

# The Co-operative Bank plc Covered Bond Programme

	<u>General</u>	<u>Series 2011-1</u>
Issue Date		11/Nov/11
Report Date	23/Jul/12	
Accrual Start Date	21/Jun/12	
Accrual End Date	23/Jul/12	
Accrual Period	32	
International Securities Number (ISIN)		XS0703266477
Stock Exchange Listing	London	
Issuer	The Co-operative Bank PLC	
Guarantor	Moorland Covered Bonds LLP	
Original Ratings (Fitch/ Moodys)		AAA/Aaa
Current Ratings (Fitch/ Moodys)		AAA/Aaa
LLP Interest Payment date	21/Jun/12	
LLP Payment date	23/Jul/12	
Determination Date	30/Jun/12	
Next Interest Payment Date	21/Sep/12	
Currency		Sterling
Original Principal Balance		£600,000,000.00
Total Beginning Balance prior to payment		£600,000,000.00
Total Ending Balance subsequent to payment		£600,000,000.00
Bond Structure		Soft Bullet
Coupon Reference Rate		Fixed
Coupon		4.75%
Next Coupon Payment Date		11/11/2012
Benchmark		UKT 3.75% Sept 2021
Total Principal Payments - in period		£0.00
Total Coupon Payments - in period		£0.00
Covered Bond Swap Provider		HSBC Bank plc
Covered Bond Swap Currency		GBP
Covered Bond Swap Reference Rate		1 month £ Libor
Covered Bond Swap Rate		2.7625%
Day Count Convention		Actual/365/366
Relevant Margin		0.00000%
Coupon Reference Rate		0.62850%
Coupon Amount		£0.00
Current Coupon		0.62850%
Current Interest Shortfall		£0.00
Cumulative Interest Shortfall		£0.00
Final Maturity Date		11/11/2021
Extended Due for Payment Date		11/11/2022
Joint Lead Managers		Barclays Capital, HSBC, JPM, RBS, UBS
Listing		London
Beginning General Reserve Account Balance	£10,000,000.00	
Ending General Reserve Account Balance	£10,000,000.00	
Change in the General Reserve Account Balance	£0.00	
Target General Reserve Account Balance	£10,000,000.00	
Issuer GIC Collateralisation Amount	£3,000,000.00	
Collection Account Collateralisation Amount	£3,000,000.00	
Beginning Yield Reserve Amount	£0.00	
Ending Yield Reserve Amount	£0.00	
Change in Yield Reserve Amount	£0.00	
Yield Reserve Required Amount	£0.00	

**The co-operative**  
banking group

<u>Issuer Priority of Payments</u>	<b>On Monthly Interest Payment Date only</b>	
Available Revenue Receipts	20,543,802.26	Available Principal Receipts 30,111,587.26
Revenue Priority of Payments		Principal Priority of Payments
(a) Trustee/ Security Trustee expenses	-	(a) Pre-Maturity Liquidity Ledger -
(b) Accrued Senior Expenses	149,071.30	(b) New Loans Acquired 6,262,682.11
(c) 3rd Party Fees	78,312.58	(c) GIC Deposit to ensure ACT Compliance -
(d) Interest Rate Swap Provider Payments	1,783,758.90	(d) Term Advance/ Covered Bond Swap Repayments -
(e) Term Advance Interest/ Covered Bonds Swap Payments	672,279.09	(e) Capital Distribution 30,111,587.26
(f) Pre-Maturity Liquidity Ledger Amounts	-	
(g) Deposit Account Credit (if Servicer Event of Default has occurred)	-	
(h) Reserve Fund Required Amount	13,000,000.00	
(i) Swap Termination fees	-	
(j) Members/ Asset Monitor Indemnity	-	
(k) Cash Capital Contributions (Revenue)	-	
(l) Liquidation Members	50.00	
(m) Designated Member Fee	262.30	
(n) Members Interest Profits	4,860,068.09	

<b>Swaps</b>	Notional Amount - £Sterling	Period Start Date	Period End Date	Fixed Swap Rate	Current Period Libor	LLP Pays JPM	JPM Pays LLP	LLP Net Receipt (Payment)
Interest Rate Swap	£1,141,948,382.12	21/06/2012	23/07/2012	1.30%	0.6285%	1,301,508.29	629,229.20 -	672,279.09

<b>Asset Coverage Test</b>	<b>This Period</b>
	30 June 2012
LTV Adjustment	
if <= 3 months in arrears	<b>75%</b>
if >3 months in arrears, and True Balance/Indexed Valuation <=75%	<b>40%</b>
if >3 months in arrears, and True Balance/Indexed Valuation >75%	<b>25%</b>
Base Asset Percentage - LLP Deed 11.3(i)	<b>93.5%</b>
Fitch Asset Percentage - LLP Deed 11.3(ii)	<b>82.2%</b>
Moodys Asset Percentage - LLP Deed 11.3(iii)	<b>77.5%</b>
Adjusted True Balance (i)	1,967,005,259.49
Arrears Adjusted True Balance (ii)	1,599,204,687.92
A: Lower of Adjusted True Balance and Arrears Adjusted True Balance	1,599,204,687.92
B: Principal Receipts	16,083,530.95
C: Cash Capital Contributions	0.00
D: Substitution Assets	0.00
X: Flexible Redraw Capacity	0.00
Y: Deposit Set-Off Amounts	45,081,677.19
Z: WA Remaining Maturity * Principal Amt Outstanding * Neg Carry Factor	177,795,750.00
Total: A + B + C + D - (X + Y + Z)	1,392,410,791.68
Asset Percentage (%)	77.50
Principal amount outstanding of all Covered Bonds issued	600,000,000.00
Amount of Credit Support	792,410,791.68
ACT Pass Fail	<b>PASS</b>

<u>Ledgers</u>	<u>This Period</u>	<u>Last Period</u>
Revenue Ledger	£7,364,801.34	£7,645,073.57
Principal Ledger	£30,084,294.39	£24,803,723.98
Reserve Ledger	£7,000,000.00	£7,000,000.00
Interest Accumulation Ledger	£4,007,251.05	£4,085,004.32
Principal Accumulation Ledger	£0.00	£0.00
Capital Account Ledger	£1,501,990,504.03	£1,648,149,960.96
Yield Reserve Ledger	£0.00	£0.00
Retained Principal Ledger	£0.00	£0.00
Co-op Collateral Account Ledger	£6,000,000.00	£6,000,000.00
Coupon Payment Ledger	£0.00	£0.00
Pre-Maturity Liquidity Ledger	£0.00	£0.00
Swap Collateral Ledger	£0.00	£0.00
LLP Fee Amount Ledger	£0.00	£0.00
Swap Provider Amount Ledger	£0.00	£0.00
Intercompany Loan Ledger	£600,000,000.00	£600,000,000.00

Timing of the Collateral report	30/Jun/12
Currency	Sterling
Prior Period Total Number of Residential Mortgage Loans	23,237
Current Total Number of Residential Mortgage Loans	21,473
Prior Period Total Value of Residential Mortgage Loans	2,223,394,244
Current Total Value of Residential Mortgage Loans	2,071,878,917
Current Average Loan Size	£96,487.63
Current Weighted Average Seasoning (Months)	53.3
Weighted Average Interest Rate	3.99%
Weighted Average Remaining Term	209
Original Loan to Value Ratio (at Issuance)	64.62%
Current Indexed Loan to Value Ratio	62.48%
Current Non-Indexed Loan to Value Ratio	58.45%
A loan is classified as 'delinquent' if the arrears balance is greater than zero as at the date of the collateral report	
Delinquencies	

	Current Period		
<u>Delinquency Band (excluding possessions)</u>	<u>Total Balance</u>	<u>No</u>	<u>% of Total Balance</u>
Zero arrears	2,071,878,917	21,473	100.00%
0.01 <= 1 Months in Arrears	-	-	0.00%
1.01 <= 2 Months in Arrears	-	-	0.00%
2.01 <= 3 Months in Arrears	-	-	0.00%
> 3 Months	-	-	0.00%
Total	-	-	0.00%
Net Loss	-		
Cumulative Net Loss	-		
Average Loss Severity (In Period)	0.00%		
Average Loss Severity (Cumulative)	0.00%		
<u>Repossessions and Sales</u>	<u>Total Balance</u>	<u>No</u>	
Possessed properties (current period)	-	0	
Possessed properties (to date)	-	0	
Sales (current period)	-	0	
Sales (to date)	-	0	
<u>Outstanding Repossessions</u>	<u>Total Balance</u>	<u>No</u>	<u>% of Total Balance</u>
	£0.00	0	0
	<u>Current Period</u>	<u>Last Period</u>	
Current Residential Mortgage Loan Principal Balance	2,071,878,916.77	2,223,394,244	
Principal Payment Rate (3 ma)	1.09%	1.05%	
Annualised PPR Speed (Based on monthly principal payment rate)	14.64%	11.87%	
Constant Prepayment Rate (3ma)	0.76%	0.79%	
Constant Prepayment Rate (Annualised)	9.12%	8.72%	

	<b>Current Period</b>		
<b><u>Region</u></b>	<b><u>Total Balance</u></b>	<b><u>No</u></b>	<b><u>% of Balance</u></b>
East Anglia	85,485,979	961	4.13%
East Midlands	137,205,459	1,554	6.62%
London	196,777,061	1,286	9.50%
North	64,396,539	847	3.11%
North West	271,630,311	3,281	13.11%
Scotland	79,158,055	882	3.82%
South East	524,136,448	4,185	25.30%
South West	216,553,349	2,343	10.45%
Wales	72,121,956	904	3.48%
West Midlands	286,201,645	3,562	13.81%
Yorks and Humber	138,212,115	1,668	6.67%
Total	2,071,878,917	21,473	100.00%
<b><u>Mortgage Size</u></b>	<b><u>Total Balance</u></b>	<b><u>No</u></b>	<b><u>% of Balance</u></b>
Less than or equal to 30K	48,147,060	2,659	2.32%
More than 30k up to and including 50K	121,369,623	3,014	5.86%
More than 50k up to and including 75K	251,961,640	4,021	12.16%
More than 75k up to and including 100K	322,171,439	3,692	15.55%
More than 100k up to and including 125K	305,895,738	2,739	14.76%
More than 125k up to and including 150K	253,621,890	1,852	12.24%
More than 150k up to and including 200K	331,613,314	1,928	16.01%
More than 200k up to and including 400K	364,855,145	1,430	17.61%
More than 400K up to and including 500K	39,280,170	88	1.90%
More than 500k	32,962,899	50	1.59%
Total	2,071,878,917	21,473	100.00%
<b><u>Mortgage Type</u></b>	<b><u>Total Balance</u></b>	<b><u>No</u></b>	<b><u>% of Balance</u></b>
Owner Occupied Purchase	1,019,618,139	8,880	49.21%
Owner Occupied Remortgage	1,052,260,778	12,593	50.79%
Total	2,071,878,917	21,473	100.00%
Mortgage Payment Frequency	Monthly		
<b><u>Interest Payment Type</u></b>	<b><u>Total Balance</u></b>	<b><u>No</u></b>	<b><u>% of Balance</u></b>
Capital & Interest	1,418,558,263	15,976	68.47%
Interest Only	433,469,108	3,353	20.92%
Mixed (Part & Part)	219,851,546	2,144	10.61%
Total	2,071,878,917	21,473	100.00%

<b><u>Non-indexed Current LTV (Using Original Valuation)</u></b>	<b><u>Total Balance</u></b>	<b><u>No</u></b>	<b><u>% of Balance</u></b>
Less than or equal to 25%	174,552,340	4,873	8.42%
More than 25% up to and including 50%	572,692,006	6,683	27.64%
More than 50% up to and including 55%	136,663,383	1,203	6.60%
More than 55% up to and including 60%	142,687,284	1,178	6.89%
More than 60% up to and including 65%	145,320,412	1,121	7.01%
More than 65% up to and including 70%	154,549,660	1,143	7.46%
More than 70% up to and including 75%	189,766,761	1,305	9.16%
More than 75% up to and including 80%	136,578,271	1,000	6.59%
More than 80% up to and including 85%	178,707,771	1,306	8.63%
More than 85% up to and including 90%	169,421,838	1,182	8.18%
More than 90% up to and including 95%	37,452,963	270	1.81%
More than 95% up to and including 100%	14,581,487	93	0.70%
Over 100%	18,904,743	116	0.91%
Total	2,071,878,917	21,473	100.00%
<b><u>Indexed Current LTV (Using Original Valuation)</u></b>	<b><u>Total Balance</u></b>	<b><u>No</u></b>	<b><u>% of Balance</u></b>
Less than or equal to 25%	152,422,829	4,399	7.36%
More than 25% up to and including 50%	520,464,730	6,341	25.12%
More than 50% up to and including 55%	127,630,759	1,213	6.16%
More than 55% up to and including 60%	127,923,699	1,076	6.17%
More than 60% up to and including 65%	131,943,207	1,050	6.37%
More than 65% up to and including 70%	149,140,718	1,114	7.20%
More than 70% up to and including 75%	165,765,798	1,189	8.00%
More than 75% up to and including 80%	131,311,264	954	6.34%
More than 80% up to and including 85%	157,900,195	1,109	7.62%
More than 85% up to and including 90%	150,379,856	1,091	7.26%
More than 90% up to and including 95%	83,914,097	646	4.05%
More than 95% up to and including 100%	56,641,911	417	2.73%
Over 100%	116,439,854	874	5.62%
Total	2,071,878,917	21,473	100.00%
<b><u>Interest Rate</u></b>	<b><u>Total Balance</u></b>	<b><u>No of Sub Accounts</u></b>	<b><u>% of Balance</u></b>
0 – 1.99%	116,201,308	2,276	5.61%
2 – 2.99%	420,008,471	6,140	20.27%
3 – 3.99%	318,768,621	3,837	15.39%
4 – 4.99%	801,919,116	12,321	38.70%
5 – 5.99%	348,207,424	4,579	16.81%
6 – 6.99%	66,579,906	897	3.21%
7 – 7.99%	194,070	2	0.01%
Total	2,071,878,917	30,052	100.00%

<b><u>Years to Maturity</u></b>	<b><u>Total Balance</u></b>	<b><u>No</u></b>	<b><u>% of Balance</u></b>
0 and less than or equal to 5 years	89,356,614	1,972	4.31%
Greater than 5 years and less than or equal to 10 years	212,430,609	3,420	10.25%
Greater than 10 years and less than or equal to 15 years	419,139,132	4,792	20.23%
Greater than 15 years and less than or equal to 20 years	650,424,190	5,928	31.39%
Greater than 20 years and less than or equal to 25 years	466,585,772	3,559	22.52%
Greater than 25 years and less than or equal to 30 years	153,193,924	1,155	7.39%
Greater than 30 years	80,748,676	647	3.90%
Total	2,071,878,917	21,473	100.00%
<b><u>Property Type</u></b>	<b><u>Total Balance</u></b>	<b><u>No</u></b>	<b><u>% of Balance</u></b>
Detached House	705,019,136	6,100	34.03%
Flat/ Maisonnette	197,924,019	1,876	9.55%
Semi- Detached House	97,005,411	1,216	4.68%
Terraced House	610,117,217	6,950	29.45%
Other	461,813,134	5,331	22.29%
Total	2,071,878,917	21,473	100.00%
<b><u>Interest Rate Type</u></b>	<b><u>Total Balance</u></b>	<b><u>No of Sub Accounts</u></b>	<b><u>% of Balance</u></b>
Base	632,353,310	9,607	30.52%
Fixed- reverting to SVR	1,036,009,974	14,037	50.00%
SVR	403,515,633	6,408	19.48%
Total	2,071,878,917	30,052	100.00%



<b>Additional Information</b>	<b>This Period</b>	<b>Cumulative (From date of Issue)</b>
BNP Paribas Deposit Accounts	46,262,174.74	n/a
Co-operative Bank Deposit Account	4,411,860.12	n/a
Substitute Assets	0	-
	Gilts, Sterling demand or time deposits, certificates of deposit and short-term debt obligations	Gilts, Sterling demand or time deposits, certificates of deposit and short-term debt obligations
Authorised Investments Allowable	-	-
Authorised Investments	-	-
Available Principal Receipts	£30,111,587.26	£267,875,472.61
Scheduled Principal Receipts	n/a	n/a
Unscheduled Principal Receipts	n/a	n/a
Available Revenue Receipts	£20,543,802.26	£180,194,606.69
Scheduled Revenue Receipts		
Unscheduled Revenue Receipts		
Value of Repurchases	£3,393,930.24	£63,620,593.34
Number of Repurchases	96	826
Value of Re-arrangements	£5,621,329.34	£33,000,428.50
Number of Re-arrangements	50	344
Value of Loans Added to Pool (Including re-arrangements)	£6,262,682.11	£1,178,446,607.09
Number of Loans Added to Pool	55	11,415
Bonds Outstanding as % of Original Bonds Issued	100.00%	n/a
Losses as % Bonds Issued	0.00%	0%
Number of Properties Sold	-	-
Principal Balance of Properties Sold	£0.00	£0.00
Advances in period	£536,469.00	£4,799,580.71
Current SVR Rate	4.74%	n/a
Original Weighted Average Life	10 Years (Series 2011-1)	

<b>Rating Agency Triggers</b>	<b>Provider</b>	<b>Rating Triggers (M- Moody's/ F- Fitch)</b>	<b>Current Rating (M- Moody's/ F- Fitch)</b>	<b>Breach Action</b>
Covered Bond Swap Provider	HSBC Bank PLC	A2, P-1/ A, F1	Aa3, P-1/ AA, F1+	N/A
Fixed Rate Swap Provider	J.P. Morgan Securities Ltd- J.P. Morgan Chase Bank N.A (Guarantor)	A2, P-1/ A, F1	Aa3, P-1/ AA-, F1+	N/A
Issuer Account Bank (i)	The Co-operative Bank PLC	P-1/ A, F1	A3, P-2/ BBB+(Negative Watch),F2(Negative Watch)	Deposits limited to Collateralised Amount- £3m
Issuer Account Bank (ii)	BNP Paribas Securities Services	P-1/ A, F1	A2,P-1/A+, F1+	N/A
Collection Account Bank	The Co-operative Bank PLC	P-2/ F2	A3, P-2/ BBB+(Negative Watch),F2(Negative Watch)	N/A
Cash Manager	The Co-operative Bank PLC	Baa3/ BBB-	A3, P-2/ BBB+(Negative Watch),F2(Negative Watch)	Additional Cash Capital contribution posted as collateral in respect of swap and interest payments due at the next Interest Payment Date
Servicer	The Co-operative Bank PLC	Baa3/ BBB-	A3, P-2/ BBB+(Negative Watch),F2(Negative Watch)	N/A

<b>Deal Participant Information</b>			
Cash Manager	The Co-operative Bank PLC	Paying Agent	HSBC Bank PLC
Web address	<a href="http://www.britannia.co.uk/site/microsite/bts/index.html">http://www.britannia.co.uk/site/microsite/bts/index.html</a>	Account Banks	The Co-operative Bank PLC BNP Paribas Securities Services
Servicer	The Co-operative Bank PLC	Liquidity Support	The Co-operative Bank PLC
Web address	<a href="http://www.britannia.co.uk/site/microsite/bts/index.html">http://www.britannia.co.uk/site/microsite/bts/index.html</a>	Corporate Services Provider	Structured Finance Management Limited
Note Trustee	HSBC Corporate Trustee Company (UK) Ltd	Back-up Servicer Facilitator	Structured Finance Management Limited
Web address	<a href="mailto:cta.trustee.admin@hsbc.com">cta.trustee.admin@hsbc.com</a>	Back-up Cash Manager Facilitator	Structured Finance Management Limited
Lead Arrangers	RBS   UBS		

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Reports Distribution Channels	Bloomberg or <a href="http://www.britannia.co.uk">http://www.britannia.co.uk</a> <a href="http://www.britannia.co.uk/site/microsite/bts/index.html">_site/microsite/bts/index.html</a>
Loan Level Data and Liability Modelling	<a href="https://boeportal.co.uk/theco-operativebank/">https://boeportal.co.uk/theco-operativebank/</a>
Bloomberg	COOPWH-CORP
Report Frequency	Monthly

Mortgage Yield (pre swap)	WA average mortgage interest rate
Unscheduled Principal Payments	Non scheduled principal and redemption receipts
Unscheduled Revenue Receipts	Interest on arrears
Principal Payment Rate (3 ma)	Total Payments received unscheduled and scheduled divided by opening mortgage balance (3month average)
Annualised PPR Speed (Based on monthly principal payment rate)	Total Payments received unscheduled and scheduled divided by opening mortgage balance (Annualised on current month)
Constant Prepayment Rate (3ma)	Total Payments received unscheduled divided by opening mortgage balance (3month average)
Constant Prepayment Rate (Annualised)	Total Payments received unscheduled divided by opening mortgage balance and annualised