TSB Bank plc £5bn Global Covered Bond Programme

Investor Report December 2018

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Administration

Name of issuer	TSB Bank plc
Name of RCB programme	TSB Bank plc £5bn Global Covered Bond Programme
Name, job title and contact details of person validating this form	Steve Vance, Head of Secured Funding, steve.vance@tsb.co.uk
Date of form submission	21 January 2019
Start Date of reporting period	01 December 2018
End Date of reporting period	31 December 2018
Web links - prospectus, transaction documents, loan-level data	http://www.tsb.co.uk/investors/debt-investors/covered-bonds/

Counterparties, Ratings

	Counterparty/ies		Fitch		Moody's	S&P	
		Rating trigger	Current rating	Rating trigger	Current rating	Rating trigger	Current rating
Covered bonds		na	na	na	Aaa	na	na
Issuer	TSB Bank plc	na	na	na	(LT) Baa2 (Snr unsec), A3(cr) & (ST) P-2(Snr unsec), P-2(cr)	na	na
Seller(s)	TSB Bank plc	na	na	na	(LT) Baa2 (Snr unsec), A3 (cr) & (ST) P-2(Snr unsec), P-2(cr)	na	na
Account bank	HSBC Bank plc	na	na	(LT) A2 & (ST) P-1	(LT) Aa3 & (ST) P-1	na	na
Stand-by account bank	None	na	na	na	na	na	na
Servicer(s)	TSB Bank plc	na	na	Ba2 (cr)	(LT) Baa2 (Snr unsec), A3 (cr) & (ST) P-2(Snr unsec),P-2(cr)	na	na
Cash manager(s)	TSB Bank plc	na	na	Ba2 (cr)	(LT) Baa2 (Snr unsec), A3 (cr) & (ST) P-2(Snr unsec),P-2(cr)	na	na
Swap provider(s) on cover pool	TSB Bank plc	na	na	A3 (cr) ⁽¹⁾	(LT) Baa2 (Snr unsec), A3 (cr) & (ST) P-2(Snr unsec),P-2(cr)	na	na
Stand-by swap provider(s) on cover pool	None	na	na	na	na	na	na
Swap notional amount(s) (GBP)(2)	£ 1,319,061,674						
Swap notional maturity/ies ⁽²⁾	na						
LLP receive rate/margin ⁽²⁾	2.07%						

Accounts, Ledgers (20)

Collateral posting amount(s) (GBP)(2)

	Value as of End Date of reporting period	Value as of Start Date of reporting period	Targeted Value
Revenue receipts		na	na na
Revenue Receipts (on the Loans)	£ 2,869,	666 na	na na
Bank Interest	£ 9,	028 na	na na
Excess amount released from Reserve Fund	£	- na	na na
Available Revenue Receipts	£ 2,878,	694 na	na na
Senior fees (including Cash Manager & Servicer)	£ 144,	112 na	na na
Amounts due under cover pool swap	£ 484,	531 na	na na
Amounts due under Intercompany Loan	£ 403,	966 na	na na
Amounts added to Reserve Fund	£ 77,	195 na	na na
Deferred Consideration	£ 1,768,	890 na	na na
Members' profit	£	- na	na na
Total distributed	£ 2,878,	694 na	na na
Principal receipts	£	- na	na na
Principal Receipts (on the Loans)	£ 25,130,	033 na	na na
Any other amount standing to credit Principal Ledger	£	- na	na na
Cash Capital Contribution from Members	£	- na	na na
Available Principal Receipts	£ 25,130,	033 na	na na
Total distributed	£ 25,130,	033 na	na na
Reserve ledger	£ 1,089,	815 £ 1,125,903	8 £ 1,089,815
Revenue ledger	£ 2,878,	694 £ 2,006,82	na
Principal ledger	£ 25,130,	033 £ 29,319,27	l na
Pre-maturity liquidity ledger		na na	na na

Asset Coverage Test

	Value	Description ⁽³⁾
A	£ 1,167,003,654	Adjusted Current Balance
В	£ -	Principal collections not yet applied (21)
С	£	Cash Capital Contributions held on Capital Ledger
D	£ -	Substitution assets
E	£	Sales proceeds or Capital Contributions credited to the Pre-Maturity Liquidity Ledger
U	£ -	Supplementary Liquidity Reserve
V	£ -	Collateralised GIC balance
X	£	For set-off risk
Υ	£ -	For redraw capacity
Z	£ 11,802,740	Potential negative carry
Total	£ 1,155,200,915	
Method used for calculating component 'A' (4)	A(b)	
Asset percentage (%)	89.0%	
Maximum asset percentage from Moody's (%)	89.0%	
Credit support as derived from ACT (GBP)	£ 655,200,915	
Credit support as derived from ACT (%)	131.0%	

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Programme-Level Characteristics		
Programme currency		GBP
Programme size		5,000,000,000
Covered bonds principal amount outstanding (GBP, non-GBP		
series converted at swap FX rate)	£	500,000,000
Covered bonds principal amount outstanding (GBP, non-GBP		
series converted at current spot rate)	£	500,000,000
Cover pool balance (GBP)	£	1,311,509,056
Bank account balance (GBP) ⁽⁵⁾	£	29,074,542
Any additional collateral (please specify)		None
Any additional collateral (GBP)	£	<u> </u>
Aggregate balance of off-set mortgages (GBP)	£	-
Aggregate deposits attaching to the cover pool (GBP) ⁽⁶⁾	£	3,199,404
Aggregate deposits attaching specifically to the off-set mortgages		
(GBP)	£	=
Nominal level of overcollateralisation (GBP) ⁽⁷⁾	£	811,509,056
Nominal level of overcollateralisation (%)		162.3%
Number of loans in cover pool (16)		11,581
Average loan balance (GBP) (16)	£	113,247
Weighted average non-indexed LTV (%)		57.2%
Weighted average indexed LTV (%)		50.2%
Weighted average seasoning (months)		56.1
Weighted average remaining term (months)		213.2
Weighted average interest rate (%) (22)		2.61%
Standard Variable Rate(s) (%) (22)		2.75% and 4.24%
Constant Pre-Payment Rate (%, current month)		16.8%
Constant Pre-Payment Rate (%, quarterly average)		15.5%
Principal Payment Rate (%, current month)		20.6%
Principal Payment Rate (%, quarterly average)		19.2%
Constant Default Rate (%, current month) ⁽⁸⁾		na
Constant Default Rate (%, quarterly average) ⁽⁸⁾		na
Fitch Discontinuity Cap (%)	ļ	na
Moody's Timely Payment Indicator		Probable
Moody's Collateral Score (%)		5.0%

Mortgage collections

Mortgage collections (scheduled - interest)	£	2,869,666
Mortgage collections (scheduled - principal)	£	5,397,473
Mortgage collections (unscheduled - interest) (9)		
Mortgage collections (unscheduled - principal)	£	19,732,559

Account Redemptions & Replenishments Since Previous Reporting Date

	Number	% of total number	Amount (GBP)	% of total amount
Account redemptions since previous reporting date	148	1.28%	£ 18,772,761	1.43%
Accounts bought back by seller(s)	4	0.03%	£ 408,573	0.03%
of which are non-performing loans		0.00%		0.00%
of which have breached R&Ws		0.00%		0.00%
Accounts sold into the cover pool	0		£ -	

Product Rate Type and Reversionary Profiles (10) (22)							Weighted average		
	Number	% of total number	Amount (GBP)	% of total amount	Current rate	Remaining teaser period (months)	Current margin ⁽¹¹⁾	Reversionary margin ⁽¹¹⁾	Initial rate(12)
Fixed at origination, reverting to SVR	24	0.10%	992,669	0.08%	5.26%	5.73	5.26%	-	5.26%
Fixed at origination, reverting to HVR	11,532	45.67%	920,546,371	70.19%	2.43%	31.58	2.43%	1.49%	2.43%
Fixed at origination, reverting to Libor	-	0.00%	-	0.00%					
Fixed at origination, reverting to tracker	-	0.00%	-	0.00%					
Fixed for life	4,835	19.15%	11,336,960	0.86%	2.67%	-	2.67%	-	2.67%
Tracker at origination, reverting to SVR	-	0.00%	-	0.00%					
Tracker at origination, reverting to HVR	33	0.13%	3,939,479	0.30%	1.88%	0.74	1.13%	1.49%	1.88%
Tracker at origination, reverting to Libor	-	0.00%	-	0.00%					
Tracker for life	1,040	4.12%	54,666,585	4.17%	1.33%	-	0.58%	-	1.33%
SVR, including discount to SVR	5,182	20.52%	190,871,775	14.55%	2.74%	-	-0.01%	-	2.74%
HVR, including discount to HVR	2,603	10.31%	129,155,217	9.85%	4.24%	-	1.49%	-	4.24%
Libor	-	0.00%	-	0.00%		-	-	-	-
Total	25,249	100.00%	1,311,509,056	100.00%	2.61%	·	•		

Stratifications				
Arrears breakdown ⁽¹³⁾	Number	% of total number	Amount (GBP)	% of total amount
Current	11,499	99.29%	£ 1,303,861,872	99.429
0-1 month in arrears	39	0.34%	£ 3,780,725	0.29%
1-2 months in arrears	22	0.19%	£ 1,960,560	0.15%
2-3 months in arrears	6	0.05%	£ 353,563	0.039
3-6 months in arrears	11	0.09%	£ 1,140,865	0.09%
6-12 months in arrears	4	0.03%	£ 411,472	0.039
12+ months in arrears				
Total	11,581	100.00%	£ 1,311,509,056	100.009

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Current non-indexed LTV	Number	% of total number	Amount (GBP)	% of total amount
)-50%	5,647	48.76%	£ 427,145,378	32.
0-55%	859		£ 112,682,390	8.
5-60%	782	6.75%	£ 108,105,931	8.
0-65%	841	7.26%		9.
5-70%	1,104	9.53%	£ 172,112,619	13.
0-75%	967	8.35%	£ 150,046,554	11.
5-80%	729	6.29%	£ 120,717,237	9.
0-85%	414	3.57%	£ 65,860,724	5
5-90%	181	1.56%	£ 25,669,538	1
0-95%	49		£ 8,863,017	0
5-100%	6		£ 1,199,887	0
00-105%	2	0.02%		0
05-110%				
10-125%				
25%+				
otal	11,581	100.00%	£ 1,311,509,056	100
	.,,,,,,		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	
urrent indexed LTV	Number	% of total number	Amount (GBP)	% of total amount
-50%	7,012	60.55%	£ 614,640,965	78 OF TOTAL ATTIOUTE
			£ 112,542,927	40
0-55%	845			
5-60%	935	8.07%		10
0-65%	936	8.08%		11
5-70%	841	7.26%		10
0-75%	619	5.34%		7
5-80%	305		£ 49,081,237	3
0-85%	80	0.69%	£ 11,865,316	(
5-90%	8		£ 801,161	(
0-95%	0	0.00%	£ -	(
5-100%				
00-105%				
05-110%				
10-125%				
25%+				
otal	11,581	100.00%	£ 1,311,509,056	100
	.,,,,,,		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	
urrent outstanding balance of loan	Number	% of total number	Amount (GBP)	% of total amount
-5,000	90		£ 212,660	(
000-10,000	144	1.24%		(
0,000-25,000	836	7.22%		
5,000-50,000	1,892	16.34%		Ę
0,000-75,000	1,947	16.81%		,
5,000-100,000	1,730		£ 150,231,015	11
00,000-150,000	2,300	19.86%	£ 280,704,037	2.
50,000-200,000	1,113	5.20%		14
00,000-250,000 50,000-300,000	348	3.00%		7
00,000-350,000	185	1.60%		4
50,000-400,000	116	1.00%		
00,000-450,000	84	0.73%	£ 35,536,610	
50,000-500,000	71	0.61%		
00,000-600,000	61		£ 33,265,920	2
00,000-700,000	33		£ 21,020,874	
00,000-800,000	13	0.11%		(
00,000-900,000	13	0.11%	£ 10,970,404	(
00,000-1,000,000	3	0.03%	£ 2,844,269	(
000,000 +	0	0.00%		(
otal	11,581	100.00%	£ 1,311,509,056	100
	,			
egional distribution	Number	% of total number	Amount (GBP)	% of total amount
ast Anglia	326	2.81%	36,301,163	2
ast Midlands	806	6.96%	78,680,255	
ondon	871	7.52%	217,723,214	16
orth	619	5.34%	45,551,682	
orth West	1,300	11.23%	115,679,522	
orthern Ireland	0	0.00%	113,079,322	(
	2,314	19.98%	173,159,538	13
cotland		13.89%		20
outh East	1,609		269,551,411	
outh West	1,062	9.17%	124,381,150	
	343	2.96%	30,520,305	
		11.04%	127.112.171	9
est Midlands	1,279			
/est Midlands orkshire	1,052	9.08%	92,848,646	
est Midlands orkshire			92,848,646	
fest Midlands orkshire otal	1,052 11,581	9.08% 100.00%	92,848,646 £ 1,311,509,056	100
est Midlands ortkshire stal epayment type ⁽¹⁸⁾⁽¹⁴⁾	1,052 11,581 Number	9.08% 100.00% % of total number	92,848,646 £ 1,311,509,056 Amount (GBP)	100 % of total amount
est Midlands ortkshire stal epayment type ⁽¹⁸⁾⁽¹⁴⁾	1,052 11,581	9.08% 100.00%	92,848,646 £ 1,311,509,056	% of total amount
Vest Midlands orkshire orkshire otal epayment type ⁽¹⁰⁾⁽¹⁴⁾ apital repayment	1,052 11,581 Number 22,359	9.08% 100.00% % of total number	92,848,646 £ 1,311,509,056 Amount (GBP)	7 100 % of total amount 84
Vales Vest Midlands Orkshire Otal tepayment type(10)(14) apital repayment art-and-part teterest-only	1,052 11,581 Number	9.08% 100.00% % of total number	92,848,646 £ 1,311,509,056 Amount (GBP) £ 1,112,034,726	% of total amount

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Seasoning ⁽¹⁰⁾	Number	% of total number	Amount (GBP)	% of total amount
0-12 months	136	0.54% £	3,900,333	0.30
12-24 months	709	2.81% £	39,185,505	2.99
24-36 months	8,414	33.32% £	550,066,645	41.94
36-48 months	4,967	19.67% £	314,496,003	23.98
48-60 months	951	3.77% £	41,191,278	3.14
60-72 months	1,065	4.22% £	41,121,341	3.14
72-84 months	1,329	5.26% £	50,543,776	3.85
B4-96 months	1,194	4.73% £	44,340,784	3.38
96-108 months	821	3.25% £	30.581.477	2.33
108-120 months	817	3.24% £	30,666,413	2.34
120-150 months	2.404	9.52% £	100.111.205	7.63
	_,			
150-180 months	1,599		49,990,367	3.81
180+ months	843	3.34% £	15,313,930	1.17
Total	25,249	100.00% £	1,311,509,056	100.00
1-44	Misselven	0/ -f t-t-l	A (ODD)	0/ - 6 + - + - 1 +
Interest payment type ⁽¹⁰⁾ Fixed	Number 16,391	% of total number 64.92% £	Amount (GBP) 932,875,999	% of total amount 71.13
SVR	5,182	20.52% £	190,871,775	14.55
HVR	2,603	10.31% £	129,155,217	9.85
Tracker	1,073	4.25% £	58,606,064	4.47
Other (please specify)		0.00%		0.00
Total	25,249	100.00% £	1,311,509,056	100.00
Loan purpose type	Number	% of total number	Amount (GBP)	% of total amount
Owner-occupied	11,581	100.00% £	1,311,509,056	100.00
Buy-to-let		0.00%		0.00
Second home ⁽¹⁵⁾		0.00%		
Total	11,581	100.00% £	1,311,509,056	0.00 100.00
	,501	100.0070 2	.,511,000,000	.50.00
Income verification type(10)	Number	% of total number	Amount (GBP)	% of total amount
Fully verified	22,182	87.85% £	1,198,315,580	91.37
Fast-track			56,166,160	
	1,353			4.28
Unknown	1,714	6.79% £	57,027,315	4.35
Self-certified				
Total	25,249	100.00% £	1,311,509,056	100.00
Remaining term of Ioan ⁽¹⁰⁾	Number	% of total number	Amount (GBP)	% of total amount
0-30 months	1,049	4.15% £	27,320,650	2.08
30-60 months	1,820	7.21% £	42,084,165	3.21
60-120 months	5,361	21.23% £	168,671,213	12.86
120-180 months	5,818	23.04% £	265,288,927	20.23
180-240 months	4,495	17.80% £	273,289,328	20.84
240-300 months	3,528	13.97% £	270,149,876	20.60
300-360 months	1,986	7.87% £	171,067,550	13.04
360+ months	1,192	4.72% £	93,637,347	7.14
Total	25,249	100.00% £	1,311,509,056	100.00
Employment status ⁽¹⁷⁾	Number	% of total number	Amount (GBP)	% of total amount
Employed	10,117	87.36%	1,125,668,654	85.83
Self-employed	1,226	10.59%	169,045,237	12.89
Jen-employed	84	0.73%		
Unemployed			9,160,312	0.70
Retired	154	1.33%	7,634,853	0.58
Guarantor Other(19)		0.000		
Other(18) Total	0 11,581	0.00% 100.00% £	1,311,509,056	0.00 100.00
TOTAL	11,581	100.00% £	1,511,509,056	100.00
Covered Bonds Outstanding, Associated Derivatives				
Series	2017 - 01			
Issue date	07-Dec-17			
Original rating (Moody's)	Aaa			
	Aaa			
	GBP			
Denomination	Aaa GBP 500,000,000			
Denomination Amount at issuance	GBP 500,000,000			
Denomination Amount at issuance Amount outstanding	GBP 500,000,000 500,000,000			
Denomination Amount at issuance Amount outstanding FX swap rate (rate:£1)	GBP 500,000,000 500,000,000 1.000			
Denomination Amount at issuance Amount outstanding FX swap rate (rate:£1) Maturity type (hard/soft-bullet/pass-through)	GBP 500,000,000 500,000,000 1,000 Soft			
Denomination Amount at issuance Amount outstanding FX swap rate (rate:£1) Maturity type (hard/soft-bullet/pass-through) Scheduled final maturity date	GBP 500,000,000 500,000,000 1,000 Soft 07-Dec-22			
Denomination Amount at issuance Amount outstanding FX swap rate (rate:£1) Maturint type (hard/soft-bullet/pass-through) Scheduled final maturity date Legal final maturity date	GBP 500,000,000 500,000,000 1.000 Soft 07-Dec-22 07-Dec-22			
Denomination Amount at issuance Amount at issuance PX swap rate (rate:£1) Maturit Vipe (hard/soft-bullet/pass-through) Scheduled final maturity date Legal final maturity date SiN	GBP 500,000,000 500,000,000 1.000 Soft 07-Dec-22 07-Dec-22 XS1729158508			
Denomination Amount at issuance Amount outstanding Ex swap rate (rate:£1) Maturint type (hard/soft-bullet/pass-through) Scheduled final maturity date Legal final maturity date SilN SilN Stock exchange listing	GBP 500,000,000 500,000,000 1.000 Solt 07-Dec-22 07-Dec-22 XS1729158508 London			
Denomination Amount at issuance Amount outstanding Ex swap rate (rate:£1) Maturint type (hard/soft-bullet/pass-through) Scheduled final maturity date Legal final maturity date SilN SilN Stock exchange listing	GBP 500,000,000 500,000,000 1,000 Soft 07-Dec-22 07-Dec-22 XS1729158508 London Quarterly			
Denomination Amount at issuance Amount outstanding Fx swap rate (rate:£1) Maturity type (hard/soft-bullet/pass-through) Scheduled final maturity date Legal final maturity date Legal final maturity date Sist Stock exchange listing	GBP 500,000,000 500,000,000 1.000 Solt 07-Dec-22 07-Dec-22 XS1729158508 London			
Denomination Amount at issuance Amount at issuance Amount outstanding FX swap rate (rate:£1) Adultrit type (rate:£1) Scheduled final maturity date Legal final maturity date Issuance Stock exchange listing Coupon payment frequency Coupon payment date	GBP 500,000,000 500,000,000 1,000 Soft 07-Dec-22 07-Dec-22 X\$1729158508 London Quarterly - 7th Mar, Jun, Sep, Dec			
Denomination Amount at issuance Amount at issuance Amount outstanding FX swap rate (rate:£1) Adultrit type (rate:£1) Scheduled final maturity date Legal final maturity date Issuance Stock exchange listing Coupon payment frequency Coupon payment date	GBP 500,000,000 500,000,000 1,000 Soft 07-Dec-22 07-Dec-22 X\$1729158508 London Quarterly - 7th Mar, Jun, Sep, Dec			
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Denomination Amount at issuance Amount outstanding XX swap rate (rate:£1) Adultin's type (nard'soft-bullet/pass-through) Scheduled final maturity date Legal final maturity date the capal final maturity date Legal final maturity date Slock exchange listing Coupon payment frequency Coupon payment date Coupon (rate if fixed, margin and reference rate if floating) Margin payable under extended maturity period (%)	GBP 500,000,000 500,000,000 1,000 Soft 07-Dec-22 07-Dec-22 XS1729158508 London Quarterly Quarterly - 7th Mar, Jun, Sep, Dec 3M GBP Libor + 0,24% 1M GBP Libor + 0,24%			
Denomination Amount at issuance Amount at issuance Amount outstanding FX swap rate (rate:£1) Maturity type (hard/soft-bullet/pass-through) Scheduled final maturity date Legal final maturity date Legal final maturity date Sinok exchange listing Coupon payment frequency Coupon payment frequency Coupon for (rate if fixed, margin and reference rate if floating) Margin payable under extended maturity period (%) Swap counterparty/ies	GBP 500,000,000 500,000,000 1,000 Soft 07-Dec-22 07-Dec-22 XS1729158508 London Quarterly Quarterly Agray Jun, Sep, Dec 3M GBP Libor + 0,24% 1M GBP Libor + 0,24% TSB Bank plc			
Denomination Amount at issuance Amount at issuance Amount outstanding FX swap rate (rate:£1) Maturity type (hard/soft-bullet/pass-through) Scheduled final maturity date Legal final maturity date Legal final maturity date Sinok exchange listing Coupon payment frequency Coupon payment frequency Coupon for (rate if fixed, margin and reference rate if floating) Margin payable under extended maturity period (%) Swap counterparty/ies	GBP 500,000,000 500,000,000 1,000 Soft 07-bec-22 07-bec-22 XS1729158508 London Quarterly Quarterly Quarterly Thh Mar, Jun, Sep, Dec 3M GBP Libor + 0,24% 1M GBP Libor + 0,24% TSB Bank plc GBP			
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LLP pay rate/margin Collateral posting amount

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Programme triggers

Event (please list all triggers)	Summary of Event	Moody's Rating Trigger (Moody's short-term, long- term, cr)	Trigger breached (yes/no)
Set-Off Risk Protection	Set-Off Risk protection built into Asset Coverage Test.	A3 (CR)	no
Reserve Fund	Available Revenue Receipts (after payments of higher ranking items in the Revenue Priority of Payments) credited to the Reserve Fund up to an amount equal to the Reserve Fund Required Amount.	P-1 (CR)	yes
Pre-Maturity Test	Fund the Pre-Maturity Ledger if the Final Maturity Date of any Series of Hard Bullet Covered Bonds occurs within 6 and 12 months from the relevant Pre-Maturity Liquidity Test Date.	A1 at 6 months / P-1 at 12 months (CR)	yes
Account Bank Replacement	Replace or guarantee Account Bank within 60 days or take such other reasonable actions as may be required to ensure that the then current rating of the bonds are not adversely affected.	A2 (LTSU) or P-1 (STSU)	no
Swap Counterparty	Requirement to post collateral, transfer obligations to a suitably rated replacement swap provider, procure another suitably rated entity to become a co-obligor or guarantor or other actions as may be agreed with the relevant agency in order to maintain or restore (as applicable) the ratings of the covered bonds). The ratings shown are the first level of triggers. Other triggers exist at lower levels with further consequences.	A3 (CR)	no
ACT Testing Frequency	Asset Monitor, subject to receipt of the relevant information from the Cash Manager, required to conduct monthly ACT tests following each Calculation Date.	Baa3 (CR)	no
Swap Collateral Account Bank	Replace or guarantee Swap Collateral Account Bank within 60 days or take such other reasonable actions as may be required to ensure that the then current rating of the bonds are not adversely affected.	A3 (LTSU) or P-2 (STSU)	no
Back Up Servicer Appointment	Best endeavours to enter into a back up master servicing agreement with a third party within 60 days. Based on Back Up Servicer Facilitator being in place at outset.	Baa3 (CR)	no
Servicer Replacement	Servicer to be replaced by Back up Servicer within 60 calendar days of the breach.	Ba2 (CR)	no
Back Up Cash Manager Appointment	The Cash Manager will use best endeavours to enter into a back up cash management agreement with a suitably experienced third party. Based on Back Up Cash Manager Facilitator being in place at outset.	Baa3 (CR)	no
Cash Manager Replacement	Cash Manager to be replaced by Back Up Cash Manager within 30 days following breach.	Ba2 (CR)	no
Perfection	Transfer of title to the Loans to the LLP.	Baa3 (CR)	no

Non-Rating Triggers

Event	Description of Trigger	Consequence if Trigger Breached
Issuer Event of Default	Any of the conditions, events or acts provided in Condition 9.1 of the Prospectus (Issuer Events of Default) occur.	Bond Trustee serves Notice to Pay on LLP under Covered Bond Guarantee LLP takes over payment obligations on Bonds as they become due All cash collected for benefit of Secured Creditors, including investors and distributed in accordance with the Guarantee Priority of Payments
Interest Rate Shortfall Test	Failure of Interest Rate Shortfall Test	Within one business day, give written notice to the LLP, the Seller and the Security Trustee of the amount of such Interest Rate Shortfall and of the relevant Discretionary Rates or margins applicable which would need to be set in order for no Interest Rate Shortfall to arise and the Interest Rate Shortfall Test to be met
Asset Coverage Test	Failure of the Asset Coverage Test	If an Asset Coverage Test Breach Notice has been served and not revoked on or before the third Calculation Date after service of such Asset Coverage Test Breach Notice, then an Issuer Event of Default shall occur
LLP Event of Default	Any of the conditions, events or acts provided in Condition 9.2 of the Prospectus (LLP Events of Default) occur.	Covered Bonds and Guarantee accelerated LLPs assets are liquidated by the Security Trustee for the benefit of Secured Creditors, including the investors Proceeds from the liquidation of the LLP's assets are distributed to Secured Creditors, including bondholders Amounts due to TSB under the Term Advances are subordinated
Yield Shortfall Test	Failure of Yield Shortfall Test	Within one business day, give written notice to the LLP, the Seller and the Security Trustee of the amount of the shortfall and of the Discretionary Rates or margins applicable which would (taking into account the applicable Mortgage Conditions), in the Servicer's reasonable opinion, need to be set in order for no shortfall to arise and the Yield Shortfall Test to be met
Amortisation Test	Failure of the Amortisation Test	Constitutes an LLP Event of Default which if not cured, triggers an acceleration of the bonds

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Glossary:

	Arrears are calculated in accordance with standard market practice in the UK. A mortgage is identified as being in arrears when, on any due date, the overdue amounts which were due on previous due dates equal, in the aggregate, one or more full monthly payments. The making an arrears determination, the service recluciates as of the date of determination fless the aggregate amount of all authorised underpayments made by such borrower up to such date of determination) and the sum of all payments actually made by that borrower up to that date of determination. If the result arrived at by dividing that difference (if any) by the amount of the required monthly payment equals or exceeds 1 the account is deemed to be in arrears. Arrears classification is determined beased on the number of equivalent full current monthly payments (but for which the aggregate of missed payments is less than 3 monthly payments) would be classified as being 2 to <3 monthly an arrears, and so on.
, , , , , , , , , , , , , , , , , , , ,	Monthly CPR on any portfolio calculation date means the total unscheduled principal receipts received during the period of one month ending on that calculation date divided by the aggregate current balance of the loans comprised in the portfolio as at the immediately preceding calculation date. Unscheduled Principal Repayments comprise payments from TSB repayments from TSB repayments on the portfolio, and capital repayments and redemptions other than those received at the expected term end date of the loan. These are annualised using the formula: 1-(f1-M)/Y2) where M is the monthly CPR expressed as a percentage. Where there has been portfolio transfers within the month, CPR is calculated on a weighted average basis.
, , , , , , , , , , , , , , , , , , , ,	Monthly PPR on any portfolio calculation date means the total scheduled and unscheduled principal receipts received during the period of one month ending on that calculation date divided by the aggregate current balance of the loans comprised in the portfolio as at the immediately preceding portfolio calculation date. Where there has been portfolio transfers within the month, PPR is calculated on a weighted average basis. These are annualised using the formula: 1-((1-M)^12) where M is the monthly PPR expressed as a percentage.
Quarterly Average CPR/PPR	The average of the three most recent monthly annualised CPR / PPR expressed as a percentage.
	Means, in relation to any loan at any date, the aggregate balance of the loan at such date (but avoiding double counting) including: (a) the Initial Advance; (b) any increase in the principal amount of a loan due to any further advance; (c) capitalised expenses; (d) capitalised expenses; (d) capitalised interest; arrears of interest, each, premium or payment due and owing by the borrower which have not yet been capitalised (including accrued interest, arrears of interest, high loan-to-value fees, insurance premiums, booking fees and valuation fees), in each case, relating to such loan less all prepayments, repayments of any of the foregoing made on or prior to such date, and, in relation to the portfolio, the aggregate of the Current Balances of each loan in the portfolio.
Mortgage Collections	All cash receipts on a mortgage within the portfolio excluding monies paid by TSB in respect of loans repurchased from the portfolio.
Non-indexed LTV	The aggregate current balance of all sub-loans within a mortgage account divided by the value of the property securing the loans in that mortgage account at the date of the latest lending.
Loan Seasoning	The number of months since the date of origination of the sub-loan.
Remaining Term	The number of remaining months of the term of each sub-loan.
	The aggregate current balance of all sub-loans within a mortgage account divided by the indexed valuation of the property securing the loans in that mortgage account at the reporting date.
Indexed Valuation	Indexation is applied on a regional basis to property valuations on a quarterly basis in January, April, July and October of each year using the Halifax House Price Index published by Markit Group Limited.
Geographic Analysis	The geographic analysis is prepared based on the Economic Planning Regions.
Weighted Average (WA)	Unless otherwise stated all weighted average calculations are weighted by current balance.

Footnotes:

- (1) The reported trigger disclosed is the next trigger point there may be subsequent triggers and these are detailed in the relevant swap agreement.
- (2) The data relates only to the cover pool swaps and excludes the covered bond swaps.
- (3) For full description of requirements please refer to the Prospectus.
- (4) A(a) is calculated as the lower of (i) the current balance of the loan, and (ii) the indexed valuation of the loan multiplied by 0.75 for non-defaulted loans, 0.4 for defaulted loans with iLTV<=75%, 0.25 for defaulted loans with iLTV>75%.
- A(b) is calculated as the Asset Percentage multiplied by the lower of (i) the current balance of the loan, and (ii) the indexed valuation of the loan multiplied by 1 for non-defaulted loans, 0.4 for defaulted loans with iLTV<=75%, 0.25 for defaulted loans with iLTV>75%.
- (5) The bank account balance has been adjusted to include cash from assets collected on the last day of the month and passed to the LLP on the first day of the following month.
- (6) The balance reported is the amount required to be posted under item X (Set off risk) of the Asset Coverage Test.
- (7) The nominal level of over collateralisation includes cash held on the principal ledger, excluding any waterfall distributions back to the seller in the next calendar month.
- (8) The Constant Default Rate is not applicable to revolving programmes.
- (9) Unscheduled interest is recorded as 'not reported' as all unscheduled collections are treated as principal.
- (10) The data in these tables have been calculated at loan level. All other stratification tables are calculated at account level. 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.
- (11) Margins are reported based on the index rate, therefore fixed are reported at the fixed rate, trackers are reported over BBR (0.75%) and variable over SVR (2.75%).
- (12) The initial rate is considered to be the same as the current rate.
- (13) The Arrears breakdown table excludes accounts in possession.
- (14) The analysis of Repayment Type has been performed at loan level and therefore there are no balances shown as part-and-part.
- (15) Data on second homes has not historically been collected / retained on the TSB system.
- (16) Reported at the account level. 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.
- (17) In the case of joint accounts the employment status disclosed is that of the first named borrower and does not reflect the status of other borrowers named on the same account.
- (18) This category includes historical accounts where data was not captured on the system.
- (19) The date stated is the legal final maturity date as it applies to the Issuer, however the extended final maturity date as it applies to the LLP is 12 months following this date.
- (20) The waterfall reported is that which will be made in the next calendar month. Ledger balances are reported as at month end, before distribution of revenue and principal receipts.
- (21) Item B of the Asset Coverage Test excludes principal balances distributed back to the Seller in the next calendar month