

NOTICE TO NOTEHOLDERS

Dated 18 May 2009

Leek Finance Number Twelve PLC
(Reg. No: 4882769)
10 Upper Bank Street
London E14 5JJ
(the Issuer)

To the Noteholders of:

£257,000,000 Class Aa Mortgage Backed Floating Rate Notes
due 2036
ISIN Number XS 0189213167
Common Code 018921316
(the Class Aa Notes)

US\$350,000,000 Class Ab Mortgage Backed Floating Rate Notes
due 2036
ISIN Number XS 0189214991
Common Code 018921499
US ISIN Number US52426RAB33
CUSIP 52426RAB3
(the Class Ab Notes)

€75,000,000 Class Ac Mortgage Backed Floating Rate Notes
due 2036
ISIN Number XS 0189215535
Common Code 018921553
(the Class Ac Notes)

£14,000,000 Class Ma Mortgage Backed Floating Rate Notes
due 2036
ISIN Number XS 0189215964
Common Code 018921596
(the Class Ba Notes)

€21,000,000 Class Mc Mortgage Backed Floating Rate Notes
due 2036
ISIN Number XS 0189216343
Common Code 018921634
(the Class Mc Notes)

£10,000,000 Class Ba Mortgage Backed Floating Rate Notes
due 2036
ISIN Number XS 0189216939
Common Code 018921693
(the Class Ba Notes)

€21,500,000 Class Bc Mortgage Backed Floating Rate Notes
due 2036
ISIN Number XS 0189217317

**Common Code 018921731
(the Class Bc Notes)**

**£7,500,000 Class Ca Mortgage Backed Floating Rate Notes
due 2036**

ISIN Number XS 0189217747

**Common Code 018921774
(the Class Ca Notes)**

**€15,500,000 Class Cc Mortgage Backed Floating Rate Notes
due 2036**

ISIN Number XS 0189218125

Common Code 018921812

(the Class Cc Notes and together with the Class Aa Notes, the Class Ab Notes, the Class Ac Notes, the Class Ma Notes, the Class Mc Notes, the Class Ba Notes, the Class Bb Notes, the Class Ca Notes and the CC Notes, the "Notes")

NOTICE IS HEREBY GIVEN that the Issuer will redeem all outstanding Notes at their then Principal Amount Outstanding together with accrued interest on 22 June 2009, pursuant to condition 6(d) of the Notes.

The Issuer has requested the London Stock Exchange to delist the Notes upon their redemption. Such delisting will be effective on 22 June 2009.

Terms used but not defined in this notice bear the same meaning as set out in the trust deed made between, *inter alios*, Leek Finance Number Twelve PLC and the Trustee dated 30 March 2004.

Leek Finance Number Twelve PLC