

31 JANUARY 2014

LEEK FINANCE NUMBER NINETEEN PLC ANNOUNCEMENT IN RESPECT OF THE IMPLEMENTATION DATE OF THE NOTEHOLDER PROPOSAL SANCTIONED BY EXTRAORDINARY RESOLUTIONS OF THE HOLDERS OF THE:

£110,000,000 CLASS A2A MORTGAGE BACKED FLOATING RATE NOTES DUE 2038 (ISIN: XS0294479778),

U.S.\$624,100,000 CLASS A2B MORTGAGE BACKED FLOATING RATE NOTES DUE 2037 (REGULATION S NOTES: ISIN: XS0294480602, RULE 144A NOTES: ISIN: US52426WAB28,

€124,500,000 CLASS A2C MORTGAGE BACKED FLOATING RATE NOTES DUE 2038 (ISIN: XS0294482483),

£23,000,000 CLASS MA MORTGAGE BACKED FLOATING RATE NOTES DUE 2038 (ISIN: XS0294483614),

€68,000,000 CLASS MC MORTGAGE BACKED FLOATING RATE NOTES DUE 2038 (ISIN: XS0294484349),

£12,000,000 CLASS BA MORTGAGE BACKED FLOATING RATE NOTES DUE 2038 (ISIN: XS0294484778),

€51,000,000 CLASS BC MORTGAGE BACKED FLOATING RATE NOTES DUE 2038 (ISIN: XS0294485072),

£6,000,000 CLASS CA MORTGAGE BACKED FLOATING RATE NOTES DUE 2038 (ISIN: XS0294485403),

€32,900,000 CLASS CC MORTGAGE BACKED FLOATING RATE NOTES DUE 2038 (ISIN: XS0294486476),

£13,000,000 CLASS DA MORTGAGE BACKED FLOATING RATE NOTES DUE 2038 (ISIN: XS0294486559), AND

€6,700,000 CLASS DC MORTGAGE BACKED FLOATING RATE NOTES DUE 2038 (ISIN: XS0294486716).

Leek Finance Number Nineteen PLC (the **Issuer**) gives notice that following the passing of Extraordinary Resolutions at meetings of: (i) the holders of the outstanding £110,000,000 Class A2a Mortgage Backed Floating Rate Notes due 2038 (ISIN: XS0294479778) (the **Class A2a Notes**), U.S.\$624,100,000 Class A2b Mortgage Backed Floating Rate Notes due 2037 (Regulation S Notes: ISIN: XS0294480602, Rule 144A Notes: ISIN: US52426WAB28) (the **Class A2b Notes**), and €124,500,000 Class A2c Mortgage Backed Floating Rate Notes due 2038 (ISIN: XS0294482483) (the **Class A2c Notes**) (the Class A2a Notes, the Class A2b Notes and the Class A2c Notes together, the **Class A2 Notes**); (ii) the holders of the outstanding £23,000,000 Class Ma Mortgage Backed Floating Rate Notes due 2038 (ISIN: XS0294483614) (the **Class Ma Notes**) and €68,000,000 Class Mc Mortgage Backed Floating Rate Notes due 2038 (ISIN: XS0294484349) (the **Class Mc Notes**) (the Class Ma Notes and the Class Mc Notes together, the **Class M Notes**); (iii) the holders of the outstanding £12,000,000 Class Ba Mortgage Backed Floating Rate Notes due 2038 (ISIN: XS0294484778) (the **Class Ba Notes**) and €51,000,000 Class Bc Mortgage Backed Floating Rate Notes due 2038 (ISIN: XS0294485072) (the **Class Bc Notes**) (the Class Ba Notes and the Class Bc Notes together, the **Class B Notes**); (iv) the holders of the outstanding £6,000,000 Class Ca Mortgage Backed Floating Rate Notes due 2038 (ISIN: XS0294485403) (the **Class Ca Notes**) and €32,900,000 Class Cc Mortgage Backed Floating Rate Notes due 2038 (ISIN: XS0294486476) (the **Class Cc Notes**) (the Class Ca Notes and the Class Cc Notes together, the **Class C Notes**); and (v) the holders of the outstanding £13,000,000 Class Da Mortgage Backed Floating Rate Notes due 2038 (ISIN: XS0294486559) (the **Class**

Da Notes) and €6,700,000 Class Dc Mortgage Backed Floating Rate Notes due 2038 (ISIN: XS0294486716) (the Class **Dc Notes**) (the Class Da Notes and the Class Dc Notes together, the **Class D Notes**) (the Class A2 Notes, the Class M Notes, the Class B Notes, the Class C Notes and the Class D Notes together, the **Notes**), the Noteholder Proposal has been implemented and the Amendment Documents have been entered into.

Capitalised terms used in this announcement have the meanings ascribed to them in or incorporated into the Consent Solicitation Memorandum dated 5 December 2013.