

**KEY CHARACTERISTICS OF THE SECOND NEW NOTES
AND EXISTING FIXED RATE NOTES**

	Class A3 Notes	Class A6 Notes	Class A7 Notes¹	Class A8 Notes¹	Class B1 Notes	Class B2 Notes	Class C1 Notes
Denomination ²	£1,000	£1,000	£50,000 minimum and £1,000 thereafter	£50,000 minimum and £1,000 thereafter	£1,000	£1,000	£50,000 minimum and £1,000 thereafter
Principal Amount Outstanding on issue	£201,000,000	£220,000,000	£250,000,000	£250,000,000	£77,500,000	£125,000,000	£125,000,000
Issue Price	100%	99.996%	100%	100%	100%	99.988%	100%
Interest Rate ³	7.369% per annum	5.943% per annum	4.767% per annum	LIBOR + 0.28% per annum up to (but excluding) the Interest Payment Date falling in 30 June 2015 and thereafter, LIBOR plus a margin of 0.28% per annum and a further margin of 0.42% per annum	8.44% per annum	6.962% per annum	LIBOR + 1.10% per annum up to (but excluding) the Interest Payment Date falling in 30 June 2015 and thereafter, LIBOR plus a margin of 1.10% per annum and a further margin of 1.65% per annum
Frequency of payments of interest	Quarterly	Quarterly	Quarterly	Quarterly	Quarterly	Quarterly	Quarterly
Frequency of amortisation of principal	Quarterly from the Interest Payment Date falling in June 2011	Quarterly from the Interest Payment Date falling in December 2016	Quarterly from the Interest Payment Date falling in December 2009	Quarterly from the Interest Payment Date falling in December 2010	Quarterly from the Interest Payment Date falling in September 2022	Quarterly from the Interest Payment Date falling in March 2025	Quarterly from the Interest Payment Date falling in September 2033
Early redemption premium	Spens	Spens	Spens	None	Spens	Spens	None
Interest Payment Dates ⁴	30 March, 30 June, 30 September and 30 December	30 March, 30 June, 30 September and 30 December	30 March, 30 June, 30 September and 30 December	30 March, 30 June, 30 September and 30 December	30 March, 30 June, 30 September and 30 December	30 March, 30 June, 30 September and 30 December	30 March, 30 June, 30 September and 30 December
First Interest Payment Date ⁴	30 September 1999	30 March 2003	30 September 2005	30 September 2005	30 September 1999	30 March 2003	30 September 2005
Final Maturity Date ⁵	June 2022	December 2024	June 2033	June 2033	June 2025	June 2028	June 2035
Fitch/S&P/Moody's ratings ⁶	A/A/A2	A/A/A2	AAA/AAA/Aaa	AAA/AAA/Aaa	BBB+/BBB+/ Baa2	BBB+/BBB+/ Baa2	BBB/BBB/ Baa3
Form at issue ²	Bearer	Bearer	Bearer	Bearer	Bearer	Bearer	Bearer
Listing ⁷	Luxembourg Stock Exchange	Luxembourg Stock Exchange	Irish Stock Exchange	Irish Stock Exchange	Luxembourg Stock Exchange	Luxembourg Stock Exchange	Irish Stock Exchange
Clearing	Euroclear and Clearstream, Luxembourg	Euroclear and Clearstream, Luxembourg	Euroclear and Clearstream, Luxembourg	Euroclear and Clearstream, Luxembourg	Euroclear and Clearstream, Luxembourg	Euroclear and Clearstream, Luxembourg	Euroclear and Clearstream, Luxembourg
Common Code	9904174	015812133	022631993	022632019	9904182	015812184	022632027
ISIN	XS0099041740	XS0158121334	XS0226319936	XS0226320199	XS0099041823	XS0158121847	XS0226320272

Notes to above table:

- 1 The Class A7 Notes and the Class A8 Notes have the benefit of a financial guarantee from MBIA as to Scheduled Interest and Scheduled Principal – see **Summary of the Transaction and the Terms and Conditions of the Second New Notes and Related Matters – Description of the New Notes – Second MBIA Financial Guarantee**.
- 2 In relation to the Second New Notes and denomination, see **Terms and Conditions of the Notes – Condition 1 (Form, Denomination and Title)**.
- 3 In relation to the Second New Notes, see **Terms and Conditions of the Notes – Condition 4(c) (Rate of Interest on the Class A8 Notes and the Class C1 Notes), Condition 4(d) (Applicable Margin, Step-Up Margin and Step-Up Amounts) and Condition 4(e) (Rate of Interest on the Class A3 Notes, the Class A6 Notes, the Class A7 Notes, the Class B1 Notes and the Class B2 Notes)**.