

The Co-operative Bank plc Covered Bond Programme

| | <u>General</u> | <u>Series 2011-1</u> |
|---|----------------------------|---------------------------------------|
| Issue Date | | 11 November 2011 |
| Publishing Date | 30 June 2014 | |
| Accrual Start Date | 21 May 2014 | |
| Accrual End Date | 23 June 2014 | |
| Accrual Period | 33 | |
| International Securities Number (ISIN) | | XS0703266477 |
| Stock Exchange Listing | London | |
| Issuer | The Co-operative Bank PLC | |
| Guarantor | Moorland Covered Bonds LLP | |
| Original Covered Bond Ratings (Fitch/ Moodys) | | AAA/Aaa |
| Current Covered Bond Ratings (Fitch/ Moodys) | | BBB+/Baa3 |
| Previous LLP Payment date | 21 May 2014 | |
| Current LLP Payment date | 23 June 2014 | |
| Next LLP Payment date | 21 July 2014 | |
| Collection Period Start Date | 30 April 2014 | |
| Collection Period End Date | 31 May 2014 | |
| 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 November 2014 |
| 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 Margin | | 2.7625% |
| Day Count Convention | | Actual/Actual(ICMA) |
| Relevant Margin | | 4.75000% |
| Coupon Reference Rate | | Fixed |
| Coupon Amount | | £28,500,000.00 |
| Current Coupon | | 4.75000% |
| Current Interest Shortfall | | £0.00 |
| Cumulative Interest Shortfall | | £0.00 |
| Final Maturity Date | | 11 November 2021 |
| Extended Due for Payment Date | | 11 November 2022 |
| Joint Lead Managers | | Barclays Capital, HSBC, JPM, RBS, UBS |
| Listing | | London |

Issuer Priority of Payments

| Revenue Priority of Payments | 6,871,585.59 | Available Principal Receipts | 28,140,142.63 |
|---|--------------|--|---------------|
| (a) Trustee/ Security Trustee expenses | - | (a) Pre-Maturity Liquidity Ledger | - |
| (b) Accrued Senior Expenses | 520,525.08 | (b) New Loans Acquired | - |
| (c) 3rd Party Fees | 95,071.48 | (c) GIC Deposit to ensure ACT Compliance | - |
| (d) Interest Rate Swap Provider Payments | 448,183.91 | (d) Term Advance/ Covered Bond Swap | - |
| (e) Term Advance Interest/ Covered Bonds Swap | 1,763,013.70 | (e) Capital Distribution | 28,140,142.63 |
| (f) Pre-Maturity Liquidity Ledger Amounts | - | | |
| (g) Deposit Account Credit (In the Servicer Event of Default) | - | | |
| (h) Reserve Fund Required Amount Increase | - | | |
| (i) Swap Termination fees | - | | |
| (j) Members/ Asset Monitor Indemnity | - | | |
| (k) Cash Capital Contributions repayment | 2,211,197.61 | | |
| (l) Liquidation Members | 50.00 | | |
| (m) Designated Member Fee | 271.23 | | |
| (n) Members Interest Profits | 1,833,272.58 | | |

| Swaps | Notional Amount | Period Start Date | Period End Date | Fixed Swap Rate | LIBOR | LLP Pays JPM | JPM Pays LLPt Receipt (Payment) |
|--------------------|-----------------|-------------------|-----------------|-----------------|---------|--------------|---------------------------------|
| Interest Rate Swap | £610,115,166.35 | 21/05/2014 | 23/06/2014 | 1.30% | 0.4875% | 717,094.26 | 268,910.35 - 448,183.91 |

| Asset Coverage Test | This Period |
|---|--------------------|
| | 31 May 2014 |
| LTV Adjustment | |
| if <= 3 months in arrears | 75% |
| if >3 months in arrears, and True Balance/Indexed Valuation <=75% | 40% |
| if >3 months in arrears, and True Balance/Indexed Valuation >75% | 25% |
| Base Asset Percentage - LLP Deed 11.3(i) | 93.5% |
| Fitch Asset Percentage - LLP Deed 11.3(ii) | 90.0% |
| Moodys Asset Percentage - LLP Deed 11.3(iii) | 77.5% |
| Adjusted True Balance (i) | 1,272,366,541.69 |
| Arrears Adjusted True Balance (ii) | 1,300,894,212.79 |
| A: Lower of Adjusted True Balance and Arrears Adjusted True Balance | 1,008,193,014.91 |
| B: Principal Receipts | 24,864,097.96 |
| C: Cash Capital Contributions | 2,211,197.61 |
| D: Substitution Assets | 0.00 |
| X: Flexible Redraw Capacity | 0.00 |
| Y: Deposit Set-Off Amounts | 29,814,743.76 |
| Z: WA Remaining Maturity * Principal Amt Outstanding * Neg Carry Factor | 140,984,250.00 |
| Total: A + B + C + D - (X + Y + Z) | 864,469,316.72 |
| Asset Percentage (%) | 77.5% |
| Principal amount outstanding of all Covered Bonds issued | 600,000,000.00 |
| Amount of Credit Support | 264,469,316.72 |
| ACT Pass Fail | PASS |

| Ledgers | <u>This Period</u> | <u>Last Period</u> |
|-------------------------------|---------------------------|---------------------------|
| Revenue Ledger | 7,364,636.60 | £4,149,180.49 |
| Principal Ledger | 24,864,097.96 | £23,901,043.63 |
| Reserve Ledger | 7,000,000.00 | £7,000,000.00 |
| Interest Accumulation Ledger | 4,094,931.16 | £4,016,731.54 |
| Principal Accumulation Ledger | - 34,685.13 | -£34,545.51 |
| Capital Contribution Ledger | 732,226,668.49 | £759,013,023.39 |
| Yield Reserve Ledger | - | - |
| Retained Principal Ledger | - | - |
| Coupon Payment Ledger | £0.00 | £0.00 |
| Pre-Maturity Liquidity 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 |

| | |
|---|---------------|
| Target General Reserve Account Balance | £7,000,000.00 |
| Beginning General Reserve Account Balance | £7,000,000.00 |
| Ending General Reserve Account Balance | £7,000,000.00 |
| Change in the General Reserve Account Balance | £0.00 |

| | |
|---|---------------|
| Issuer GIC Collateralisation Amount | £3,000,000.00 |
| Collection Account Collateralisation Amount | £3,000,000.00 |

| | |
|--|----------------|
| Swap Cash Collateral Account Opening Balance | 2,211,197.61 |
| Cash Collateral posted during the period | 1,843,072.88 |
| Cash Collateral repayment during the period | - 2,211,197.61 |
| Swap Cash Collateral Account Closing Balance | 1,843,072.88 |

| | |
|--------------------------------|-------|
| 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 |

| | |
|---|---------------|
| Timing of the Collateral report | 31 May 2014 |
| Currency | Sterling |
| Prior Period Total Number of Residential Mortgage Loans | 15,293 |
| Current Total Number of Residential Mortgage Loans | 15,015 |
| Prior Period Total Value of Residential Mortgage Loans | 1,332,831,854 |
| Current Total Value of Residential Mortgage Loans | 1,302,067,525 |
| Current Average Loan Size | £86,717.78 |
| Current Weighted Average Seasoning (Months) | 76.3 |
| Weighted Average Interest Rate | 3.66% |
| Weighted Average Remaining Term | 188 |
| Original Loan to Value Ratio (at Issuance) | 64.62% |
| Current Indexed Loan to Value Ratio | 53.85% |
| Current Non-Indexed Loan to Value Ratio | 55.16% |

| | Current Period | | |
|---|----------------------|-----------|---------------------------|
| <u>Delinquency Band (excluding possessions)</u> | <u>Total Balance</u> | <u>No</u> | <u>% of Total Balance</u> |
| Zero arrears | 1,302,067,525 | 15,015 | 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% |

*Loan is classified as 'delinquent' if the arrears balance is greater than zero as at the date of the collateral report.

| | |
|------------------------------------|-------|
| Net Loss | - |
| Cumulative Net Loss | - |
| Average Loss Severity (In Period) | 0.00% |
| Average Loss Severity (Cumulative) | 0.00% |

| | <u>Total Balance</u> | <u>No</u> |
|---------------------------------------|----------------------|-----------|
| Repossessions and Sales | | |
| Possessed properties (current period) | - | 0 |
| Possessed properties (to date) | - | 0 |
| Sales (current period) | - | 0 |
| Sales (to date) | - | 0 |

| | <u>Total Balance</u> | <u>No</u> |
|----------------------------------|----------------------|-----------|
| Outstanding Repossessions | £0.00 | 0 |

| | <u>Current Period</u> | <u>Previous Period</u> |
|--|-----------------------|------------------------|
| Principal Payment Rate (3 Months Average) | 2.00% | 1.93% |
| Annualised PPR Speed (Based on monthly principal payment rate) | 22.55% | 19.12% |
| Constant Prepayment Rate (3 months Average) | 1.54% | 1.47% |
| Constant Prepayment Rate (Annualised) | 17.76% | 14.96% |

| | Current Period | | |
|---|----------------------|---------------|---------------------|
| Region | Total Balance | No | % of Balance |
| East Anglia | 55,166,065 | 667 | 4.24% |
| East Midlands | 88,192,974 | 1,118 | 6.77% |
| London | 112,918,895 | 845 | 8.67% |
| North | 40,863,012 | 583 | 3.14% |
| North West | 178,336,486 | 2,365 | 13.70% |
| Scotland | 49,129,215 | 621 | 3.77% |
| South East | 317,060,502 | 2,792 | 24.35% |
| South West | 139,855,504 | 1,659 | 10.74% |
| Wales | 47,216,827 | 638 | 3.63% |
| West Midlands | 185,570,028 | 2,551 | 14.25% |
| Yorks and Humber | 87,758,018 | 1,176 | 6.74% |
| Total | 1,302,067,525 | 15,015 | 100.00% |
| Mortgage Size | Total Balance | No | % of Balance |
| Less than or equal to 30K | 43,446,390 | 2,539 | 3.34% |
| More than 30k up to and including 50K | 91,401,062 | 2,278 | 7.02% |
| More than 50k up to and including 75K | 186,058,541 | 2,983 | 14.29% |
| More than 75k up to and including 100K | 213,225,733 | 2,452 | 16.38% |
| More than 100k up to and including 125K | 189,133,867 | 1,696 | 14.53% |
| More than 125k up to and including 150K | 151,013,906 | 1,106 | 11.60% |
| More than 150k up to and including 200K | 192,280,387 | 1,119 | 14.77% |
| More than 200k up to and including 400K | 196,745,181 | 769 | 15.11% |
| More than 400K up to and including 500K | 19,436,933 | 43 | 1.49% |
| More than 500k | 19,325,523 | 30 | 1.48% |
| Total | 1,302,067,525 | 15,015 | 100.00% |
| Mortgage Type | Total Balance | No | % of Balance |
| Owner Occupied Purchase | 651,551,541 | 6,297 | 50.04% |
| Owner Occupied Remortgage | 650,515,983 | 8,718 | 49.96% |
| Total | 1,302,067,525 | 15,015 | 100.00% |
| Mortgage Payment Frequency | | | |
| Interest Payment Type | Total Balance | No | % of Balance |
| Capital & Interest | 883,471,155 | 11,397 | 67.85% |
| Interest Only | 287,911,431 | 2,281 | 22.11% |
| Mixed (Part & Part) | 130,684,939 | 1,337 | 10.04% |
| Total | 1,302,067,525 | 15,015 | 100.00% |
| Non-indexed Current LTV (Using Original Valuation) | Total Balance | No | % of Balance |
| Less than or equal to 25% | 140,752,108 | 4,210 | 10.81% |
| More than 25% up to and including 50% | 390,421,451 | 4,746 | 29.98% |
| More than 50% up to and including 55% | 99,455,511 | 867 | 7.64% |
| More than 55% up to and including 60% | 91,346,372 | 774 | 7.02% |
| More than 60% up to and including 65% | 91,701,249 | 761 | 7.04% |
| More than 65% up to and including 70% | 102,591,202 | 785 | 7.88% |
| More than 70% up to and including 75% | 101,342,292 | 751 | 7.78% |
| More than 75% up to and including 80% | 94,753,869 | 743 | 7.28% |
| More than 80% up to and including 85% | 92,300,241 | 712 | 7.09% |
| More than 85% up to and including 90% | 60,393,656 | 418 | 4.64% |
| More than 90% up to and including 95% | 17,263,359 | 122 | 1.33% |
| More than 95% up to and including 100% | 8,758,714 | 56 | 0.67% |
| Over 100% | 10,987,501 | 70 | 0.84% |
| Total | 1,302,067,525 | 15,015 | 100.00% |

| <u>Indexed Current LTV (Using Original Valuation)</u> | <u>Total Balance</u> | <u>No</u> | <u>% of Balance</u> |
|--|-----------------------------|----------------------------------|----------------------------|
| Less than or equal to 25% | 150,740,195 | 4,283 | 11.58% |
| More than 25% up to and including 50% | 413,195,951 | 4,866 | 31.73% |
| More than 50% up to and including 55% | 101,360,231 | 846 | 7.78% |
| More than 55% up to and including 60% | 98,445,384 | 799 | 7.56% |
| More than 60% up to and including 65% | 99,463,167 | 809 | 7.64% |
| More than 65% up to and including 70% | 95,890,358 | 737 | 7.36% |
| More than 70% up to and including 75% | 98,544,314 | 741 | 7.57% |
| More than 75% up to and including 80% | 82,364,310 | 663 | 6.33% |
| More than 80% up to and including 85% | 56,451,698 | 446 | 4.34% |
| More than 85% up to and including 90% | 34,976,150 | 273 | 2.69% |
| More than 90% up to and including 95% | 29,178,599 | 225 | 2.24% |
| More than 95% up to and including 100% | 20,463,293 | 171 | 1.57% |
| Over 100% | 20,993,874 | 156 | 1.61% |
| Total | 1,302,067,525 | 15,015 | 100.00% |
| <u>Interest Rate</u> | <u>Total Balance</u> | <u>No of Sub Accounts</u> | <u>% of Balance</u> |
| 0 – 1.99% | 88,424,358 | 1,839 | 6.79% |
| 2 – 2.99% | 322,893,643 | 5,100 | 24.80% |
| 3 – 3.99% | 291,127,804 | 4,258 | 22.36% |
| 4 – 4.99% | 478,663,966 | 7,849 | 36.76% |
| 5 – 5.99% | 97,838,214 | 1,709 | 7.51% |
| 6 – 6.99% | 22,799,390 | 304 | 1.75% |
| 7 – 7.99% | 320,150 | 2 | 0.02% |
| Total | 1,302,067,525 | 21,061 | 100.00% |
| <u>Years to Maturity</u> | <u>Total Balance</u> | <u>No</u> | <u>% of Balance</u> |
| 0 and less than or equal to 5 years | 71,272,970 | 1,767 | 5.47% |
| Greater than 5 years and less than or equal to 10 years | 182,097,111 | 3,012 | 13.99% |
| Greater than 10 years and less than or equal to 15 years | 329,666,358 | 3,849 | 25.32% |
| Greater than 15 years and less than or equal to 20 years | 393,812,898 | 3,711 | 30.25% |
| Greater than 20 years and less than or equal to 25 years | 216,234,893 | 1,786 | 16.61% |
| Greater than 25 years and less than or equal to 30 years | 74,700,089 | 591 | 5.74% |
| Greater than 30 years | 34,283,206 | 299 | 2.63% |
| Total | 1,302,067,525 | 15,015 | 100.00% |
| <u>Property Type</u> | <u>Total Balance</u> | <u>No</u> | <u>% of Balance</u> |
| Detached House | 444,059,679 | 4,251 | 34.10% |
| Flat/ Maisonnette | 120,923,500 | 1,291 | 9.29% |
| Semi- Detached House | 384,316,394 | 4,877 | 29.52% |
| Terraced House | 289,539,840 | 3,734 | 22.24% |
| Other | 63,228,111 | 862 | 4.86% |
| Total | 1,302,067,525 | 15,015 | 100.00% |
| <u>Interest Rate Type</u> | <u>Total Balance</u> | <u>No of Sub Accounts</u> | <u>% of Balance</u> |
| Base | 432,643,963 | 7,197 | 33.23% |
| Fixed- reverting to SVR | 556,684,842 | 8,464 | 42.75% |
| SVR | 312,738,719 | 5,400 | 24.02% |
| Total | 1,302,067,525 | 21,061 | 100.00% |

| Additional Information | As at 31-05-2014 | Cumulative (From date of Issue) |
|--|--|--|
| BNP Paribas Deposit Account | 35,476,187.41 | n/a |
| BNP Paribas Swap Collateral Account | 2,211,197.61 | |
| Co-operative Bank Deposit Account | 4,322,544.39 | n/a |
| Substitute Assets | - | - |
| | 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 | £28,140,142.63 | £918,441,094.51 |
| Scheduled Principal Receipts | n/a | n/a |
| Unscheduled Principal Receipts | n/a | n/a |
| Available Revenue Receipts | £6,871,585.59 | £458,664,339.41 |
| Value of Repurchases | £814,636.27 | £121,862,017.17 |
| Number of Repurchases | 27 | 1,778 |
| Value of Re-arrangements | £2,205,044.01 | £92,423,512.16 |
| Number of Re-arrangements | 23 | 973 |
| Value of Loans Added to Pool (Including re-arrangements) | £0.00 | £867,369,768.83 |
| Number of Loans Added to Pool | - | 7,798 |
| 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 | £370,278.00 | £13,425,441.67 |
| Current SVR Rate | 4.74% | n/a |
| Original Weighted Average Life | 10 Years (Series 2011-1) | |

| Rating Agency Triggers | Provider | Rating Triggers (M- Moody's/ F- Fitch) | Latest available rating (M-Moody's/ F- Fitch) | Breach Action |
|-----------------------------------|--|---|--|--|
| Covered Bond Swap Provider | HSBC Bank PLC | A2, P-1/ A, F1 | Aa3, P-1(Negative Watch)/ 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/ A+, F1 | N/A |
| Issuer Account Bank (i) | The Co-operative Bank PLC | P-1/ A, F1 | Caa2,NP/ B,B | Deposits limited to Collateralised Amount- £3m |
| Issuer Account Bank (ii) | BNP Paribas Securities Services | P-1/ A, F1 | P-1/A+,F1 | N/A |
| Collection Account Bank | The Co-operative Bank PLC | Co-op Insolvency Event Occurance | N/A | |
| Cash Manager | The Co-operative Bank PLC | Baa3/ B | Caa2,NP/ B,B | Additional Cash Capital contribution is made by the Seller (Co-op) according to LLP Trust Deed Clause 8.7 & Back up Cash Manger appointed. |
| Servicer | The Co-operative Bank PLC | Baa3/ B | Caa2,NP/ B,B | Back up Servicer appointed. |

| | |
|-----------------------------|------------------------------|
| Back up Cash Manager | Citibank N.A., London Branch |
| Back up Servicer | Homeloan Management Limited |

| Deal Participant Information | | | |
|-------------------------------------|--|----------------------------------|--|
| Cash Manager | The Co-operative Bank PLC https://www.co-operativebank.co.uk/investorrelations/debtinvestors | Paying Agent | HSBC Bank PLC |
| Web address | | Account Banks | The Co-operative Bank PLC BNP Paribas Securities Services |
| Servicer | The Co-operative Bank PLC https://www.co-operativebank.co.uk/investorrelations/debtinvestors | Liquidity Support | The Co-operative Bank PLC |
| Note Trustee e-mail | HSBC Corporate Trustee Company (UK) Ltd cta.trustee_admin@hsbc.com | Corporate Services Provider | Structured Finance Management Limited |
| Lead Arrangers | RBS UBS | Back-up Servicer Facilitator | Structured Finance Management Limited |
| | | Back-up Cash Manager Facilitator | Structured Finance Management Limited |

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| Information Sources | The Co-operative Bank PLC |
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| | Manchester |
| Address | M60 0AL |
| | Bloomberg or https://www.co-operativebank.co.uk/investorrelations/debtinvestors |
| Reports Distribution Channels | |
| Loan Level Data and Liability Modelling | |
| 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) | Three Months average of Monthly Principal Payments received (unscheduled and scheduled) divided by opening mortgage balance |
| Annualised PPR Speed (Based on monthly principal payments) | Total Payments received unscheduled and scheduled divided by opening mortgage balance (Annualised on current month) |
| Constant Prepayment Rate (3ma) | Three Months average of Monthly unscheduled Principal Payments received divided by opening mortgage balance |
| Constant Prepayment Rate (Annualised) | Total Payments received unscheduled divided by opening mortgage balance and annualised |

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