# TSB Bank plc £5bn Global Covered Bond Programme

# Investor Report September 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	22 October 2018
Start Date of reporting period	01 September 2018
End Date of reporting period	30 September 2018
Web links - prospectus, transaction documents, loan-level data	http://www.tsb.co.uk/investors/debt-investors/covered-bonds/

## Counterparties, Ratings

		Counterparty/ies		itch		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) <sup>(1)</sup>	(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)	£ 695,540,324							
Swap notional maturity/ies <sup>(2)</sup>	na							
LLP receive rate/margin <sup>(2)</sup>	2.09%							
LLP pay rate/margin <sup>(2)</sup>	2.63%							

### Accounts, Ledgers (2

	Value as of End Date of reportir period		s of Start Date of g period	Targeted Value
Revenue receipts			na	na
Revenue Receipts (on the Loans)	£ 1,52	7,089	na	na
Bank Interest	£	4,954	na	na
Excess amount released from Reserve Fund	£	-	na	na
Available Revenue Receipts	£ 1,53	2,043	na	na
Senior fees (including Cash Manager & Servicer)	£ 6	1,708	na	na
Amounts due under cover pool swap	£ 28	8,961	na	na
Amounts due under Intercompany Loan	£ 38	5,338	na	na
Amounts added to Reserve Fund	£ 4	1,806	na	na
Deferred Consideration	£ 75	4,229	na	na
Members' profit	£	-	na	na
Total distributed	£ 1,53	2,043	na	na
Principal receipts	£	-	na	na
Principal Receipts (on the Loans)	£ 14,35	7,165	na	na
Any other amount standing to credit Principal Ledger	£	-	na	na
Cash Capital Contribution from Members	£	-	na	na
Available Principal Receipts	£ 14,35	7,165	na	na
Total distributed	£ 14,35	7,165	na	na
Reserve ledger	£ 1,06	9,762 £	1,119,086	£ 1,069,762
Revenue ledger	£ 1,53	2,043 £	1,533,084	na
Principal ledger	£ 14,35	7,165 £	14,220,203	na
Pre-maturity liquidity ledger		na	na	na

Asset Coverage Test			
		Value	Description <sup>(3)</sup>
A	£	625,976,682	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 Liq
U	£	-	Supplementary Liquidity Reserve
V	£	-	Collateralised GIC balance
X	£	-	For set-off risk
Υ	£	-	For redraw capacity
Z	£	12,558,904	Potential negative carry
Total	£	613,417,778	
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)	£	113,417,778	
Credit curport on derived from ACT (0/)		22 70/	1

# TSB Bank plc £5bn Global Covered Bond Programme Investor Report September 2018

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)	£	703,722,331
Bank account balance (GBP) <sup>(5)</sup>	£	16,964,970
Any additional collateral (please specify)		None
Any additional collateral (GBP)	£	-
Aggregate balance of off-set mortgages (GBP)	£	-
Aggregate deposits attaching to the cover pool (GBP) <sup>(6)</sup>	£	2,047,422
Aggregate deposits attaching specifically to the off-set mortgages		
(GBP)	£	-
Nominal level of overcollateralisation (GBP) <sup>(7)</sup>	£	203,722,331
Nominal level of overcollateralisation (%)		40.7%
Number of loans in cover pool (16)		6,335
Average loan balance (GBP) (16)	£	111,085
Weighted average non-indexed LTV (%)		56.6%
Weighted average indexed LTV (%)		48.6%
Weighted average seasoning (months)		60.9
Weighted average remaining term (months)		204.7
Weighted average interest rate (%) (22)		2.68%
Standard Variable Rate(s) (%) (22)		2.75% and 4.24%
Constant Pre-Payment Rate (%, current month)		18.2%
Constant Pre-Payment Rate (%, quarterly average)		16.9%
Principal Payment Rate (%, current month)		21.9%
Principal Payment Rate (%, quarterly average)		20.7%
Constant Default Rate (%, current month) <sup>(8)</sup>		na
Constant Default Rate (%, quarterly average) <sup>(8)</sup>		na
Fitch Discontinuity Cap (%)		na
Moody's Timely Payment Indicator		Probable
Moody's Collateral Score (%)		5.0%

# Mortgage collections

Mortgage collections (scheduled - interest)	£	1,527,089
Mortgage collections (scheduled - principal)	£	2,656,367
Mortgage collections (unscheduled - interest) (9)		
Mortgage collections (unscheduled - principal)	£	11,700,799

Account Redemptions & Replenishments Since Previous Reporting Date

	Number	% of total number	Amount (GBP)	% of total amount
Account redemptions since previous reporting date	94	1.48%	£ 11,193,725	1.59%
Accounts bought back by seller(s)	0	0.00%	£ -	0.00%
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	92		£ 13,658,583	

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 <sup>(11)</sup>	Reversionary margin <sup>(11)</sup>	Initial rate(12)
Fixed at origination, reverting to SVR	17	0.12%	766,311	0.11%	5.25%	8.90	5.25%	0.00%	5.25%
Fixed at origination, reverting to HVR	5,943	42.13%	448,486,179	63.73%	2.50%	30.35	2.50%	1.49%	2.50%
Fixed at origination, reverting to Libor	-	0.00%	-	0.00%					
Fixed at origination, reverting to tracker	-	0.00%	-	0.00%					
Fixed for life	2,375	16.84%	5,731,199	0.81%	2.77%	-	2.77%	-	2.77%
Tracker at origination, reverting to SVR	-	0.00%	-	0.00%					
Tracker at origination, reverting to HVR	22	0.16%	2,565,380	0.36%	2.03%	3.67	1.28%	1.49%	2.03%
Tracker at origination, reverting to Libor	-	0.00%	-	0.00%					
Tracker for life	724	5.13%	38,324,368	5.45%	1.36%	-	0.61%	-	1.36%
SVR, including discount to SVR	3,193	22.64%	126,989,074	18.05%	2.74%	-	-0.01%	-	2.74%
HVR, including discount to HVR	1,832	12.99%	80,859,821	11.49%	4.24%	-	1.49%	-	4.24%
Libor	-	0.00%	-	0.00%		-	•	-	-
Total	14,106	100.00%	£ 703,722,331	100.00%	2.68%				

Stratifications				
Arrears breakdown <sup>(13)</sup>	Number	% of total number	Amount (GBP)	% of total amount
Current	6,286	99.23%	£ 697,806,886	99.16%
0-1 month in arrears	23	0.36%	£ 2,584,013	0.37%
1-2 months in arrears	9	0.14%	£ 921,780	0.13%
2-3 months in arrears	4	0.06%	£ 869,669	0.12%
3-6 months in arrears	10	0.16%	£ 1,262,158	0.18%
6-12 months in arrears	3	0.05%	£ 277,825	0.04%
12+ months in arrears				
Total	6,335	100.00%	£ 703,722,331	100.00%

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Current non-indexed LTV	Number	% of total number	Amount (GBP)	% of total amount
0-50%	3,148	49.69%	£ 233,556,889	33.199
50-55%	459	7.25%	£ 59,691,808	8.489
55-60%	450	7.10%	£ 60,370,493	8.58
60-65%	507	8.00%	£ 73,279,757	10.41
55-70%	624	9.85%	£ 95,702,759	13.60
70-75%	524	8.27%	£ 78,720,920	11.19
75-80%	362	5.71%	£ 59,809,368	8.50
80-85%	141	2.23%	£ 23,282,908	3.31
35-90%	83	1.31%	£ 12,022,273	1.71
90-95%	32	0.51%	£ 6,313,165	0.90
95-100%	4	0.06%	£ 852,027	0.12
100-105%	1	0.02%	£ 119,967	0.02
105-110%				
110-125%				
125%+				
Total	6,335	100.00%	£ 703,722,331	100.00
Current indexed LTV	Number	% of total number	Amount (GBP)	% of total amount
0-50%	3,924	61.94%	£ 348,634,533	49.54
50-55%	509	8.03%	£ 67.108.395	9.54
55-60%	568	8.97%	£ 79,900,622	11.35
60-65%	537	8.48%	£ 82,988,161	11.79
65-70%	399	6.30%	£ 64,847,130	9.21
70-75%	213	3.36%	£ 31,412,657	4.46
75-80%	101	1.59%	£ 16,379,896	2.33
80-85%	54	0.85%	£ 8,629,201	1.23
85-90%	28	0.44%	£ 3,628,455	0.52
90-95%	28	0.03%	£ 193,281	0.03
	2	0.03%	193,201	0.03
95-100%				
100-105%				
105-110%				
110-125%				
125%+				
Total	6,335	100.00%	£ 703,722,331	100.00
Current outstanding balance of loan	Number	% of total number	Amount (GBP)	% of total amount
0-5,000	61	0.96%	£ 145,151	0.02
5,000-10,000	88	1.39%	£ 662,256	0.09
10,000-25,000	452	7.13%	£ 8,007,272	1.14
25,000-50,000	1,061	16.75%	£ 40,125,996	5.70
50,000-75,000	1,116	17.62%	£ 69,199,341	9.83
75,000-100,000	944	14.90%	£ 82,355,475	11.70
100,000-150,000	1,203	18.99%	£ 146,414,919	20.81
150,000-200,000	600	9.47%	£ 103,108,408	14.65
200,000-250,000	312	4.93%	£ 69,414,660	9.86
250,000-300,000	188	2.97%	£ 51,243,060	7.28
300,000-350,000	103	1.63%	£ 33,143,685	4.71
350,000-400,000	67	1.06%	£ 25,030,355	3.56
400,000-450,000	31	0.49%	£ 13,182,679	1.87
450,000-500,000	39	0.62%	£ 18,535,540	2.63
500,000-600,000	43	0.68%	£ 23,446,435	3.33
600,000-700,000	15	0.24%	£ 9,738,397	1.38
700,000-800,000	5	0.08%	£ 3,724,351	0.53
800,000-900,000	5	0.08%	£ 4,296,347	0.61
900,000-1,000,000	2	0.03%	£ 1,948,005	0.28
1,000,000 +	0	0.00%	f 1,948,005	0.00
Total	6,335	100.00%		100.00
rotal	0,333	130.00 /8	~ 100,122,001	100.00
Degianal diatribution	Alternations 1	0/ of total	Amount (ODD)	0/ of tot-1
Regional distribution	Number	% of total number	Amount (GBP)	% of total amount
East Anglia	236	3.73%	26,994,465	3.84
East Midlands	428	6.76%	40,294,633	5.73
London	487	7.69%	117,649,011	16.72
North	356	5.62%	26,257,913	3.73
North West	720	11.37%	63,534,354	9.03
Northern Ireland	0	0.00%	0	0.00
Scotland	1,176	18.56%	89,727,360	12.75
	867	13.69%	137,168,551	19.49
South East				
South West	579	9.14%	66,186,929	9.41
Wales	190	3.00%	16,199,147	2.30
West Midlands	699	11.03%	67,810,782	9.64
/orkobiro	597	9.42%	51,899,187	7.37
TURSHIE		100.01%	£ 703,722,331	100.00
	6,335	100.0176		
	6,335	100.0178	2 700,722,001	
Total				
Total  Repayment type(10)(14)	Number	% of total number	Amount (GBP)	% of total amount
Total <b>Repayment type<sup>(10)(14)</sup></b> Capital repayment				% of total amount
Yorkshire Total Repayment type <sup>(10)(14)</sup> Capital repayment Part-and-part	Number 12,529	% of total number 88.8%	Amount (GBP) £ 588,399,056	% of total amount 83.61
Total Repayment type <sup>(10)(14)</sup> Capital repayment	Number	% of total number	Amount (GBP)	% of total amount

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Seasoning <sup>(10)</sup>	Number	% of total number	Amount (GBP)	% of total amount
0-12 months	142	1.01% £		0.569
12-24 months	683	4.84% £		7.349
24-36 months	3,649	25.87%		33.69%
36-48 months	1,937	13.73% £		16.229
18-60 months	917	6.50% £		5.72%
60-72 months	999	7.08% £		5.489
72-84 months	1,122	7.95% £		6.229
34-96 months	840	5.95% £		4.77%
	582			
96-108 months				3.369
108-120 months	587	4.16% £		3.70%
120-150 months	1,462	10.36% £		8.89%
150-180 months	767	5.44% £		2.99%
180+ months	419	2.97% £		1.06%
Total	14,106	100.00% £	703,722,331	100.009
Interest payment type <sup>(10)</sup>	Number	% of total number	Amount (GBP)	% of total amount
ixed	8,335	59.09% £	454,983,688	64.659
SVR	3,193	22.64% £	126,989,074.20	18.059
HVR	1,832	12.99% £	80,859,820.95	11.499
Fracker	746	5.29% £		5.819
Other (please specify)	140	0.00%	10,000,740	0.009
Fotal	14,106	100.00% £	703,722,331	100.009
	14,100	100.0070		100.00
oan purpose type	Number	% of total number	Amount (GBP)	% of total amount
	Number 6,335	% or total number 100.00% £	703,722,331	% or total amount 100.009
Owner-occupied	6,335		703,722,331	
Buy-to-let		0.00%		0.009
Second home <sup>(15)</sup>	0.005	0.00%	700 700 004	0.009
Total	6,335	100.00% £	703,722,331	100.009
Income verification type(10)	Number	% of total number	Amount (GBP)	% of total amount
Fully verified	12,180	86.35% £	632,735,089	89.919
Fast-track	959	6.80% £	40,182,372	5.719
Unknown	967	6.86% £		4.38%
Self-certified .				
Total	14,106	100.00% £	703,722,331	100.00%
	.,,,,,,,		,.	
Remaining term of Ioan <sup>(10)</sup>	Number	% of total number	Amount (GBP)	% of total amount
0-30 months				
	607	4.30% £	14,760,221	2.109
30-60 months	1,124	7.97% £		3.979
60-120 months	3,087	21.88% £		13.759
120-180 months	3,352	23.76% £		21.669
180-240 months	2,526	17.91% £		21.399
240-300 months	1,946	13.80% £		20.329
300-360 months	950	6.73% £		11.159
360+ months	514	3.64% £		5.669
Total	14,106	100.00% £	703,722,331	100.009
			<u> </u>	•
Employment status <sup>(17)</sup>	Number	% of total number	Amount (GBP)	% of total amount
Employed	5,612	88.59%	606,633,055	86.209
Self-employed	653	10.31%	92.385.866	13.13
Jnemployed	30	0.47%	2.695.052	0.389
Retired	40	0.63%	2.008.359	0.29
Guarantor	40	0.0378	2,000,339	0.29
				100.009
Other(18)	6.225	100 000/ 0	702 722 224	
Other(18)	6,335	100.00% £	703,722,331	100.00
Other(18) Total	6,335	100.00% £	703,722,331	100.009
Other(18) Total  Covered Bonds Outstanding, Associated Derivatives		100.00% £	703,722,331	100.005
Other(18) Total  Covered Bonds Outstanding, Associated Derivatives Series	2017 - 01	100.00% £	703,722,331	100.00
Other(18) Total  Covered Bonds Outstanding, Associated Derivatives Series Ssue date	2017 - 01 07-Dec-17	100.00% £	2 703,722,331	100.00
Other(18) Total  Covered Bonds Outstanding, Associated Derivatives Series ssue date Original rating (Moody's)	2017 - 01 07-Dec-17 Aaa	100.00% £	703,722,331	100.00
Other(18) Covered Bonds Outstanding, Associated Derivatives Series ssue date Driginal rating (Moody's) Current rating (Moody's)	2017 - 01 07-Dec-17 Aaa Aaa	100.00% £	2 703,722,331	100.00
Other(18) Fotal  Covered Bonds Outstanding, Associated Derivatives Series ssue date  Triginal rating (Moody's)	2017 - 01 07-Dec-17 Aaa Aaa GBP	100.00% £	2 703,722,331	100.00
Other(18) Total  Covered Bonds Outstanding, Associated Derivatives Series Susue data  Surginal rating (Moody's)  Current rating (Moody's)  Denomination	2017 - 01 07-Dec-17 Aaa Aaa	100.00% £	703,722,331	100.00
Other(18)  Covered Bonds Outstanding, Associated Derivatives Series Ssue date  Driginal rating (Moody's)  Current rating (Moody's)  Denomination  Mount at issuance	2017 - 01 07-Dec-17 Aaa Aaa GBP 500,000,000	100.00% £	703,722,331	100.00
Other(18)  Covered Bonds Outstanding, Associated Derivatives Series Ssue date Driginal rating (Moody's) Durrent rating (Moody's) Denomination Whount at issuance Amount outstanding	2017 - 01 07-Dec-17 Aaa Aaa GBP 500,000,000 500,000,000	100.00% £	703,722,331	100.00
Diter(18) Total  Covered Bonds Outstanding, Associated Derivatives Peries Ssue date Driginal rating (Moody's) Current rating (Moody's) Pernomination Mnount at issuance Mnount outstanding X swap rate (rate:1)	2017 - 01 07-Dec-17 Aaa Aaa GBP 500,000,000 500,000,000	100.00% £	703,722,331	100.00
Other(18)  Covered Bonds Outstanding, Associated Derivatives Series Series Series Seried date  Diriginal rating (Moody's) Durrent rating (Moody's) Denomination Amount at issuance Amount outstanding XX swap rate (rate:£1) Maturity type (hard/soft-bullet/pass-through)	2017 - 01 07-Dec-17 Aaa Aaa GBP 500,000,000 500,000,000 1.000	100.00% £	703,722,331	100.00
Other(18)  Covered Bonds Outstanding, Associated Derivatives Series Series Sue date  Driginal rating (Moody's)  Durrent rating (Moody's)  Denomination Amount at issuance  Amount outstanding  X swap rate (rate£1)  Maturity type (hard/soft-bullet/pass-through) Scheduled final maturity date	2017 - 01 07-Dec-17 Aaa Aaa GBP 500,000,000 500,000,000 1,000 Soft 07-Dec-22	100.00% £	703,722,331	100.00
Other(18)  Covered Bonds Outstanding, Associated Derivatives Series Saue date Driginal rating (Moody's) Current rating (Moody's) Denomination Amount at issuance Amount outstanding X: Swap rate (rate:1) Maturity type (hard/soft-bullet/bass-through) Scheduled final maturity date Legal final maturity date Legal final maturity date	2017 - 01 07-Dec-17 Aaa Aaa Aaa GBP 500,000,000 500,000,000 1,000 Soft 07-Dec-22 07-Dec-22	100.00% £	703,722,331	100.00
Other(18)  Covered Bonds Outstanding, Associated Derivatives  Series  Series  Suse date  Durrent rating (Moody's)  Durent rating (Moody's)  Denomination  Amount at issuance  Amount outstanding  FX swap rate (rate:£1)  Maturity troe (hard/soft-buillet/bass-through)  Scheduled final maturity date  egal final maturity date  SIN	2017 - 01 07-Dec-17 Aaa Aaa GBP 500,000,000 500,000,000 1,000 Soft 07-Dec-22 07-Dec-22 XS172918508	100.00% £	703,722,331	100.00
Other(18)  Covered Bonds Outstanding, Associated Derivatives Series Series Sue date  Driginal rating (Moody's)  Durrent rating (Moody's)  Denomination Amount at issuance  Amount outstanding  X swap rate (rate£1)  Maturity type (hard/soft-bullet/pass-through) Scheduled final maturity date	2017 - 01 07-Dec-17 Aaa Aaa Aaa GBP 500,000,000 500,000,000 1,000 Soft 07-Dec-22 07-Dec-22	100.00% £	703,722,331	100.00

Quarterly Quarterly - 7th Mar, Jun, Sep, Dec

3M GBP Libor + 0.24%

1M GBP Libor + 0.24%

TSB Bank plc GBP 500,000,000 07-Dec-22 3M GBP Libor +0.24%

1M GBP Libor +0.28%

Coupon payment frequency

Swap counterparty/ies
Swap notional denomination
Swap notional amount

Swap notional maturity LLP receive rate/margin LLP pay rate/margin

Collateral posting amount

Coupon (rate if fixed, margin and reference rate if floating)

Margin payable under extended maturity period (%)

Coupon payment date

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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

# TSB Bank plc £5bn Global Covered Bond Programme

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### Glossary:

Arrears	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. In making an arrears determination, the servicer calculates as of the date of determination the difference between the sum of all monthly payments that were due and payable by a borrower on any due date up to that date of determination (less 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 based 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 months in arrears, and so on.
Monthly Constant Pre-Payment Date (CPR)	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 for the repurchase of loans from 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-(1-M)Y12) 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 Principal Payment Rate (PPR)	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.
Current Balance	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; and (e) all expenses charges, fees, 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 or payments 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.
Indexed LTV	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.
- (22) TSB increase its variable and tracker rates by 25bps effective from 1st September 2018.