	1.51200	-
Outstanding Amount	USD 0	USD 750,000,000	USD 750,000,000	GBP 500,000,000
Pool Factor <sup>1</sup>	0.0	1.0	1.0	1.0
Scheduled Maturity Date	15 Jul 2015	15 Jan 2016	15 Apr 2016	15 Jul 2016
Final Maturity Date	15 Jul 2042	15 Jul 2042	15 Jul 2042	15 Jul 2042
Bond Structure	Soft Bullet	Soft Bullet	Soft Bullet	Pass-through
ISIN	XS0520953950	XS0520954255	XS0520954412	XS0520954768
Stock Exchange Listing	London	London	London	London
Reference Rate	3m USD LIBOR	3m USD LIBOR	3m USD LIBOR	3m GBP LIBOR
Margin	1.50%	1.50%	1.50%	1.50%
Current Assured Bariad	1.77530%	1.77530%	1.77530%	2.07213%
Current Accrual Period	15 Apr 15 to 15 Jul 15			
Funding 2 Interest Payment Da	te 15 Jul 2015			
Expected Coupon Amount	USD 3,365,672.92	USD 3,365,672.92	USD 3,365,672.92	GBP 2,583,066.16
Coupon Amount Paid	USD 3,365,672.92	USD 3,365,672.92	USD 3,365,672.92	GBP 2,583,066.16
Interest Shortfall	USD 0	USD 0	USD 0	GBP 0
Cumulative Interest Shortfall	USD 0	USD 0	USD 0	GBP 0
Scheduled Principal Payment	USD 750,000,000	USD 0	USD 0	GBP 0
Principal Paid	USD 750,000,000	USD 0	USD 0	GBP 0
Principal Shortfall	USD 0	USD 0	USD 0	GBP 0
Cumulativa Principal Shortfall	HSD 0	USD 0	USD 0	CBD 0

USD 0

USD 0

GBP 0

USD 0

Cumulative Principal Shortfall

		i ermanem waster	Trust   Monthly lives	ntor Report	
Series Name	2011-1 2A1	2011-1 2A2	2011-1 2A3		
Issue Date	20 Apr 2011	20 Apr 2011	20 Apr 2011		
Orig Rating (Fitch/Moody's/S&P)	AAA(sf)/ Aaa(sf)/ AAA(sf)	AAA(sf)/ Aaa(sf)/ AAA(sf)	AAA(sf)/ Aaa(sf)/ AAA(sf)		
Curr Rating (Fitch/Moody's/S&P)	AAA(sf)/ Aaa(sf)/ AAA(sf)	AAA(sf)/ Aaa(sf)/ AAA(sf)	AAA(sf)/ Aaa(sf)/ AAA(sf)		
Currency	EUR	GBP	GBP		
Issue Size	EUR 200,000,000	GBP 200,000,000	GBP 500,000,000		
Issue Size (GBP equivalent)	GBP 176,680,000	GBP 200,000,000	GBP 500,000,000		
Exchange Rate	1.13199	-	-		
Outstanding Amount <sup>1</sup>	EUR 200,000,000	GBP 200,000,000	GBP 500,000,000		
Pool Factor <sup>1</sup>	1.0	1.0	1.0		
Scheduled Maturity Date	15 Jan 2016	15 Jan 2016	15 Jan 2016		
Final Maturity Date	15 Jul 2042	15 Jul 2042	15 Jul 2042		
Bond Structure	Soft Bullet	Soft Bullet	Soft Bullet		
	XS0617235873 &				
ISIN	XS0617235790	XS0617235956	XS0617236251		
Stock Exchange Listing	London	London	London		
Reference Rate	3m EURIBOR	3m GBP LIBOR	3m GBP LIBOR		
Margin	1.40%	1.50%	1.50%		
Current Rate	1.41100%	2.07213%	2.07213%		
Current Accrual Period	15 Apr 15 to 15 Jul 15	15 Apr 15 to 15 Jul 15	15 Apr 15 to 15 Jul 15		
Funding 2 Interest Payment Date	te 15 Jul 2015				
Expected Coupon Amount	EUR 713,338.89	GBP 1,033,226.47	GBP 2,583,066.16		
Coupon Amount Paid	EUR 713,338.89	GBP 1,033,226.47	GBP 2,583,066.16		
Interest Shortfall	EUR 0	GBP 0	GBP 0		
Cumulative Interest Shortfall	EUR 0	GBP 0	GBP 0		
Scheduled Principal Payment	EUR 0	GBP 0	GBP 0		
Principal Paid	EUR 0	GBP 0	GBP 0		
Principal Shortfall	EUR 0	GBP 0	GBP 0		
Cumulative Principal Shortfall	EUR 0	GBP 0	GBP 0		
Corios Nome	2044 2 4 4 2	2044 2 2 4	2044 2 2 4	2042 4 4 4	2042 4 484
Series Name Issue Date	<b>2011-2 1A3</b> 1 Nov 2011	<b>2011-2 2A</b> 1 Nov 2011	<b>2011-2 3A</b> 1 Nov 2011	<b>2013-1 1A</b> 5 Apr 2013	2013-1 1M
Orig Rating (Fitch/Moody's/S&P)	AAA(sf)/ Aaa(sf)/ AAA(sf)	AAA(sf)/ Aaa(sf)/ AAA(sf)	AAA(sf)/ Aaa(sf)/ AAA(sf)	AAA(sf)/ Aaa(sf)/ AAA(sf)	5 Apr 2013 A(sf)/ A2(sf)/ A(sf)
Curr Rating (Fitch/Moody's/S&P)	AAA(sf)/ Aaa(sf)/ AAA(sf)  AAA(sf)/ Aaa(sf)/ AAA(sf)	AAA(sf)/ Aaa(sf)/ AAA(sf) AAA(sf)/ Aaa(sf)/ AAA(sf)	AAA(sf)/ Aaa(sf)/ AAA(sf)  AAA(sf)/ Aaa(sf)/ AAA(sf)	AAA(sf)/ Aaa(sf)/ AAA(sf)  AAA(sf)/ Aaa(sf)/ AAA(sf)	A(sf)/ A2(sf)/ A(sf) A(sf)/ A2(sf)/ A(sf)
Currency	USD	GBP	GBP	GBP	GBP
Issue Size	USD 1,050,000,000	GBP 750,000,000	GBP 500,000,000	GBP 1,250,000,000	GBP 500,000,000
Issue Size (GBP equivalent)	GBP 657,977,190	GBP 750,000,000	GBP 500,000,000	GBP 1,250,000,000	GBP 500,000,000
Exchange Rate	1.59580	-	-	-	-
Outstanding Amount <sup>1</sup>	USD 1,050,000,000	GBP 750,000,000	GBP 500,000,000	GBP 1,250,000,000	GBP 500,000,000
Pool Factor <sup>1</sup>	1.0	1.0	1.0	1.0	1.0
Scheduled Maturity Date	15 Oct 2015	15 Jul 16 & 15 Oct 16	15 Jul 21 & 15 Oct 21	15 Jan 2016	15 Jan 2016
Final Maturity Date	15 Jul 2042	15 Jul 2042	15 Jul 2042	15 Jul 2042	15 Jul 2042
Bond Structure	Soft Bullet	Scheduled Am	Scheduled Am	Pass-through	Pass-through
	US71419GAU40 &				
ISIN	XS0700166720	XS0700016750	XS0700016834	XS0909782764	XS0909783143
Stock Exchange Listing	London	London	London	London	London
Reference Rate	3m USD LIBOR	3m GBP LIBOR	3m GBP LIBOR	3m GBP LIBOR	3m GBP LIBOR
Margin	1.60%	1.65%	1.95%	0.45%	1.10%
Current Rate	1.87530%	2.22213%	2.52213%	1.02213%	1.67213%
Current Accrual Period	15 Apr 15 to 15 Jul 15	15 Apr 15 to 15 Jul 15	15 Apr 15 to 15 Jul 15	15 Apr 15 to 15 Jul 15	15 Apr 15 to 15 Jul 15
Funding 2 Interest Payment Date	te 15 Jul 2015				
Expected Coupon Amount	USD 4,977,358.75	GBP 4,155,078.70	GBP 3,144,025.07	GBP 3,185,405.14	GBP 2,084,436.03
Coupon Amount Paid	USD 4,977,358.75	GBP 4,155,078.70	GBP 3,144,025.07	GBP 3,185,405.14	GBP 2,084,436.03
Interest Shortfall	USD 0	GBP 0	GBP 0	GBP 0	GBP 0
Cumulative Interest Shortfall	USD 0	GBP 0	GBP 0	GBP 0	GBP 0
Scheduled Principal Payment	USD 0	GBP 0	GBP 0	GBP 0	GBP 0
Principal Paid	USD 0	GBP 0	GBP 0	GBP 0	GBP 0
Principal Shortfall	USD 0	GBP 0	GBP 0	GBP 0	GBP 0

GBP 0

USD 0

Principal Shortfall

Cumulative Principal Shortfall USD 0 GBP 0 <sup>1</sup> As at end of latest completed Interest Period and following waterfall reported on p11.

### Credit Enhancement

Permanent Master Issuer notes<sup>1</sup>

Terrialient Master issuer notes							
		Amount					
Class		(GBP equivalent)	% of Total	Support			
Class A notes	£	6,526,721,190	68.17%	36.06%			
Class B notes	£	-	0.00%	36.06%			
Class M notes	£	500,000,000	5.22%	30.84%			
Class C notes	£	-	0.00%	30.84%			
Total notes	£	7,026,721,190	73.39%	-			
Funding 2 Z Loan	£	2,548,000,000	26.61%				
Total	£	9,574,721,190	100.00%				
Reserve	£	405,000,000	4.23%				

Z Loan Required Amounts

Funding 2	£	2.548.000.000

#### **Excess Spread**

Permanent Funding 2

	Amount	%
£	20,082,904	1.13%

### **Liquidity Support**

Liquidity support in relation to shortfalls of interest payable on the Notes and certain principal of the Notes is available in the form of the Funding 2 Liquidity Reserve Fund, which will funded upon the requisite ratings downgrade (see Rating Triggers) up to the Funding 2 Liquidity Reserve Fund Required Amount, being 3% of the outstanding Notes.

### Ledgers

Funding 1 Share / Funding 2 Share / Seller Share Ledger

							Funding 1 Share	Funding 2	
Date	Collateral pool balance	Funding 1 Share		Funding 2 Share		Seller Share	%	Share %	Seller Share %
01-Jun-15	£ 18,155,114,773.82	£ -	£	8,880,779,709.59	£	9,274,335,064.23	0.0000%	48.9161%	51.0839%
01-May-15	£ 18,386,596,907.59	£ -	£	9,114,788,093.10	£	9,271,808,814.49	0.0000%	49.5730%	50.4270%
01-Apr-15	£ 18,628,597,575.76	£ -	£	9,358,547,913.00	£	9,270,049,662.76	0.0000%	50.2375%	49.7625%

Losses Ledger

Month		Losses in month	Funding 1 share of losses	Funding	2 share of losses		Seller share of losses		Cumulative losses
Jun 2015	£	52,701.91		£	25,779.74		26,922.17		144,384,150.74
May 2015	£	75,593.78	£ -	£	37,474.11	£	38,119.67	£	144,331,448.83
Apr 2015	£	34,321.06	£ -	£	17,242.06	£	17,079.00	£	144,255,855.05

Funding 2 Principal Deficiency Ledger (Z Loan sub-ledger)

Month		Debit		Credit		Balance
Jun 2015	£	25,779.74	£	-	£	312,764.43
May 2015	£	37,474.11	£	-	£	286,984.69
Apr 2015	£	17,242.06	£	249,510.58	£	249,510.58

Funding 2 Reserve Ledger

							Fun	nding 2 Reserve Required
Month		Debit		Credit		Balance		Amount
Jun 2015	£		£	-	£	405,000,000.00	£	405,000,000.00
May 2015	£	-	£	-	£	405,000,000.00	£	405,000,000.00
Apr 2015	£	-	£	-	£	405,000,000.00	£	405,000,000.00

Funding 2 Yield Reserve Ledger<sup>2</sup>

Month		Debit		Credit		Balance
Jun 2015	£	-	£	-	£	83,281,177.75
May 2015	£	-	£	-	£	83,281,177.75
Apr 2015	£	2,906,336.07	£	-	£	83,281,177.75

 $^2 \mbox{Only Funding 2 Yield Reserve Notes benefit from the Funding 2 Yield Reserve.}$ 

### **Bank Accounts Balance**

Mortgages Trustee GIC Account

Date		Revenue Ledger		Principal Ledger		Other		Bank Balance <sup>3</sup>
30 Jun 2015	£	52,424,936.89	£	268,615,665.43	£	100.00	£	321,040,702.32
31 May 2015	£	54,065,109.23	£	233,970,909.40	£	100.00	£	288,036,118.63
30 Apr 2015	£	54,144,722.59	£	243,742,577.84	£	100.00	£	297,887,400.43

<sup>3</sup>Including cash from assets for last day of month collected first working day of following month.

Funding 2 GIC Account / Collateralised GIC Account

								General Reserve		Yield Reserve	GIC Account	Collateralised GIC
Date		Revenue Ledger		Principal Ledger	Cas	h Accumulation Ledger		Ledger		Ledger	Balance	Account Balance
30 Jun 2015	£	54,463,331.36	£	693,886,864.36	£	496,032,000.00	£	405,000,000.00	£	83,281,177.75	£ 144,331,435.65	£ 1,588,331,937.82
31 May 2015	£	27,563,482.46	£	459,915,954.96	£	496,032,000.00	£	405,000,000.00	£	83,281,177.75	£ 367,821,486.19	£ 1,103,971,128.98
30 Apr 2015	£	365,615.02	£	216,173,377.12	£	496,032,000.00	£	405,000,000.00	£	83,281,177.75	£ 97,163,517.77	£ 1,103,688,652.12

Funding 2 Transaction Account

Date	Reta	ined Profit Amount	Start-up Loans Proceeds		Bank Balance
30 Jun 2015	£	2,065,997.41	£ -	£	2,065,997.41
31 May 2015	£	2,065,997.41	£ -	£	2,065,997.41
30 Apr 2015	£	2,065,997.41	£ -	£	2,065,997.41

Funding 2 Authorised Investments: nil

Master Issuer Capital & Transaction Accounts

Date		Issuer Profit		Capital		Aggregate Bank Balance
30 Jun 2015	£	267,424.01	£	12,501.50	£	279,925.51
31 May 2015	£	267,344.98	£	12,501.50	£	279,846.48
30 Apr 2015	£	267,273.37	£	12,501.50	£	279,774.87

### **Funding Swaps**

Funding 2 Swap					Funding 2 Swap				
Provider	Calculation Period		Notional		Provider Amount		Funding 2 Amount		Net Funding 2 Amount <sup>4</sup>
	1 Jun - 30 Jun 2015	£	8,874,319,883.98	£	18,790,917.61	£	26,586,337.69	-£	7,795,420.08
	1 May - 31 May 2015	£	9,111,754,948.39	£	19,931,457.45	£	28,266,307.29	-£	8,334,849.84
Bank of Scotland plc	1 Apr - 30 Apr 2015	£	9,358,385,563.36	£	19,843,166.70	£	28,172,489.84	-£	8,329,323.14
								£	-
								£	-
			Amount paid or recei	-£	24,459,593.06				

<sup>&</sup>lt;sup>4</sup>A negative figure represents a payment by Funding 2 and a positive figure is a receipt.

### **Issuing Entity Swaps**

		Currency Swap Provider Amounts <sup>5</sup>				Permanent Master Is	suer GBF	P Amounts <sup>5</sup>	
Issue & Class	Currency Swap Provider	Floating Amount		Floating Amount Exchange Amount		Floating Amount		Exchange Amount	
2010-2 2A	Bank of Scotland plc	USD	3,365,672.92	USD	750,000,000.00	GBP	2,714,060.56	GBP	496,032,000.00
2010-2 3A	Natixis <sup>6</sup>	USD	3,365,672.92	USD	-	GBP	2,738,794.21	GBP	-
2010-2 4A	Natixis	USD	3,365,672.92	USD	-	GBP	2,651,608.09	GBP	-
2011-1 2A1	Bank of Scotland plc	EUR	713,338.89	EUR	-	GBP	1,129,913.76	GBP	-
2011-2 1A3	Bank of Scotland plc	USD	4,977,358.75	USD	-	GBP	4,158,719.23	GBP	-

		Interest Rate Swap	Permane	ent Master Issuer
Issue & Class	Interest Rate Swap Provider	Provider Fixed Amnts <sup>5</sup>		Floating Amnts <sup>5</sup>
2010-1 3A	Bank of Scotland plc	GBP -	GBP	3,090,704.05

<sup>5</sup>Paid in latest waterfall, reported on p11.

 $<sup>^6</sup>$ The 2010-2 3A currency swap was novated from The Royal Bank of Scotland to Natixis on 26 Nov 2013.

## Rating Triggers

Transaction Party	Required Ratings (Fitch / Moody's / S&P)	Consequence of Trigger	Current Ratings (Fitch / Moody's / S&P)
Seller: Bank of Scotland plc	Long Term: BBB / Baa2 / BBB	The Seller shall prepare draft letter of notice to each borrower of the sale and purchase effected by the Mortgage Sale Agreement.	Long Term: A+ / A1 / A
	Long Term: BBB- / Baa3 / BBB-	The Minimum Seller Share will be recalculated as the rating agencies require; The Seller shall give notice to each borrower of the sale and purchase effected by the Mortgage Sale Agreement; Loan assignments or assignations (as appropriate) to be perfected.	Long Term: A+/A1/A
	Long Term: - / A3 / A-	Establishment of the Funding 2 Liquidity Reserve Fund, unless the relevant rating agency confirms the then current ratings of the notes are not affected.	Long Term: A+ / A1 / A
Funding 2 Swap Provider: Bank of Scotland plc	Short Term: F1 / - / A-1 Long Term: A / A3 / A Short Term:	Requirement to post collateral, replace the Funding 2 Swap Provider or obtain a guarantee of the Funding 2 Swap Provider's obligations or take such other action as is required to maintain the rating of the notes by the relevant rating agency.  Requirement to replace the Funding 2 Swap Provider or obtain a guarantee of the Funding 2	Short Term: F1 / P-1 / A-1 Long Term: A+ / A1 / A Short Term:
	F3 / - / - Long Term: BBB- / Baa1 / BBB+	Swap Provider's obligations or take such other action as is required to maintain the rating of the notes by the relavant rating agency (and in the interim post collateral).	F1 / P-1 / A-1 Long Term: A+ / A1 / A
Issuing Entity Swap Provider: Bank of Scotland plc	Short Term: F1 / P-1 / A-1 Long Term: A / A2 / A	Requirement to post collateral, replace the Issuing Entity Swap Provider or obtain a guarantee of the Issuing Entity Swap Provider's obligations or take such other action as is required to maintain the rating of the notes by the relevant rating agency.	Short Term: F1 / P-1 / A-1 Long Term: A+ / A1 / A
	Short Term: F3 / - / - Long Term: BBB- / - / -	Requirement to replace the Issuing Entity Swap Provider or obtain a guarantee of the Issuing Entity Swap Provider's obligations or take such other action as is required by the relevant rating agency to maintain the rating of the notes (and in the interim post collateral).	Short Term: F1 / P-1 / A-1 Long Term: A+ / A1 / A
Issuing Entity Swap Provider: Natixis	Short Term: F1 / P-1 / A-1 Long Term: A / A2 / A	Requirement to post collateral, replace the Issuing Entity Swap Provider or obtain a guarantee of the Issuing Entity Swap Provider's obligations or take such other action as is required to maintain the rating of the notes by the relevant rating agency.	Short Term: F1 / P-1 / A-1 Long Term: A / A2 / A
	Short Term: F3 / - / - Long Term: BBB- / - / -	Requirement to replace the Issuing Entity Swap Provider or obtain a guarantee of the Issuing Entity Swap Provider's obligations or take such other action as is required by the relevant rating agency to maintain the rating of the notes (and in the interim post collateral).	Short Term: F1 / P-1 / A-1 Long Term: A / A2 / A
Servicer: Bank of Scotland plc	Short Term: F1 / P-1 / A-1	The Servicer shall use reasonable endeavours to ensure that the title deeds are identified as distinct from the title deeds of other properties and mortgages which do not form part of the mortgage portfolio.	Short Term: F1 / P-1 / A-1
Account Bank: Bank of Scotland plc	Short Term: F1 / P-1 / A-1 Long Term: A / - / A (or A+ if the short term rating is below A-1)	Requirement to close the Funding 2 Bank Accounts, with the exception of, and providing the conditions in Clause 4.8 of the Cash Management Agreement are satisfied, the Funding 2 Collateralised GIC Account, and seek a replacement account bank, unless the relevant rating agency confirms the then current ratings of the notes are not affected or a guarantee of the Account Bank's obligations is obtained.	Short Term: F1 / P-1 / A-1 Long Term: A+ / A1 / A
Account Bank: Bank of Scotland plc	Short Term: F2 / P-2 / A-2 Long Term: BBB- / - / BBB-	Requirement to transfer amounts standing to the credit of the Funding 2 Collateralised GIC Account to the Funding 2 GIC Account and close the Funding 2 Collateralised GIC Account.	Short Term: F1 / P-1 / A-1 Long Term: A+ / A1 / A
Account Bank: Bank of Scotland plc	Short Term: F1 / P-1 / A-1 Long Term: A / - / A	Requirement to close the Mortgages Trustee GIC Account and seek a replacement Account Bank, unless, within 60 days a standby account is opened with a suitably rated stand-by account bank or the relevant rating agency confirms the then current ratings of the notes are not affected or a guarantee of the Account Bank's obligations is obtained.	Short Term: F1 / P-1 / A-1 Long Term: A+ / A1 / A
Account Bank: Bank of Scotland plc	Long Term: BBB- / - / -	Requirement to close the Mortgages Trustee GIC Account and seek a replacement Account Bank, unless the relevant rating agency confirms the then current ratings of the notes are not affected or a guarantee of the Account Bank's obligations is obtained.	Long Term: A+ / A1 / A
Issuing Entity Account Bank: Bank of Scotland plc	Short Term: F1 / P-1 / A-1 Long Term: A / - / A (or A+ if the short term rating is below A-1)	Requirement to close the Issuing Entity bank accounts and seek a replacement Issuing Entity Account Bank, unless the relevant rating agency confirms the then current ratings of the notes are not affected or a guarantee of the Issuing Entity Account Bank's obligations is obtained.	Short Term: F1 / P-1 / A-1 Long Term: A+ / A1 / A

## Non-Rating Triggers

Non-asset Trigger Events

Nature of Trigger	Description of Trigger	Consequence of Non-asset Trigger Event	Trigger occurred?
Insolvency Event	An Insolvency Event in relation to the Seller		N
Substitution of Servicer	The Seller's role as Servicer is terminated and a new servicer is not appointed within 30 days		N
Breach of Minimum Seller Share	IShare	Mortgages Trust Available Principal Receipts will be applied first to Funding 1 and Funding 2 according to their respective shares in the trust until their shares are zero and	N
Breach of required loan balance amount	The outstanding principal balance of the loans comprising the trust property is less than the required amount specified in the latest Final Terms, currently zero.	then to the Seller	N

Asset Trigger Events

Nature of Trigger	Description of Trigger	Consequence of Non-asset Trigger Event	Trigger occurred?
.,,	Principal losses on the loans in the portfolio reach a level causing an amount to be debited to the Funding 2 AAA Principal Deficiency Sub-ledger or the Funding 1 AAA Principal Deficiency Sub-ledger and the debit amount will not be cleared on the next Interest Payment Date	Mortgages Trust Available Principal Receipts will be applied to Funding 1, Funding 2 and the Seller according to their respective shares in the trust until the Funding 1 and Funding 2 shares in the trust are zero and then to the Seller	

Other Triggers

Nature of Trigger	Description of Trigger	Consequence of Trigger	Trigger occurred?
Mortgage Sale Agreement: Breach of these (or any other) conditions under	Loans with an arrears amount which is more than three times the monthly payment due account for more than 5% of the aggregate outstanding principal balance of the Loans in the Mortgages Trust.	Seller unable to sell new portfolio to Mortgages Trustee and requirement for	
Clause 4.2	The product of the weighted average foreclosure frequency (WAFF) and the weighted average loss severity (WALS) of the Loans exceeds the product of the WAFF and WALS of the Loans at the most recent closing date plus 0.25%.	the Seller to repurchase any Loans subject to a Product Switch.	l
	The sale of any New Portfolio or completion of Product Switch does not result in the Fitch Portfolio Tests exceeding the most recently agreed Fitch Portfolio Test Value for each such Fitch Portfolio Test; or Where the above would not be satisfied in respect of any Fitch Portfolio Test, the sale of any New Portfolio or completion of Product Switch does not result in the margin by which the relevant Fitch Portfolio Test is exceeded being greater than the margin by which the Portfolio exceeded the most recently agreed Fitch Portfolio Test Value prior to completion of such sale or Product Switch.		
	The yield of the Loans in the Mortgages Trust is less than three month Sterling LIBOR plus the Minimum Trust Property Yield Margin.		
	The weighted average credit enhancement value as determined by the application of the LTV Test to the Loans exceeds the weighted average credit enhancement value as determined by the application of the LTV Test to the Loans at the most recent closing date plus 0.25%.		
	Loans other than Fixed Rate Loans which yield, post Funding Swap, less than three month Sterling LIBOR plus 0.50% and which have more than two years remaining on their incentive period account for more than 15% of the aggregate outstanding principal balance of the Loans in the Mortgages Trust.		
	Fixed Rate Loans which have more than one year remaining on their incentive period account for more than 50% of the aggregate outstanding principal balance of the Loans in the Mortgages Trust.		

### Cashflows

Revenue receipts and principal receipts are allocated in accordance with 'The Mortgages Trust' and 'Cashflows' sections of the Base Prospectus. Briefly, on a monthly basis Mortgages Trust Revenue Receipts are allocated on a pro-rata basis between Funding 1, Funding 2 and the Seller based upon their respective shares in the Trust and Mortgages Trust Principal Receipts are allocated first on a pro-rata basis between Funding 1 and Funding 2 based upon their respective shares in the Trust and their ou tstanding cash accumulation requirements, until their requirements have been satisfied, and then to the Seller. On a quarterly basis, Funding 2 will distribute its receipts to the Master Issuer and in turn the issuing entity will distribute its respective receipts to the noteholders, via the paying agents and issuing entity swap providers.

### Mortgages Trust Waterfall 3 Jul 2015

Mortgages Trust Revenue Receipts	£	52,424,936.89	Mortgages Trust Principal Receipts	£	268,615,665.43
<u>Distribution</u>					
Amounts due to the Servicer	£	746,100.61	Paid to Funding 1	£	-
Other amounts due	£	18.00	Paid to Funding 2	£	268,615,665.43
Paid to Funding 1	£	-	Paid to the Seller	£	-
Paid to Funding 2	£	25,310,991.92			
Paid to the Seller	£	26,367,826.36			
	£	52,424,936.89		£	268,615,665.43
Funding 2 Waterfall 15 Jul 2015					
Funding 2 Available Revenue Receipts			Funding 2 Available Principal Receipts		
All Mortgages Trust Revenue Receipts distributed	£	78.509.701.41	All Mortgages Trust Principal Receipts distributed	£	746,329,152.67
Amounts paid by the Seller to Funding 2	£	94,824.52	Funding 2 Principal on Cash Accumulation Ledger	£	496,032,000.00
Interest on the Funding 2 bank accounts	£	1,268,393.92	Amounts to be credited to PDL	£	80,495.91
Amounts received under the Funding 2 Swap	£	-	Amounts made available from General Reserve	£	-
Amounts standing to credit General Reserve	£	405,000,000.00	Amounts made available from Liquidity Reserve	£	-
Amounts made available from Yield Reserve	£	-	Any other amount on Funding 2 Principal Ledger	£	216,173,377.12
Amounts made available from Liquidity Reserve	£	-	, , , , , ,		, ,
Amount start-up loan not required for issue costs	£	_			
Amount start up toan not required for issue costs	£	484,872,919.85		£	1,458,615,025.70
<u>Distribution</u>		484,872,919.85		£	1,458,615,025.70
·		484,872,919.85	Towards replenishment General Reserve	£	1,458,615,025.70
<u>Distribution</u>	£	484,872,919.85 - 638,096.97	Towards replenishment General Reserve CR Liquidity Reserve Fund to required amount		1,458,615,025.70 - -
Distribution  Trustee and Agent fees	£	-	·	£	1,458,615,025.70 - - 496,032,000.00
Distribution  Trustee and Agent fees Amounts due to the Master Issuer	£££	-	CR Liquidity Reserve Fund to required amount	£	- - -
Distribution  Trustee and Agent fees Amounts due to the Master Issuer Other senior fees	£ £ £	638,096.97	CR Liquidity Reserve Fund to required amount Towards redeeming AAA Loan Tranches	£ £	- - -
Distribution  Trustee and Agent fees Amounts due to the Master Issuer Other senior fees Amounts due to the Cash Manager	£ £ £ £	638,096.97	CR Liquidity Reserve Fund to required amount Towards redeeming AAA Loan Tranches Towards redeeming AA Loan Tranches	£ £ £	- - -
Distribution  Trustee and Agent fees Amounts due to the Master Issuer Other senior fees Amounts due to the Cash Manager Amounts due to the Corporate Services Provider	£ £ £ £	638,096.97 468,883.93	CR Liquidity Reserve Fund to required amount Towards redeeming AAA Loan Tranches Towards redeeming AA Loan Tranches Towards redeeming A Loan Tranches	£ £ £	- - -
Distribution  Trustee and Agent fees Amounts due to the Master Issuer Other senior fees Amounts due to the Cash Manager Amounts due to the Corporate Services Provider Amounts payable under the Funding 2 Swap	£ £ £ £ £	638,096.97 - 468,883.93 - 24,459,593.06	CR Liquidity Reserve Fund to required amount Towards redeeming AAA Loan Tranches Towards redeeming AA Loan Tranches Towards redeeming A Loan Tranches Towards redeeming BBB Loan Tranches	£ £ £	- - 496,032,000.00 - - -
Distribution  Trustee and Agent fees Amounts due to the Master Issuer Other senior fees Amounts due to the Cash Manager Amounts due to the Corporate Services Provider Amounts payable under the Funding 2 Swap Interest on AAA non-Yield Reserve Loan Tranches	£ £ £ £ £	638,096.97 	CR Liquidity Reserve Fund to required amount Towards redeeming AAA Loan Tranches Towards redeeming AA Loan Tranches Towards redeeming A Loan Tranches Towards redeeming BBB Loan Tranches CR Cash Accumulation Ledger	£ £ £ £	- - 496,032,000.00 - - -
Distribution  Trustee and Agent fees Amounts due to the Master Issuer Other senior fees Amounts due to the Cash Manager Amounts due to the Corporate Services Provider Amounts payable under the Funding 2 Swap Interest on AAA non-Yield Reserve Loan Tranches Towards Yield Reserve Primary Loan Interest Amt	£ £ £ £ £ £ £ £	638,096.97 	CR Liquidity Reserve Fund to required amount Towards redeeming AAA Loan Tranches Towards redeeming AA Loan Tranches Towards redeeming A Loan Tranches Towards redeeming BBB Loan Tranches CR Cash Accumulation Ledger	£ £ £ £	- - 496,032,000.00 - - -
Distribution  Trustee and Agent fees Amounts due to the Master Issuer Other senior fees Amounts due to the Cash Manager Amounts due to the Corporate Services Provider Amounts payable under the Funding 2 Swap Interest on AAA non-Yield Reserve Loan Tranches Towards Yield Reserve Primary Loan Interest Amt Interest on AA Loan Tranches Interest on A Loan Tranches Interest on BBB Loan Tranches	£ £ £ £ £ £ £ £ £	638,096.97 468,883.93 24,459,593.06 3,185,405.14 28,953,600.70	CR Liquidity Reserve Fund to required amount Towards redeeming AAA Loan Tranches Towards redeeming AA Loan Tranches Towards redeeming A Loan Tranches Towards redeeming BBB Loan Tranches CR Cash Accumulation Ledger	£ £ £ £	- - 496,032,000.00 - - -
Distribution  Trustee and Agent fees Amounts due to the Master Issuer Other senior fees Amounts due to the Cash Manager Amounts due to the Corporate Services Provider Amounts payable under the Funding 2 Swap Interest on AAA non-Yield Reserve Loan Tranches Towards Yield Reserve Primary Loan Interest Amt Interest on AA Loan Tranches Interest on A Loan Tranches Interest on BBB Loan Tranches CR to General Reserve Fund to required amount	£ £ £ £ £ £ £ £ £ £	638,096.97 468,883.93 24,459,593.06 3,185,405.14 28,953,600.70	CR Liquidity Reserve Fund to required amount Towards redeeming AAA Loan Tranches Towards redeeming AA Loan Tranches Towards redeeming A Loan Tranches Towards redeeming BBB Loan Tranches CR Cash Accumulation Ledger	£ £ £ £	- - 496,032,000.00 - - -
Distribution  Trustee and Agent fees Amounts due to the Master Issuer Other senior fees Amounts due to the Cash Manager Amounts due to the Corporate Services Provider Amounts payable under the Funding 2 Swap Interest on AAA non-Yield Reserve Loan Tranches Towards Yield Reserve Primary Loan Interest Amt Interest on AA Loan Tranches Interest on A Loan Tranches CR to General Reserve Fund to required amount Towards a credit to the Z Loan PDL	£ £ £ £ £ £ £ £ £ £ £ £ £ £ £ £ £ £ £	638,096.97 468,883.93 	CR Liquidity Reserve Fund to required amount Towards redeeming AAA Loan Tranches Towards redeeming AA Loan Tranches Towards redeeming A Loan Tranches Towards redeeming BBB Loan Tranches CR Cash Accumulation Ledger	£ £ £ £	- - 496,032,000.00 - - -
Distribution  Trustee and Agent fees Amounts due to the Master Issuer Other senior fees Amounts due to the Cash Manager Amounts due to the Corporate Services Provider Amounts payable under the Funding 2 Swap Interest on AAA non-Yield Reserve Loan Tranches Towards Yield Reserve Primary Loan Interest Amt Interest on AA Loan Tranches Interest on A Loan Tranches Interest on BBB Loan Tranches CR to General Reserve Fund to required amount Towards a credit to the Z Loan PDL Interest on Z Loans	£ £ £ £ £ £ £ £ £ £ £ £ £ £ £ £ £ £ £	638,096.97 468,883.93 - 24,459,593.06 3,185,405.14 28,953,600.70 - 2,084,436.03 - 405,000,000.00 80,495.91 9,351,776.42	CR Liquidity Reserve Fund to required amount Towards redeeming AAA Loan Tranches Towards redeeming AA Loan Tranches Towards redeeming A Loan Tranches Towards redeeming BBB Loan Tranches CR Cash Accumulation Ledger	£ £ £ £	- - 496,032,000.00 - - -
Distribution  Trustee and Agent fees Amounts due to the Master Issuer Other senior fees Amounts due to the Cash Manager Amounts due to the Corporate Services Provider Amounts payable under the Funding 2 Swap Interest on AAA non-Yield Reserve Loan Tranches Towards Yield Reserve Primary Loan Interest Amt Interest on AA Loan Tranches Interest on A Loan Tranches Interest on BBB Loan Tranches CR to General Reserve Fund to required amount Towards a credit to the Z Loan PDL Interest on Z Loans Other amounts due to Master Issuer	£	638,096.97 468,883.93 - 24,459,593.06 3,185,405.14 28,953,600.70 - 2,084,436.03 - 405,000,000.00 80,495.91 9,351,776.42 3,711.91	CR Liquidity Reserve Fund to required amount Towards redeeming AAA Loan Tranches Towards redeeming AA Loan Tranches Towards redeeming A Loan Tranches Towards redeeming BBB Loan Tranches CR Cash Accumulation Ledger	£ £ £ £	- - 496,032,000.00 - - -
Distribution  Trustee and Agent fees Amounts due to the Master Issuer Other senior fees Amounts due to the Cash Manager Amounts due to the Corporate Services Provider Amounts payable under the Funding 2 Swap Interest on AAA non-Yield Reserve Loan Tranches Towards Yield Reserve Primary Loan Interest Amt Interest on AA Loan Tranches Interest on ABB Loan Tranches Interest on BBB Loan Tranches CR to General Reserve Fund to required amount Towards a credit to the Z Loan PDL Interest on Z Loans Other amounts due to Master Issuer Payment to Funding 2 in respect of profit	£	638,096.97 468,883.93 24,459,593.06 3,185,405.14 28,953,600.70 - 2,084,436.03 405,000,000.00 80,495.91 9,351,776.42 3,711.91 48,487.29	CR Liquidity Reserve Fund to required amount Towards redeeming AAA Loan Tranches Towards redeeming AA Loan Tranches Towards redeeming A Loan Tranches Towards redeeming BBB Loan Tranches CR Cash Accumulation Ledger	£ £ £ £	- - 496,032,000.00 - - -
Distribution  Trustee and Agent fees Amounts due to the Master Issuer Other senior fees Amounts due to the Cash Manager Amounts due to the Corporate Services Provider Amounts payable under the Funding 2 Swap Interest on AAA non-Yield Reserve Loan Tranches Towards Yield Reserve Primary Loan Interest Amt Interest on AA Loan Tranches Interest on A Loan Tranches Interest on BBB Loan Tranches CR to General Reserve Fund to required amount Towards a credit to the Z Loan PDL Interest on Z Loans Other amounts due to Master Issuer Payment to Funding 2 in respect of profit Amounts due under the Start-up Loans	£	638,096.97 468,883.93 - 24,459,593.06 3,185,405.14 28,953,600.70 - 2,084,436.03 - 405,000,000.00 80,495.91 9,351,776.42 3,711.91	CR Liquidity Reserve Fund to required amount Towards redeeming AAA Loan Tranches Towards redeeming AA Loan Tranches Towards redeeming A Loan Tranches Towards redeeming BBB Loan Tranches CR Cash Accumulation Ledger	£ £ £ £	- - 496,032,000.00 - - -
Distribution  Trustee and Agent fees Amounts due to the Master Issuer Other senior fees Amounts due to the Cash Manager Amounts due to the Corporate Services Provider Amounts payable under the Funding 2 Swap Interest on AAA non-Yield Reserve Loan Tranches Towards Yield Reserve Primary Loan Interest Amt Interest on AA Loan Tranches Interest on ABB Loan Tranches Interest on BBB Loan Tranches CR to General Reserve Fund to required amount Towards a credit to the Z Loan PDL Interest on Z Loans Other amounts due to Master Issuer Payment to Funding 2 in respect of profit	£	638,096.97 468,883.93 24,459,593.06 3,185,405.14 28,953,600.70 - 2,084,436.03 405,000,000.00 80,495.91 9,351,776.42 3,711.91 48,487.29	CR Liquidity Reserve Fund to required amount Towards redeeming AAA Loan Tranches Towards redeeming AA Loan Tranches Towards redeeming A Loan Tranches Towards redeeming BBB Loan Tranches CR Cash Accumulation Ledger	£ £ £ £	- - 496,032,000.00 - - -

## Master Issuer Waterfall 15 Jul 2015

Master Issuer Revenue Receipts			Master Issuer Principal Receipts		
Interest received in respect of Loan Tranches	£	37,119,104.51	Principal repaid by Funding 2 per Master ICL	£	496,032,000.00
Fees received under Master Intercompany Loan	£	641,808.88			
Interest on the Master Issuer bank accounts	£	222.88			
Any other net income	£	-			
	£	37,761,136.27		£	496,032,000.00
<u>Distribution</u>	'	_		<u></u>	_
Trustee and Agent fees	£	72,854.40	Amounts due to swap providers re Class A Notes	£	496,032,000.00
Other senior fees	£	80,728.08	Principal due on Class A Notes	£	-
Amounts due to the Cash Manager	£	468,883.93	Amounts due to swap providers re Class B Notes	£	-
Amounts due to the Corporate Services Provider	£	15,630.56	Principal due on Class B Notes	£	-
Amounts due to swap providers re Class A Notes	£	16,483,799.90	Amounts due to swap providers re Class M Notes	£	-
Interest due on Class A Notes	£	18,550,868.58	Principal due on Class M Notes	£	-
Amounts due to swap providers re Class B Notes	£	-	Amounts due to swap providers re Class C Notes	£	-
Interest due on Class B Notes	£	-	Principal due on Class C Notes	£	-
Amounts due to swap providers re Class M Notes	£	-			
Interest due on Class M Notes	£	2,084,436.03			
Amounts due to swap providers re Class C Notes	£	-			
Interest due on Class C Notes	£	-			
Balance to the Master Issuer	£	3,934.79			
	£	37,761,136.27		£	496,032,000.00

#### **Key Counterparties**

Issuing Entities Permanent Master Issuer plc (Master Issuer),
Mortgages Trustee Permanent Mortgages Trustee Limited

Depositors Permanent Funding (No. 1) Limited (Funding 1), Permanent Funding (No. 2) Limited (Funding 2)

may or may not be the same type as the primary product holding.

Seiler Bank of Scotland plc
Servicer Bank of Scotland plc
Cash Manager Bank of Scotland plc
Account Bank Bank of Scotland plc
Issuing Entity Account Bank Bank of Scotland plc

Security & Note Trustee The Bank of New York Mellon

Agent Bank & Paying Agent(s) Citibank, N.A.
Funding 2 Swap Provider Bank of Scotland plc
Issuing Entity Swap Bank of Scotland plc

Providers Natixis

#### Glossary

Type of Loan

Capitalised arrears Arrears of interest may be capitalised with the agreement of the borrower once a borrower has made six consecutive scheduled payments of at least the contractual amount. The Constant Prepayment Rate (CPR) is an annualised percentage reflecting the amount of principal prepaid in excess of scheduled principal Constant Prepayment Rate receipts. CPR is currently unavailable. Current LTV is calculated using the latest Indexed Valuation held in the Seller's records Current LTV Indexed Valuation Indexation is applied quarterly in January, April, July and October to property valuations using the Halifax House Price Index. A loan is defined as being in default when the property relating to that loan has been taken into possession. Defaulted Loan Excess Spread Excess Spread (%) is calculated by dividing the annual equivalent of the remaining Available Revenue Receipts after crediting the General Reserve Fund into the weighted average principal amount outstanding of the notes during the Interest Period. Months in arrears The amount of arrears divided by the current payment due. The arrears table on page 1 includes repossessions. Mortgage Account A mortgage account consists of one or more loans secured, by way of equal ranking first charge, on the same property and thereby forming a single mortgage account. Original LTV LTV at origination has been calculated using the valuation at origination of the initial loan in a mortgage account, where this is still held in the Seller's records. Where this original valuation is no longer held, the latest valuation has been used in the calculation. Any fees added to the initial loan at origination have been excluded from the calculation. Outstanding principal balance The aggregate principal balance of the loans including (without double counting) the initial advance, any further advance, any flexible loan drawing, capitalised expenses, capitalised arrears and capitalised interest less any prepayments, repayments or payments of the foregoing prior to the relevant date, plus accrued interest on the loans as at the relevant date. Principal Payment Rate Monthly PPR reflects the aggregate of scheduled and unscheduled principal receipts, including the proceeds from any loan repurchases by the Seller. It should be noted that in reports prior to November 2011, this was labelled CPR. Region Reported regions are NUTS1 classifications. NUTS is Nomenclature of Units for Territorial Statistics. Scheduled Maturity Date The date or dates when principal is scheduled to be repaid on bullet and scheduled amortisation notes and from when principal becomes payable on pass-through notes. Seasoning Seasoning is reported on an aggregated basis for each mortgage account. It is calculated using the origination date of the original loan in the mortgage account and ignores any subsequent loans in the mortgage account.

The 'Type of loan' and 'Distribution of fixed rate loans' tables have been prepared on the basis of the type of loan applicable to each mortgage accounts primary product holding. In addition to the primary product holding, a mortgage account may have other active product holdings which