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Leek Finance Number Nineteen PLC

(incorporated with limited liability in England and Wales, under registered number 05965873)

£100,816,100 Class A2a Mortgage Backed Floating Rate Notes due 2038

(the **Leek 19 A2a Notes**)

U.S.\$571,993,891 Class A2b Mortgage Backed Floating Rate Notes due 2038

(the **Leek 19 A2b Notes**)

€14,105,495 Class A2c Mortgage Backed Floating Rate Notes due 2038

(the **Leek 19 A2c Notes**)

(each a **Class**, and together the **Leek 19 Class A Notes**)

Leek Finance Number Nineteen PLC (the **Issuer**) hereby advises that Britannia Building Society (the **Society**) has today announced the final results of its invitation (each invitation an **Offer**, and together the **Offers**) to holders of the outstanding Leek 19 Class A Notes to tender their Leek 19 Class A Notes for purchase by the Society subject to the terms and conditions of the Offers as set out in a Tender Offer Memorandum dated 7 July 2009 (the **Tender Offer Memorandum**) as amended by the market announcement dated 9 July 2009.

Attached to this notice is a copy of the announcement made by the Society.

The Offers expired at 4 p.m., London time on Thursday, 16 July 2009 (the **Expiration Date**). The Society has accepted for purchase (post-scaling, where applicable) (i) £37,301,957.00 in aggregate principal amount outstanding of Leek 19 A2a Notes (ii) U.S.\$4,582,550.00 in aggregate principal amount outstanding of Leek 19 A2b Notes and (iii) €2,382,926.00 in aggregate principal amount outstanding of Leek 19 A2c Notes, in each case, validly tendered and not withdrawn pursuant to the Offers. The Leek 19 Class A Notes accepted for purchase will be purchased at the relevant Purchase Price (as defined in the attached announcement by the Society) plus the relevant Accrued Interest Payment (as defined in the attached announcement by the Society). Any applicable Scaling Factor is set out in the attached announcement by the Society.

Payment for the Leek 19 Class A Notes is expected to occur on the Settlement Date of 21 July 2009. The Society will hold the Leek 19 Class A Notes purchased by it pursuant to the Offers and such Notes will not be immediately cancelled.

The Tender Agent appointed by the Society in respect of the Offers is Lucid Issuer Services Limited of Leroy House, 436 Essex Road, London, N1 3QP, United Kingdom (Attention: Lee Pellicci, Telephone: +44 (0)20 7704 0880, Email: leek@lucid-is.com). Requests for information in relation to the procedure for tendering Leek 19 Class A Notes and participating in the Offers should be directed to the Tender Agent.

Requests for information in relation to the Offers should be directed to the Dealer Manager, J.P. Morgan Securities Ltd, Telephone: +44 (0)20 7779 2468, Email: ABS_London_Syndicate@jpmorgan.com.

Dated: 20 July 2009