

# 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 2016	
Accrual Start Date	23 May 2016	
Accrual End Date	21 June 2016	
Accrual Period	29	
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+/Baa1
Previous LLP Payment date	23 May 2016	
Current LLP Payment date	21 June 2016	
Next LLP Payment date	21 July 2016	
Collection Period Start Date	30 April 2016	
Collection Period End Date	31 May 2016	
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 2016
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	Principal Priority of Payments
<b>Available Revenue Receipts</b>	<b>Available Principal Receipts</b>
5,248,463.00	20,064,698.11
(a) Trustee/ Security Trustee expenses	(a) Pre-Maturity Liquidity Ledger
-	-
(b) Accrued Senior Expenses	(b) Retained Principal Ledger
44,432.25	-
(c) 3rd Party Fees	(c) GIC Deposit to ensure ACT Compliance
55,728.43	-
(d) Interest Rate Swap Provider Payments	(d) Term Advance/ Covered Bond Swap
316,131.08	-
(e) Term Advance Interest/ Covered Bonds Swap	(e) Capital Distribution
1,561,414.03	20,064,698.11
(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	
1,877,545.11	
(l) Liquidation Members	
271.04	
(m) Designated Member Fee	
100.00	
(n) Members Interest Profits	
1,392,841.07	

Swaps	Counterparty	Notional Amount	Period Start Date	Period End Date	LIBOR	Pay Margin	Receipt Fixed Rate	LLP Payment	LLP Receipt	Net Receipt (Payment)
Interest Rate Swap	JPM	£505,499,946.49	23/05/2016	21/06/2016	0.5129%	1.30%	0.00%	522,119.12	205,988.04	316,131.08
Liability Swap	HSBC	£600,000,000.00	23/05/2016	21/06/2016	0.5129%	2.76%	4.75%	1,561,414.03	-	1,561,414.03

<b>Asset Coverage Test</b>	<b>This Period</b>
	31 May 2016
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>90.0%</b>
Moodys Asset Percentage - LLP Deed 11.3(iii)	<b>77.5%</b>
Adjusted True Balance (i)	1,081,103,403.89
Arrears Adjusted True Balance (ii)	1,087,340,891.64
A: Lower of Adjusted True Balance and Arrears Adjusted True Balance	842,689,191.02
B: Principal Receipts	20,087,019.32
C: Cash Capital Contributions	1,877,545.11
D: Substitution Assets	0.00
X: Flexible Redraw Capacity	0.00
Y: Deposit Set-Off Amounts	19,732,370.34
Z: WA Remaining Maturity * Principal Amt Outstanding * Neg Carry Factor	102,844,500.00
Total: A + B + C + D - (X + Y + Z)	742,076,885.11
Asset Percentage (%)	77.5%
Principal amount outstanding of all Covered Bonds issued	600,000,000.00
Amount of Credit Support	142,076,885.11
ACT Pass Fail	PASS

<b>Ledgers</b>	<b>This Period</b>	<b>Last Period</b>
Revenue Ledger	3,423,250.90	£3,147,707.68
Principal Ledger	20,087,019.32	£17,237,242.93
Reserve Ledger	7,000,000.00	£7,000,000.00
Capital Contribution Ledger	507,518,647.36	£529,546,798.35
Yield Reserve Ledger	-	£0.00
Retained Principal Ledger	-	£0.00
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	1,877,545.11
Cash Collateral posted during the period	1,860,250.10
Cash Collateral repayment during the period	- 1,877,545.11
Swap Cash Collateral Account Closing Balance	1,860,250.10

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

Make Whole Ledger Original Balance	£948,700.00
Make Whole Ledger Period Start Balance	£940,091.92
Make Whole Ledger Top up during the Period	£0.00
Make Whole Ledger Transfers to Principal Receipts	£0.00

Timing of the Collateral report	31 May 2016
Currency	Sterling
Prior Period Total Number of Residential Mortgage Loans	13,981
Current Total Number of Residential Mortgage Loans	13,756
Prior Period Total Value of Residential Mortgage Loans	1,112,349,452
Current Total Value of Residential Mortgage Loans	1,087,453,950
Current Average Loan Size	79,053
Current Weighted Average Seasoning (Months)	98
Weighted Average Interest Rate	3.23%
Weighted Average Remaining Term	168
Current Indexed Loan to Value Ratio	42.41%
Current Non-Indexed Loan to Value Ratio	51.04%

	Current Period		
<b>Delinquency Band (excluding possessions)</b>	<b>Total Balance</b>	<b>No</b>	<b>% of Total Balance</b>
Zero arrears	1,087,453,949.73	100.00%	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%

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

<b>Outstanding Repossessions</b>	<b>Total Balance</b>	<b>No</b>
	£0.00	0

	<b>Current Period</b>	<b>Previous Period</b>
Principal Payment Rate (3 Months Average)	1.83%	1.85%
Annualised PPR Speed (Based on monthly principal payment rate)	19.64%	16.77%
Constant Prepayment Rate (3 months Average)	1.28%	1.29%
Constant Prepayment Rate (Annualised)	13.86%	11.03%

	Current Period		
<b>Region</b>	<b>Total Balance</b>	<b>No</b>	<b>% of Balance</b>
East Anglia	£43,695,417.02	606	4.02%
East Midlands	£73,374,697.14	1,052	6.75%
London	£96,874,884.22	767	8.91%
North	£34,628,256.12	539	3.18%
North West	£157,104,194.12	2,228	14.45%
Scotland	£28,025,094.74	391	2.58%
South East	£266,455,279.18	2,600	24.50%
South West	£113,182,403.48	1,454	10.41%
Wales	£39,665,230.93	591	3.65%
West Midlands	£161,864,168.19	2,468	14.88%
Yorks and Humber	£72,584,324.59	1,060	6.67%
<b>Total</b>	<b>1,087,453,949.73</b>	<b>13,756</b>	<b>100.00%</b>
<b>Mortgage Size</b>	<b>Total Balance</b>	<b>No</b>	<b>% of Balance</b>
Less than or equal to 30K	47,560,623.60	2,918	4.37%
More than 30k up to and including 50K	93,054,346.28	2,317	8.56%
More than 50k up to and including 75K	168,742,070.68	2,718	15.52%
More than 75k up to and including 100K	182,205,585.07	2,101	16.76%
More than 100k up to and including 125K	154,165,683.55	1,380	14.18%
More than 125k up to and including 150K	113,782,677.14	833	10.46%
More than 150k up to and including 200K	143,534,211.61	843	13.20%
More than 200k up to and including 400K	149,360,872.79	580	13.73%
More than 400K up to and including 500K	16,054,881.55	36	1.48%
More than 500k	18,992,997.46	30	1.75%
<b>Total</b>	<b>1,087,453,949.73</b>	<b>13,756</b>	<b>100.00%</b>
<b>Mortgage Type</b>	<b>Total Balance</b>	<b>No</b>	<b>% of Balance</b>
Owner Occupied Purchase	544,379,647.34	5,841	50.06%
Owner Occupied Remortgage	543,074,302.39	7,915	49.94%
<b>Total</b>	<b>1,087,453,949.73</b>	<b>13,756</b>	<b>100.00%</b>
<b>Mortgage Payment Type</b>	<b>Total Balance</b>	<b>No</b>	<b>% of Balance</b>
Capital & Interest	723,176,957.52	10,634	66.50%
Interest Only	264,292,864.28	2,062	24.30%
Mixed (Part & Part)	99,984,127.93	1,060	9.19%
<b>Total</b>	<b>1,087,453,949.73</b>	<b>13,756</b>	<b>100.00%</b>
<b>Non-indexed Current LTV (Using Original Valuation)</b>	<b>Total Balance</b>	<b>No</b>	<b>% of Balance</b>
Less than or equal to 25% CLTV	141,636,199.27	4,540	13.02%
More than 25% up to and including 50% CLTV	379,128,453.24	4,586	34.86%
More than 50% up to and including 55% CLTV	90,883,207.63	802	8.36%
More than 55% up to and including 60% CLTV	91,323,797.91	795	8.40%
More than 60% up to and including 65% CLTV	74,432,421.79	634	6.84%
More than 65% up to and including 70% CLTV	74,229,764.75	606	6.83%
More than 70% up to and including 75% CLTV	77,790,977.81	607	7.15%
More than 75% up to and including 80% CLTV	60,545,957.81	503	5.57%
More than 80% up to and including 85% CLTV	39,460,370.31	301	3.63%
More than 85% up to and including 90% CLTV	30,103,204.23	197	2.77%
More than 90% up to and including 95% CLTV	14,434,890.05	95	1.33%
More than 95% up to and including 100% CLTV	5,654,362.59	43	0.52%
Over 100% CLTV	7,830,342.34	47	0.72%
<b>Total</b>	<b>1,087,453,949.73</b>	<b>13,756</b>	<b>100.00%</b>

<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%	237,332,498.07	5,708	21.82%
More than 25% up to and including 50%	467,349,061.69	4,838	42.98%
More than 50% up to and including 55%	86,511,470.68	723	7.96%
More than 55% up to and including 60%	79,471,364.55	660	7.31%
More than 60% up to and including 65%	63,523,632.73	550	5.84%
More than 65% up to and including 70%	56,896,396.91	471	5.23%
More than 70% up to and including 75%	38,871,172.30	313	3.57%
More than 75% up to and including 80%	20,252,825.13	179	1.86%
More than 80% up to and including 85%	12,306,723.94	113	1.13%
More than 85% up to and including 90%	12,737,752.74	106	1.17%
More than 90% up to and including 95%	7,155,155.94	59	0.66%
More than 95% up to and including 100%	3,570,397.20	23	0.33%
Over 100%	1,475,497.85	13	0.14%
<b>Total</b>	<b>1,087,453,949.73</b>	<b>13,756</b>	<b>100.00%</b>
<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%	128,595,895.63	2,454	11.83%
2 – 2.99%	402,386,262.57	6,740	37.00%
3 – 3.99%	200,249,358.78	3,435	18.41%
4 – 4.99%	294,531,863.83	5,690	27.08%
5 – 5.99%	55,157,106.79	1,054	5.07%
6 – 6.99%	6,533,462.13	179	0.60%
7 – 7.99%	£0.00	0	0.00%
<b>Total</b>	<b>1,087,453,949.73</b>	<b>19,552</b>	<b>100.00%</b>
<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	82,320,721.30	2,137	7.57%
Greater than 5 years and less than or equal to 10 years	202,355,762.95	3,374	18.61%
Greater than 10 years and less than or equal to 15 years	346,812,380.10	4,054	31.89%
Greater than 15 years and less than or equal to 20 years	293,887,198.67	2,738	27.03%
Greater than 20 years and less than or equal to 25 years	107,990,253.78	973	9.93%
Greater than 25 years and less than or equal to 30 years	42,270,963.88	355	3.89%
Greater than 30 years	11,816,669.05	125	1.09%
<b>Total</b>	<b>1,087,453,949.73</b>	<b>13,756</b>	<b>100.00%</b>
<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	377,505,808.78	3,928	34.71%
Flat/ Maisonnette	90,682,599.89	1,059	8.34%
Semi- Detached House	332,138,080.46	4,618	30.54%
Terraced House	235,253,407.50	3,350	21.63%
Other	51,874,053.10	801	4.77%
<b>Total</b>	<b>1,087,453,949.73</b>	<b>13,756</b>	<b>100.00%</b>
<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	£352,374,442.00	6,395	32.40%
Fixed - reverting to SVR	£477,368,132.22	8,100	43.90%
SVR	£257,711,375.51	5,057	23.70%
<b>Total</b>	<b>1,087,453,949.73</b>	<b>19,552</b>	<b>100.00%</b>

<b>Additional Information</b>	<b>As at 31-05-2016</b>	<b>Cumulative (From date of Issue)</b>
BNP Paribas Deposit Account	36,009,554.68	n/a
BNP Paribas Swap Collateral Account	1,877,545.11	
Co-operative Bank Deposit Account	1,363,807.90	n/a
Substitute Assets	0.00	-
	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	£20,064,698.11	£1,550,538,225.21
Scheduled Principal Receipts	n/a	n/a
Unscheduled Principal Receipts	n/a	n/a
Available Revenue Receipts	£5,248,463.00	£599,900,049.10
Value of Repurchases	£761,671.20	£153,679,823.51
Number of Repurchases	30	2,589
Value of Re-arrangements	£4,103,095.53	£148,051,202.04
Number of Re-arrangements	42	1,555
Value of Loans Added to Pool (Including re-arrangements)	£0.00	£1,687,144,070.15
Number of Loans Added to Pool	-	11,475
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	£0.00	£15,262,671.67
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>Latest available rating (M-Moody's/ F- Fitch)</b>	<b>Breach Action</b>
<b>Covered Bond Swap Provider</b>	HSBC Bank PLC	A2, P-1/ A, F1	Aa2, P-1(Stable)/ AA-, F1+	N/A
<b>Fixed Rate Swap Provider</b>	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
<b>Issuer Account Bank (i)</b>	The Co-operative Bank PLC	P-1/ A, F1	Caa2,NP/ B,B	Deposits limited to Collateralised Amount- £3m
<b>Issuer Account Bank (ii)</b>	BNP Paribas Securities Services	P-1/ A, F1	P-1/A+,F1	N/A
<b>Collection Account Bank</b>	The Co-operative Bank PLC	Co-op Insolvency Event Occurance	N/A	
<b>Cash Manager</b>	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.
<b>Servicer</b>	The Co-operative Bank PLC	Baa3/ B	Caa2,NP/ B,B	Back up Servicer appointed.

<b>Back up Cash Manager</b>	Citibank N.A., London Branch
<b>Back up Servicer</b>	Homeloan Management Limited

<b>Deal Participant Information</b>			
Cash Manager	The Co-operative Bank PLC <a href="https://www.co-operativebank.co.uk/investorrelations/debtinvestors">https://www.co-operativebank.co.uk/investorrelations/debtinvestors</a>	Paying Agent	HSBC Bank PLC
Web address		Account Banks	The Co-operative Bank PLC BNP Paribas Securities Services
Servicer	The Co-operative Bank PLC <a href="https://www.co-operativebank.co.uk/investorrelations/debtinvestors">https://www.co-operativebank.co.uk/investorrelations/debtinvestors</a>	Liquidity Support	The Co-operative Bank PLC
Note Trustee e-mail	HSBC Corporate Trustee Company (UK) Ltd <a href="mailto:cta.trustee_admin@hsbc.com">cta.trustee_admin@hsbc.com</a>	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





Information Sources	The Co-operative Bank PLC
Point Contact	Randika Vithanage
Contact Information	
Email	<a href="mailto:randika.vithanage@cfs.coop">randika.vithanage@cfs.coop</a>
Telephone	+44 (0)161 201 7809
Fax	+44 (0)1538 399 519
	17th Floor, Miller Street
	Manchester
Address	M60 0AL
	Bloomberg or <a href="https://www.co-operativebank.co.uk/investorrelations/debtinvestors">https://www.co-operativebank.co.uk/investorrelations/debtinvestors</a>
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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