

Nationwide Covered Bonds Programme

Investor Report

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Terms marked with an asterisk (*) are defined in the glossary on page 16.

Reporting Information

Reporting Date	19/03/2012
Reporting Period	01/02/2012 - 29/02/2012

Outstanding Issuances

Nationwide Covered Bond Series	Issue Date	Nationwide Covered Bond Series	Issue Date
2005-1	07/12/2005	2011-10	09/05/2011
2006-2	05/12/2006	2011-11	10/05/2011
2007-1	26/02/2007	2011-12	13/05/2011
2007-1	27/02/2007	2011-13	03/08/2011
2007-2	18/07/2007	2011-14	08/08/2011
2007-3	13/09/2007	2011-15	02/09/2011
2008-16	13/06/2008	2011-16	29/09/2011
2008-20	04/12/2008	2011-17	05/10/2011
2009-2	16/01/2009	2011-18	13/10/2011
2010-1	14/09/2010	2011-19	13/10/2011
2010-2	26/10/2010	2011-20	27/10/2011
2011-1	27/01/2011	2011-21	27/10/2011
2011-2	28/01/2011	2011-22	27/10/2011
2011-3	08/02/2011	2011-23	31/10/2011
2011-4	01/03/2011	2012-01	23/01/2011
2011-5	28/02/2011	2012-02	17/02/2012
2011-6	14/03/2011	2012-03	22/02/2012
2011-7	29/03/2011	2012-04	28/02/2012
2011-8	29/03/2011	2012-05	01/03/2012
2011-9	28/04/2011		

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Mortgage Assets

All values are in pounds sterling unless otherwise stated

Assets

	Prior Period	Current Period
Number of mortgage accounts in Pool	392,425	389,459
True Balance* of mortgage accounts in Pool	£32,885,853,847	£32,548,409,946
Cash and other Assets	£1,527,491,245	£633,696,461

Repurchases* & Substitutions*

	Number of loans	Balance (£)
Repurchases current period	1,568	4,062,116
Repurchases to date*	50,437	1,283,606,735
Substitutions current period	779	19,336,380
Substitutions to date*	47,535	4,006,757,001

Collections

	Prior Period	Current Period
Mortgage Collections*	£420,221,181	£426,951,374

Yield Analysis

	Prior Period	Current Period
Pre-Swap Mortgage Yield	3.40%	3.39%
Post-Swap Mortgage Yield	2.05%	2.01%

Arrears* Analysis (excluding Properties in Possession)

Months in Arrears	Number of Mortgage Accounts	% of total	True Balance* (£)	% of total balance	Arrears Balance (£)
No arrears	385,750	99.0%	32,211,922,533	99.0%	0
>=1 and <=2	1,784	0.5%	161,648,753	0.5%	1,216,060
>2 and <=3	530	0.1%	47,749,519	0.1%	694,184
>3 and <=6	761	0.2%	68,004,498	0.2%	1,632,618
>6 and <=9	341	0.1%	30,461,769	0.1%	1,265,676
>9 and <=12	131	0.0%	12,778,318	0.0%	688,837
12+	162	0.0%	15,844,555	0.0%	1,399,352
Totals	389,459	100.0%	32,548,409,946	100.0%	6,896,726

Arrears* Capitalisation

	Arrears (£)	Number of cases
Arrears capitalisation - current month	48,865	29

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Mortgage Portfolio Breakdown

Summary Statistics

	Seasoning (months)	Remaining term (months)	Loan Size (£)	LTV at Origination* (%)	Indexed* LTV (%)	Arrears* (£)
Weighted Average	80	203	83,573	68.6%	55.9%	2,441
Min	8	0	10	14.0%	0.0%	8
Max	313	535	949,552	100.0%	191.7%	42,059

Constant Payment Rates (CPR)*

	Monthly	3 Month Average	Annualised
Current CPR Rate - Total ¹	1.08%	15.95%	12.27%
Previous CPR Rate - Total	2.01%	16.67%	21.61%

¹ Includes one-off technical repurchase

Constant Payment Rate Analysis

	% of CPR Rate
Current % of CPR - Technical	1.1%
Previous % of CPR - Technical	45.3%
Current % of CPR - Natural	98.9%
Previous % of CPR - Natural	54.7%

Standard Variable Rates*

	NBS Existing Borrower SVR, %	With Effect From
Standard Mortgage Rate, Current	3.99	30/04/2009
Standard Mortgage Rate, Historical	-	-
Base Mortgage Rate, Current	2.5	01/04/2009
Base Mortgage Rate, Historical	3	01/03/2009

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Mortgage Portfolio Breakdown

Geographical Distribution*

Regions	True Balance* (£)	% of total balance	Number of mortgage accounts	% of total
East Anglia	1,364,804,116	4.2%	17,870	4.6%
East Midlands	2,488,982,762	7.6%	34,142	8.8%
London	4,140,358,928	12.7%	37,946	9.7%
North	1,103,542,333	3.4%	15,238	3.9%
North West	2,639,172,781	8.1%	35,135	9.0%
Northern Ireland	920,609,084	2.8%	13,780	3.5%
Outer Metropolitan	5,230,702,723	16.1%	50,078	12.9%
Outer South East	4,176,707,539	12.8%	46,854	12.0%
Scotland	2,592,527,236	8.0%	36,236	9.3%
South West	2,781,856,437	8.5%	33,230	8.5%
Wales	1,031,503,514	3.2%	15,222	3.9%
West Midlands	2,365,976,622	7.3%	31,008	8.0%
Yorkshire & Humberside	1,711,665,872	5.3%	22,720	5.8%
Totals	32,548,409,946	100%	389,459	100.0%

Loan to Value ratios at origination*

Range of LTV ratios at origination	True Balance* (£)	% of total balance	Number of mortgage accounts	% of total
0% - 24.99%	900,408,109	2.8%	25,798	6.6%
25% - 49.99%	5,324,349,276	16.4%	87,356	22.4%
50% - 74.99%	11,714,204,317	36.0%	130,359	33.5%
75% - 79.99%	2,599,410,109	8.0%	24,714	6.3%
80% - 84.99%	3,060,765,673	9.4%	28,125	7.2%
85% - 89.99%	3,578,517,743	11.0%	33,384	8.6%
90% - 94.99%	3,446,432,616	10.6%	36,681	9.4%
>95 %	1,924,322,102	5.9%	23,042	5.9%
Totals	32,548,409,946	100.0%	389,459	100.0%

Indexed* Loan to Value ratios

Range of LTV ratios	True Balance* (£)	% of total balance	Number of mortgage accounts	% of total
<25.00%	3,652,457,624	11.2%	115,384	29.6%
25% - 49.99%	9,466,763,573	29.1%	120,589	31.0%
50% - 74.99%	11,702,709,471	36.0%	95,911	24.6%
75% - 79.99%	2,344,675,688	7.2%	17,019	4.4%
80% - 84.99%	2,115,988,871	6.5%	15,404	4.0%
85% - 89.99%	1,408,488,879	4.3%	10,667	2.7%
90% - 94.99%	917,325,450	2.8%	7,174	1.8%
95% - 96.99%	236,929,017	0.7%	1,876	0.5%
97% - 100%	271,960,087	0.8%	2,155	0.6%
100+ %	431,111,285	1.3%	3,280	0.8%
Totals	32,548,409,946	100.0%	389,459	100.0%

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Mortgage Portfolio Breakdown

Outstanding True Balances

Range of outstanding balances	True Balance* (£)	% of total balance	Number of mortgage accounts	% of total
< £25,000	815,209,139	2.5%	60,202	15.5%
£25,000 - £49,999.99	2,788,804,787	8.6%	74,430	19.1%
£50,000 - £74,999.99	4,359,181,878	13.4%	69,963	18.0%
£75,000 - £99,999.99	5,201,838,100	16.0%	59,716	15.3%
£100,000 - £124,999.99	5,076,307,709	15.6%	45,400	11.7%
£125,000 - £149,999.99	4,214,468,288	12.9%	30,872	7.9%
£150,000 - £174,999.99	3,045,398,187	9.4%	18,878	4.8%
£175,000 - £199,999.99	2,126,345,243	6.5%	11,404	2.9%
£200,000 - £224,999.99	1,439,350,160	4.4%	6,811	1.7%
£225,000 - £249,999.99	931,720,381	2.9%	3,940	1.0%
£250,000 - £299,999.99	1,115,533,151	3.4%	4,104	1.1%
£300,000 - £349,999.99	574,600,814	1.8%	1,783	0.5%
£350,000 - £399,999.99	326,424,545	1.0%	875	0.2%
£400,000 - £449,999.99	193,589,205	0.6%	460	0.1%
£450,000 - £499,999.99	127,427,076	0.4%	269	0.1%
£500,000 - £549,999.99	69,134,344	0.2%	133	0.0%
£550,000 - £599,999.99	46,963,157	0.1%	82	0.0%
£600,000 - £649,999.99	31,050,128	0.1%	50	0.0%
£650,000 - £699,999.99	21,563,800	0.1%	32	0.0%
£700,000 - £749,999.99	14,452,605	0.0%	20	0.0%
£750,000+	29,047,248	0.1%	35	0.0%
Totals	32,548,409,946	100.0%	389,459	100.0%

Seasoning of Loans

Age of loans in months	True Balance* (£)	% of total balance	Number of mortgage accounts	% of total
3 to < 12	171,002,996	0.5%	1,321	0.3%
12 to < 18	627,075,167	1.9%	4,870	1.3%
18 to < 24	971,535,660	3.0%	7,858	2.0%
24 to < 30	817,030,726	2.5%	7,029	1.8%
30 to < 36	700,547,202	2.2%	6,437	1.7%
36 to < 42	1,837,816,772	5.6%	16,957	4.4%
42 to < 48	942,836,612	2.9%	9,144	2.3%
48 to < 54	1,746,275,373	5.4%	14,988	3.8%
54 to < 60	3,259,415,909	10.0%	28,589	7.3%
60 to < 66	3,274,561,654	10.1%	29,821	7.7%
66 to < 72	2,764,553,555	8.5%	26,989	6.9%
72+	15,435,758,321	47.4%	235,456	60.5%
Totals	32,548,409,946	100.0%	389,459	100.0%

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Mortgage Portfolio Breakdown

Years to maturity of loans

Years to maturity	True Balance* (£)	% of total balance	Number of mortgage accounts	% of total
<5	1,488,276,174	4.6%	47,328	12.2%
5 to <10	3,616,513,240	11.1%	69,124	17.7%
10 to <15	6,933,960,025	21.3%	92,017	23.6%
15 to <20	10,625,128,097	32.6%	101,036	25.9%
20 to <25	6,246,441,577	19.2%	50,606	13.0%
25 to <30	2,277,059,019	7.0%	18,309	4.7%
30 to <35	1,037,949,350	3.2%	8,377	2.2%
35+	323,082,462	1.0%	2,662	0.7%
Totals	32,548,409,946	100.0%	389,459	100.0%

Product groups*

Type of rate	True Balance* (£)	% of total balance	Number of Loans	% of total
Fixed	9,618,827,087	29.6%	156,534	26.6%
Tracker	2,313,388,798	7.1%	55,393	9.4%
Variable	20,616,194,060	63.3%	376,697	64.0%
Totals	32,548,409,946	100.0%	588,624	100.0%

Repayment terms*

Repayment Terms	True Balance* (£)	% of total balance	Number of Loans	% of total
Combination (Interest Only and Repayment)	3,607,522,087	11.1%	45,317	7.7%
Interest Only	5,597,232,436	17.2%	80,289	13.6%
Repayment	23,343,655,423	71.7%	463,018	78.7%
Totals	32,548,409,946	100.0%	588,624	100.0%

Payment frequency

Payment Frequency	True Balance* (£)	% of total balance	Number of mortgage accounts	% of total
Monthly	32,548,409,946	100.0%	389,459	100.0%
Totals	32,548,409,946	100.0%	389,459	100.0%

Summary of Tests & Triggers

Event	Summary	Trigger (S&P, Moody's, Fitch; short-term, long-term)	Base Prospectus	Breached	Consequence if Trigger Breached
Pre-Maturity Test	Seller's short term ratings fall below required levels	Required ratings: A-1 and n/a, P-1 and A2, F1 and n/a	280-281	No	Transfer required funds to Pre-Maturity Liquidity Ledger. Failure to transfers funds results in a Nationwide trigger
Nationwide Trigger (Issuer Event of Default)	Nationwide failure to pay on Covered Bonds or Nationwide insolvency	Nationwide failure to pay on Covered Bonds or Nationwide insolvency	115-118	No	Triggers a Notice to Pay on the LLP
Servicer Trigger	Servicer's ratings fall below required levels	(Initial) A- and n/a, P-1 and n/a, F-1 and n/a (Subsequent) n/a and BBB-, n/a and Baa3, n/a and BBB-	254-255	No	At initial trigger, direct funds to account held with Stand-by Account Bank. Replace servicer within 60 days at subsequent breach.
Asset Coverage Test	Failure of Asset Coverage Test	Adjusted Aggregate Loan Amount less than Aggregate Principal Amount outstanding	281-282	No	If not remedied within three calculation dates, triggers Issuer Event of Default
Yield Shortfall Test ¹	Failure of Portfolio Yield Test	Falls below LIBOR plus 0.15%	256-257	No	Increase Standard Variable Rate and/or the other discretionary rates or margins
LLP Event of Default ¹	LLP failure to pay Guarantee, insolvency, etc	LLP failure to pay Guarantee, insolvency, etc	118-119	No	Triggers an LLP Acceleration Notice
Amortisation Test ¹	Failure of Amortisation Test	Amortisation Test Aggregate Loan Amount less than Aggregate Principal outstanding	282	No	LLP Acceleration Notice
Swap Counterparty Rating Trigger (see page 14, "Collateral Postings")	Breach of ratings trigger	Counterparty ratings downgrade	N/A	Yes	Collateral posting/swap transfer

¹Requires prior Issuer Event of Default

Key Parties	Current Long Term Rating (S&P, Moody's, Fitch)	Current Short Term Rating	Role
Nationwide Building Society	A+ /A2/A+	A-1/P-1/F1	Servicer, Seller, Issuer, LLP Cash Manager, LLP Account Bank, GIC Account Provider, Basis Rate Swap Provider

Other Parties	Role
Barclays Capital	Arranger
Citibank/Citicorp	Stand-by Account Bank, Security Trustee, Registrar, Principal Paying Agent & Agent Bank, Exchange & Transfer Agent, Bond Trustee
Moulton Capital Finance Holdings	Liquidation Member
PricewaterhouseCoopers LLP	Auditor of LLP Accounts, Asset Monitor
Wilmington Trust Services (London)	Share Trustee, Corporate Services Provider

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Asset Coverage Test

Asset Coverage Test			
Calculation Date	12/03/2012	12/02/2012	
Aggregate Adjusted Loan Amount	= A + B + C + D - (X + Y + Z)		
Description	Value	Value	
True Balance	32,548,409,946	32,885,853,847	
Adjusted Indexed Valuation	80,733,439,956	81,357,644,258	
Asset Percentage	75.2%	75.2%	
True Balance of loans < 3 mths in arrears	32,423,893,409	32,761,376,899	
True Balance of loans > 3 mths =< 75% LTV	70,740,466	70,069,314	
True Balance of loans > 3 mths > 75% LTV	53,776,071	54,407,633	
Principal Outstanding on Bonds	18,563,576,874	19,641,968,474	
Average Remaining Maturity of Bonds (Years)	7.81	7.28	
Negative Carry Factor	1.23%	1.08%	
A = Lower of (i) and (ii) multiplied by asset percentage :			
(i) Economic effect Adjustment on True Balance			
Adjusted True Balance			
made up by:	M		
Loans < 3 months in arrears	0.75	31,534,000,984	31,851,518,994
Loans in arrears =< 75% LTV	0.4	53,832,444	53,223,161
Loans in arrears > 75% LTV	0.25	15,150,112	15,374,994
Adjusted True Balance		31,602,983,540	31,920,117,148
(ii) Arrears Effect on True Balance			
Arrears Adjusted True Balance			
made up by:	N		
Loans < 3 months in arrears	1	32,388,968,973	32,725,624,443
Loans in arrears =< 75% LTV	0.4	53,832,444	53,223,161
Loans in arrears > 75% LTV	0.25	15,150,112	15,374,994
sub total		32,457,951,529	32,794,222,598
Current Asset Percentage (max 93%)	75.2%	75.2%	
Arrears Adjusted True Balance	24,408,379,550	24,244,269,300	

Asset Coverage Test (continued)			
	12/03/2012	12/02/2012	
A - Adjusted True Balance =	<u>24,408,379,550</u>	<u>24,661,255,393</u>	
B - Available principal Receipts =	<u>445,638,493</u>	<u>1,352,136,044</u>	
C - Cash contributions =	<u>0</u>	<u>0</u>	
D - Substitution Assets =	<u>0</u>	<u>0</u>	
E - Pre-Maturity Liquidity Ledger =	<u>0</u>	<u>0</u>	
X - Set-off Risk (4.00%) =	<u>1,301,936,398</u>	<u>1,315,434,154</u>	
Y - Flexible Re-draw Capacity =	<u>630,763,569</u>	<u>630,130,576</u>	
Z - Negative Carry Factor of holding Funds =	<u>1,782,248,618</u>	<u>1,539,387,572</u>	
Adjusted Aggregate Loan Amount	<u>21,139,069,459</u>	<u>22,528,439,135</u>	
Aggregate Principal Amount Outstanding of Covered Bonds	<u>18,563,576,874</u>	<u>19,641,968,474</u>	
Test Result	<u>Pass</u>	<u>Pass</u>	
Pool to Covered Bond ratio percentage	87.82%	87.19%	

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Principal & Revenue Receipts and Ledgers

Principal & Revenue Receipts*

Revenue Receipts				(£)
Calculation Date :	12/03/2012			
Has an LLP notice to pay been issued ?	NO			
Balance b/f				101,622,291
Interest Received on mortgages	Period	01/02/2012 to	29/02/2012	84,948,925
Interest Received on GIC Account	Period	01/02/2012 to	29/02/2012	948,526
Interest Received on Substitution Assets	Period	01/02/2012 to	29/02/2012	0
Interest Received on Authorised Investments	Period	01/02/2012 to	29/02/2012	0
Interest Rate Swap	Period	01/02/2012 to	29/02/2012	(40,487,027)
Interest on Covered Bond Swap	Period	01/02/2012 to	29/02/2012	175,296,677
Excess Funds on Reserve Fund				0
Transfer to/from Reserve Fund				(12,000,000)
Any other receipts not covered above	Period	01/02/2012 to	29/02/2012	(193,070,902)
Payments made (incl repatriation to Nationwide)	Period	01/02/2012 to	29/02/2012	(15,000,000)
If LLP notice to pay issued				0
Amount of Reserve Fund				0
Less :				0
Amounts paid to third parties				0
Available Revenue Receipts				102,258,490

Principal Receipts				(£)
Calculation Date :	12/03/2012			
Principal receipts b/f				1,352,136,044
Utilisation of Principal Receipts	Period	01/02/2012 to	29/02/2012	(1,248,500,000)
Principal repayments under mortgages	Period	01/02/2012 to	29/02/2012	342,002,449
Proceeds from term loans			18,563,576,874	
Less Mortgages Purchased			18,563,576,874	
Unutilised Proceeds				0
Capital Contributions in Kind				0
Proceeds from Mortgage Sales				0
Capital receivables under Covered Bond Swap				0
Available Principal Receipts				445,638,493

Ledgers

Principal Ledger	Month End	Month End
	29/02/2012	31/01/2012
	(£)	
Balance b/f on Principal Ledger	1,352,136,044	739,092,449
Utilisation of Principal Receipts	(1,248,500,000)	285,019,745
Principal repayments under mortgages	342,002,449	328,023,850
Balance c/f on Principal Ledger	445,638,493	1,352,136,044

Revenue Ledger		(£)	
Balance b/f on Revenue Ledger	101,622,291	38,489,625	
Expected Interest Receipts on Mortgages	84,948,925	92,197,331	
Interest due on bank accounts	948,526	646,536	
Other payments/(receipts)	(17,774,226)	(26,998,274)	
Transfers to/(from) GIC	(27,000,000)	34,000,000	
Payments due under Interest Rate Swap	(40,487,027)	(36,712,927)	
Balance c/f on Revenue Ledger	102,258,490	101,622,291	

Reserve Ledger		(£)	
Balance b/f on Reserve Ledger	73,732,910	160,620,777	
Transfers to/from GIC	12,000,000	(87,000,000)	
Interest due on bank accounts	66,569	112,133	
Balance c/f on Reserve Ledger	85,799,479	73,732,910	

Reserve Ledger Requirements		(£)	
Balance required on reserve Ledger	63,569,038	62,935,122	
Reserve Ledger surplus	22,230,441	10,797,788	

Pre-Maturity Liquidity Ledger		(£)	
Hard Bullet Covered Bonds	£0	£0	
Pre Maturity Test	PASS	PASS	
Pre-Maturity Liquidity Ledger	£0	£0	

Total cash holding month end	£633,696,461	£1,527,491,245
Bond value	£18,563,576,874	£19,641,968,474
Percentage Cash Holding	3.4%	7.8%

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Notes in issue

	2005-1	2006-2	2007 - 1	2007-2	2007-3	2008-16	2008-20	2009-2	2010-1
Series	2005-1	2006-2	2007 - 1	2007-2	2007-3	2008-16	2008-20	2009-2	2010-1
Issue Date	07/12/2005	05/12/2006	27/02/2007	18/07/2007	13/09/2007	13/06/2008	04/12/2008	16/01/2009	14/09/2010
Original rating (Moody's/S&P/Fitch)	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA
Current rating (Moody's/S&P/Fitch)	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA
Currency	EUR	EUR	EUR	USD	EUR	GBP	GBP	GBP	EUR
Issue size	2,000,000,000	2,000,000,000	2,000,000,000	2,000,000,000	1,000,000,000	2,500,000,000	2,000,000,000	2,000,000,000	1,250,000,000
Relevant Swap Rate	1.46	1.48	1.49	2.01	1.48	1.00	1.00	0.00	1.20
GBP Equivalent	1,369,200,000	1,352,000,000	1,346,000,000	994,841,057	674,500,000	2,500,000,000	2,000,000,000	2,000,000,000	1,041,406,315
Current Period Balance	2,000,000,000	2,000,000,000	2,000,000,000	2,000,000,000	1,000,000,000	2,500,000,000	2,000,000,000	2,000,000,000	1,250,000,000
Previous Period Balance	2,000,000,000	2,000,000,000	2,000,000,000	2,000,000,000	1,000,000,000	2,500,000,000	2,000,000,000	2,000,000,000	1,250,000,000
Current Period Pool Factor	1	1	1	1	1	1	1	1	1
Previous Period Pool Factor	1	1	1	1	1	1	1	1	1
Expected maturity date	07/12/2015	05/12/2013	27/02/2012	28/02/2022	18/07/2012	13/09/2012	13/06/2027	04/06/2018	17/07/2023
Legal final maturity date	07/12/2015	05/12/2013	27/02/2012	28/02/2022	18/07/2012	13/09/2012	13/06/2027	04/06/2018	17/07/2023
Extended Due for Payment Date	07/12/2016	05/12/2014	27/02/2013	28/02/2023	18/07/2013	13/09/2013	13/06/2028	04/06/2019	17/07/2024
ISIN	XS0237259329	XS0277571385	XS0289011198	XS0311671910	XS0320644692	XS0371244517	XS0400398565	XS0408327004	XS0541455191
Stock exchange listing	London	London	London	London	London	London	London	London	London
Interest Payment Frequency	Annual	Annual	Annual	Semi-annual	Annual	Quarterly	Quarterly	Quarterly	Annual
Accrual Start Date	07/12/2011	05/12/2011	28/02/2012	18/01/2012	13/09/2011	13/12/2011	05/12/2011	17/01/2012	14/09/2011
Accrual End Date	07/12/2012	05/12/2012	28/02/2013	18/07/2012	13/09/2012	13/03/2012	05/03/2012	01/03/2012	14/09/2012
Accrual Day Count	366	366	366	182	366	91	91	44	366
Coupon Reference Rate	FIXED	FIXED	FIXED	FIXED	FIXED	3mth GBP	3mth GBP LIBOR	3mth GBP LIBOR	FIXED
Relevant Margin	0.000%	0.000%	0.000%	0.000%	0.000%	0.800%	0.500%	0.500%	0.000%
Current Period Coupon Reference Rate	FIXED	FIXED	FIXED	FIXED	FIXED	1.055%	1.040%	1.090%	FIXED
Current Period Coupon	3.500%	3.875%	4.375%	5.500%	4.625%	1.855%	1.540%	1.590%	2.875%
Current Period Coupon Amount ¹	0	0	87,500,000	0	0	0	0	0	0
Current Interest Shortfall	0	0	0	0	0	0	0	0	0
Cumulative Interest Shortfall	0	0	0	0	0	0	0	0	0
Next Interest Payment Date	07/12/2012	05/12/2012	28/02/2013	18/07/2012	13/09/2012	13/03/2012	05/03/2012	01/03/2012	14/09/2012
Bond Structure	Soft bullet	Soft bullet	Soft bullet	Soft bullet	Soft bullet	Soft bullet	Soft bullet	Soft bullet	Soft bullet
Current Period Scheduled Principal Payment	0	0	0	0	0	0	0	0	0
Actual Principal Paid	0	0	0	0	0	0	0	0	0
Principal Shortfall	0	0	0	0	0	0	0	0	0
Cumulative Principal Shortfall	0	0	0	0	0	0	0	0	0
Expected Principal Payment Date	07/12/2015	05/12/2013	28/02/2022	18/07/2012	13/09/2012	13/06/2027	04/06/2018	01/03/2012	14/09/2015

¹Payments made during the Reporting Period

Nationwide Covered Bonds Programme

Investor Report

Notes in Issue

	2010-2	2011-1	2011-2	2011-3	2011-4	2011-5	2011-6	2011-7	2011-8	2011-9
Series	2010-2	2011-1	2011-2	2011-3	2011-4	2011-5	2011-6	2011-7	2011-8	2011-9
Issue Date	26/10/2010	27/01/2011	28/01/2011	08/02/2011	01/03/2011	28/02/2011	14/03/2011	29/03/2011	29/03/2011	28/04/2011
Original rating (Moody's/S&P/Fitch)	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA
Current rating (Moody's/S&P/Fitch)	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA
Currency	NOK	NOK	GBP	EUR	EUR	EUR	EUR	NOK	GBP	EUR
Issue size	500,000,000	500,000,000	750,000,000	1,250,000,000	30,000,000	132,000,000	50,000,000	500,000,000	30,000,000	50,000,000
Relevant Swap Rate	9.28	9.27	1.00	1.16	1.18	1.19	1.16	9.02	1.00	1.13
GBP Equivalent	53,850,296	53,922,890	750,000,000	1,073,007,425	25,425,000	111,276,000	42,918,455	55,447,740	30,000,000	44,250,000
Current Period Balance	500,000,000	500,000,000	750,000,000	1,250,000,000	30,000,000	132,000,000	50,000,000	500,000,000	30,000,000	50,000,000
Previous Period Balance	500,000,000	500,000,000	750,000,000	1,250,000,000	30,000,000	132,000,000	50,000,000	500,000,000	30,000,000	50,000,000
Current Period Pool Factor	1	1	1	1	1	1	1	1	1	1
Previous Period Pool Factor	1	1	1	1	1	1	1	1	1	1
Expected maturity date	26/10/2020	27/01/2021	28/01/2026	08/02/2021	03/03/2031	28/11/2025	14/03/2023	29/03/2021	28/03/2014	28/04/2032
Legal final maturity date	26/10/2020	27/01/2021	28/01/2026	08/02/2021	03/03/2031	28/11/2025	14/03/2023	29/03/2021	28/03/2014	28/04/2032
Extended Due for Payment Date	26/10/2021	27/01/2022	28/01/2027	08/02/2022	03/03/2032	28/11/2026	14/03/2024	29/03/2022	28/03/2015	28/04/2033
ISIN	XS0550431083	XS0582521661	XS0584363724	XS0589642049	XS0592707615	N/A	N/A	XS0605287217	XS0607713830	N/A
Stock exchange listing	London	London	London	London	London	N/A	N/A	London	London	N/A
Interest Payment Frequency	Annual	Annual	Annual	Annual	Annual	Annual	Annual	Annual	Quarterly	Annual
Accrual Start Date	26/10/2011	27/01/2012	28/01/2012	08/02/2012	01/03/2011	28/11/2011	14/03/2011	29/03/2011	28/12/2011	28/04/2011
Accrual End Date	26/10/2012	28/01/2013	28/01/2013	08/02/2013	05/03/2012	28/11/2012	14/03/2012	29/03/2012	28/03/2012	30/04/2012
Accrual Day Count	360	360	365	365	368	366	366	360	91	366
Coupon Reference Rate	FIXED	FIXED	FIXED	FIXED	FIXED	FIXED	FIXED	FIXED	3mth GBP	FIXED
Relevant Margin	0.000%	0.000%	0.000%	0.000%	0.000%	0.000%	0.000%	0.000%	0.750%	0.000%
Current Period Coupon Reference Rate	FIXED	FIXED	FIXED	FIXED	FIXED	FIXED	FIXED	FIXED	1.078%	FIXED
Current Period Coupon	4.890%	5.560%	5.625%	4.625%	4.740%	4.924%	4.699%	5.695%	1.828%	5.010%
Current Period Coupon Amount	0	0	0	57,812,500	0	0	0	0	0	0
Current Interest Shortfall	0	0	0	0	0	0	0	0	0	0
Cumulative Interest Shortfall	0	0	0	0	0	0	0	0	0	0
Next Interest Payment Date	26/10/2012	28/01/2013	28/01/2013	08/02/2013	05/03/2012	28/11/2012	14/03/2012	29/03/2012	28/03/2012	30/04/2012
Bond Structure	Soft bullet	Soft bullet	Soft bullet	Soft bullet	Soft bullet	Soft bullet	Soft bullet	Soft bullet	Soft bullet	Soft bullet
Current Period Scheduled Principal Payment	0	0	0	0	0	0	0	0	0	0
Actual Principal Paid	0	0	0	0	0	0	0	0	0	0
Principal Shortfall	0	0	0	0	0	0	0	0	0	0
Cumulative Principal Shortfall	0	0	0	0	0	0	0	0	0	0
Expected Principal Payment Date	26/10/2020	27/01/2021	28/01/2026	08/02/2021	03/03/2031	28/11/2025	14/03/2023	29/03/2021	28/03/2014	28/04/2032

¹Payments made during the Reporting Period

Nationwide Covered Bonds Programme

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	2011-10	2011-11	2011-12	2011-13	2011-14	2011-15	2011-16	2011-17	2011-18	2011-19
Series	09/05/2011	10/05/2011	13/05/2011	03/08/2011	08/08/2011	02/09/2011	29/09/2011	05/10/2011	13/10/2011	13/10/2011
Issue Date	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA
Original rating (Moody's/S&P/Fitch)	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA
Current rating (Moody's/S&P/Fitch)	NOK	EUR	EUR	EUR	EUR	EUR	SEK	EUR	EUR	EUR
Currency	400,000,000	58,000,000	80,000,000	100,000,000	40,000,000	50,000,000	450,000,000	103,000,000	40,000,000	1,500,000,000
Issue size	8.77	1.12	1.11	1.13	1.14	1.13	10.57	1.15	1.17	1.15
Relevant Swap Rate	45,610,034	51,689,600	72,000,000	88,250,000	35,026,270	44,125,000	42,553,191	89,507,000	34,280,000	1,308,000,000
GBP Equivalent	400,000,000	58,000,000	80,000,000	100,000,000	40,000,000	50,000,000	450,000,000	103,000,000	40,000,000	1,500,000,000
Current Period Balance	400,000,000	58,000,000	80,000,000	100,000,000	40,000,000	50,000,000	450,000,000	103,000,000	40,000,000	1,500,000,000
Previous Period Balance	1	1	1	1	1	1	1	1	1	1
Current Period Pool Factor	1	1	1	1	1	1	1	1	1	1
Previous Period Pool Factor	09/05/2018	04/10/2017	13/05/2014	03/08/2026	08/08/2029	02/09/2026	29/09/2014	05/10/2027	15/10/2029	13/10/2016
Expected maturity date	09/05/2018	04/10/2017	13/05/2014	03/08/2026	08/08/2029	02/09/2026	29/09/2014	05/10/2027	15/10/2029	13/10/2016
Legal final maturity date	09/05/2019	04/10/2018	13/05/2015	03/08/2027	08/08/2030	02/09/2027	29/09/2015	05/10/2028	15/10/2030	13/10/2017
Extended Due for Payment Date	XS0622731197	N/A	XS0625275283	N/A	N/A	N/A	XS0679407840	N/A	N/A	XS0690482426
ISIN	London	N/A	London	N/A	N/A	N/A	London	N/A	N/A	London
Stock exchange listing	Annual	Annual	Quarterly	Annual	Annual	Annual	Quarterly	Annual	Annual	Annual
Interest Payment Frequency	09/05/2011	04/10/2011	13/02/2012	03/08/2011	08/08/2011	02/09/2011	29/12/2011	05/10/2011	13/10/2011	13/10/2011
Accrual Start Date	09/05/2012	04/10/2012	14/05/2012	03/08/2012	08/08/2012	03/09/2012	29/03/2012	05/10/2012	15/10/2012	13/10/2012
Accrual End Date	360	366	91	366	366	366	91	366	368	366
Accrual Day Count	FIXED	FIXED	3mth EURIBOR	FIXED	FIXED	FIXED	3mth STIBOR	FIXED	FIXED	FIXED
Coupon Reference Rate	0.000%	0.000%	0.600%	0.000%	0.000%	0.000%	0.950%	0.000%	0.000%	0.000%
Relevant Margin	FIXED	FIXED	1.464%	FIXED	FIXED	FIXED	2.633%	FIXED	FIXED	FIXED
Current Period Coupon Reference Rate	5.270%	4.100%	2.064%	4.565%	4.433%	4.120%	3.583%	3.770%	3.750%	3.125%
Current Period Coupon	0	0	417,387	0	0	0	0	0	0	0
Current Period Coupon Amount	0	0	0	0	0	0	0	0	0	0
Current Interest Shortfall	0	0	0	0	0	0	0	0	0	0
Cumulative Interest Shortfall	09/05/2012	04/10/2012	14/05/2012	03/08/2012	08/08/2012	03/09/2012	29/03/2012	05/10/2012	15/10/2012	15/10/2012
Next Interest Payment Date	Soft bullet	Soft bullet	Soft bullet	Soft bullet	Soft bullet	Soft bullet	Soft bullet	Soft bullet	Soft bullet	Soft bullet
Bond Structure	0	0	0	0	0	0	0	0	0	0
Current Period Scheduled Principal Payment	0	0	0	0	0	0	0	0	0	0
Actual Principal Paid	0	0	0	0	0	0	0	0	0	0
Principal Shortfall	0	0	0	0	0	0	0	0	0	0
Cumulative Principal Shortfall	0	0	0	0	0	0	0	0	0	0
Expected Principal Payment Date	09/05/2018	04/10/2017	13/05/2014	03/08/2026	08/08/2029	02/09/2026	29/09/2014	05/10/2027	15/10/2029	13/10/2016

¹Payments made during the Reporting Period

Nationwide Covered Bonds Programme

Investor Report

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	2011-20	2011-21	2011-22	2011-23	2012-01	2012-02	2012-03	2012-04	2012-05
Series	2011-20	2011-21	2011-22	2011-23	2012-01	2012-02	2012-03	2012-04	2012-05
Issue Date	27/10/2011	27/10/2011	27/10/2011	31/10/2011	23/01/2012	17/02/2012	22/02/2012	28/02/2012	01/03/2012
Original rating (Moody's/S&P/Fitch)	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA
Current rating (Moody's/S&P/Fitch)	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA	Aaa/AAA/AAA
Currency	GBP	GBP	GBP	EUR	GBP	EUR	EUR	EUR	EUR
Issue size	100,000,000	100,000,000	50,000,000	77,000,000	650,000,000	116,000,000	88,000,000	1,250,000,000	1,250,000,000
Relevant Swap Rate	1.00	1.00	1.00	1.15	1.00	1.20	1.19	1.19	1.19
GBP Equivalent	100,000,000	100,000,000	50,000,000	66,882,200	650,000,000	96,338,000	73,770,400	1,049,250,000	1,048,250,000
Current Period Balance	100,000,000	100,000,000	50,000,000	77,000,000	650,000,000	116,000,000	88,000,000	1,250,000,000	1,250,000,000
Previous Period Balance	100,000,000	100,000,000	50,000,000	77,000,000	650,000,000	116,000,000	88,000,000	1,250,000,000	1,250,000,000
Current Period Pool Factor	1	1	1	1	1	1	1	1	1
Previous Period Pool Factor	1	1	1	1	1	1	1	1	1
Expected maturity date	27/10/2026	27/10/2028	27/10/2031	01/11/2032	23/01/2015	17/02/2027	22/02/2030	28/02/2023	01/09/2023
Legal final maturity date	27/10/2026	27/10/2028	27/10/2031	01/11/2032	23/01/2015	17/02/2027	22/02/2030	28/02/2023	01/09/2023
Extended Due for Payment Date	27/10/2027	27/10/2029	27/10/2032	01/11/2033	23/01/2016	17/02/2028	22/02/2031	28/02/2024	01/09/2024
ISIN	XS0697790342	XS0697790185	XS0697790425	N/A	XS0735451022	N/A	N/A	XS0752603935	XS0752603778
Stock exchange listing	London	London	London	N/A	London	N/A	N/A	London	London
Interest Payment Frequency	Quarterly	Quarterly	Quarterly	Annual	Quarterly	Annual	Annual	Quarterly	Quarterly
Accrual Start Date	27/01/2012	27/01/2012	27/01/2012	31/10/2011	23/01/2012	17/02/2012	22/02/2012	28/02/2012	01/03/2012
Accrual End Date	27/04/2012	27/04/2012	27/04/2012	01/11/2012	23/04/2012	18/02/2013	22/02/2013	28/05/2012	01/06/2012
Accrual Day Count	91	91	91	367	91	367	366	90	92
Coupon Reference Rate	3mth GBP	3mth GBP	3mth GBP	FIXED	3mth GBP	FIXED	FIXED	3mth EURIBOR	3mth EURIBOR
Relevant Margin	1.500%	1.500%	1.500%	0.000%	1.600%	0.000%	0.000%	1.150%	1.150%
Current Period Coupon Reference Rate	1.085%	1.085%	1.085%	FIXED	1.090%	3.810%	3.832%	1.006%	0.991%
Current Period Coupon	2.585%	2.585%	2.585%	3.900%	2.690%	3.810%	3.832%	2.156%	2.141%
Current Period Coupon Amount	0	0	0	0	0	0	0	0	0
Current Interest Shortfall	0	0	0	0	0	0	0	0	0
Cumulative Interest Shortfall	0	0	0	0	0	0	0	0	0
Next Interest Payment Date	27/04/2012	27/04/2012	27/04/2012	01/11/2012	23/04/2012	18/02/2013	22/02/2013	28/05/2012	01/06/2012
Bond Structure	Soft bullet	Soft bullet	Soft bullet	Soft bullet	Soft bullet	Soft bullet	Soft bullet	Soft bullet	Soft bullet
Current Period Scheduled Principal Payment	0	0	0	0	0	0	0	0	0
Actual Principal Paid	0	0	0	0	0	0	0	0	0
Principal Shortfall	0	0	0	0	0	0	0	0	0
Cumulative Principal Shortfall	0	0	0	0	0	0	0	0	0
Expected Principal Payment Date	27/10/2026	27/10/2028	27/10/2031	01/11/2032	23/01/2015	17/02/2027	22/02/2030	28/02/2023	01/09/2023

¹Payments made during the Reporting Period

Nationwide Covered Bonds Programme

Investor Report

Swaps

Swaps¹

Related Covered Bond	Maturity	Notional currency	Notional	Counterparty	Receive reference rate	Receive margin	Receive rate	Pay reference rate	Pay margin	Pay rate	Payments ¹ (made)/received (£)
All	01/01/56	GBP	24,716,512,789	NATIONWIDE BUILDING SOCIETY	GBP 3mth LIBOR	1.1305%	2.2123%	Mortgage basis	3.0628%	3.5628%	(27,732,888)
All	01/01/56	GBP	8,169,341,057	NATIONWIDE BUILDING SOCIETY	GBP 3mth LIBOR	1.1305%	2.2123%	Mortgage basis	3.0628%	3.5628%	(9,376,635)
2005-1	07/12/15	EUR	667,000,000	DEUTSCHE BANK	3mth EURIBOR	0.0845%	1.5545%	GBP 3mth LIBOR	0.0703%	1.1166%	(405,114)
2005-1	07/12/15	EUR	667,000,000	BARCLAYS BANK	3mth EURIBOR	0.0845%	1.5545%	GBP 3mth LIBOR	0.0703%	1.1166%	(405,114)
2005-1	07/12/15	EUR	666,000,000	SOCIETE GENERALE	3mth EURIBOR	0.0845%	1.5545%	GBP 3mth LIBOR	0.0703%	1.1166%	(404,507)
2005-1	07/12/15	EUR	667,000,000	DEUTSCHE BANK	FIXED (EUR)	0.0000%	3.5000%	3mth EURIBOR	0.0845%	1.5545%	0
2005-1	07/12/15	EUR	667,000,000	BARCLAYS BANK	FIXED (EUR)	0.0000%	3.5000%	3mth EURIBOR	0.0845%	1.5545%	0
2005-1	07/12/15	EUR	666,000,000	SOCIETE GENERALE	FIXED (EUR)	0.0000%	3.5000%	3mth EURIBOR	0.0845%	1.5545%	0
2005-1	07/12/15	GBP	1,369,200,000	NATIONWIDE BUILDING SOCIETY	GBP 3mth LIBOR	0.0000%	1.0464%	GBP 1mth LIBOR	0.0000%	0.7685%	239,765
2006-2	05/12/13	EUR	666,666,667	BARCLAYS BANK	FIXED (EUR)	0.0000%	3.8750%	3mth EURIBOR	0.0250%	1.4940%	0
2006-2	05/12/13	EUR	666,666,667	DEUTSCHE BANK	FIXED (EUR)	0.0000%	3.8750%	3mth EURIBOR	0.0250%	1.4940%	0
2006-2	05/12/13	EUR	666,666,666	RBS NV	FIXED (EUR)	0.0000%	3.8750%	3mth EURIBOR	0.0250%	1.4940%	0
2006-2	05/12/13	EUR	666,666,667	BARCLAYS BANK	3mth EURIBOR	0.0250%	1.4940%	GBP 3mth LIBOR	0.0017%	1.0418%	(411,620)
2006-2	05/12/13	EUR	666,666,667	DEUTSCHE BANK	3mth EURIBOR	0.0250%	1.4940%	GBP 3mth LIBOR	0.0023%	1.0424%	(411,869)
2006-2	05/12/13	EUR	666,666,666	RBS NV	3mth EURIBOR	0.0250%	1.4940%	GBP 3mth LIBOR	0.0015%	1.0416%	(411,553)
2006-2	05/12/13	GBP	1,352,000,000	NATIONWIDE BUILDING SOCIETY	GBP 3mth LIBOR	0.0000%	1.0401%	GBP 1mth LIBOR	0.0000%	0.7685%	345,622
2007-1	28/02/22	EUR	667,000,000	UBS AG	3mth EURIBOR	0.0740%	1.0800%	GBP 3mth LIBOR	0.0263%	1.0872%	1,856,987
2007-1	27/02/12	EUR	500,000,000	UBS AG	3mth EURIBOR	-0.0040%	1.4700%	GBP 3mth LIBOR	-0.0217%	1.0122%	1,280,906
2007-1	28/02/22	EUR	667,000,000	UBS AG	FIXED (EUR)	0.0000%	4.3750%	3mth EURIBOR	0.0740%	1.0800%	22,483,248
2007-1	27/02/12	EUR	500,000,000	UBS AG	FIXED (EUR)	0.0000%	4.1250%	3mth EURIBOR	-0.0040%	1.4700%	15,860,624
2007-1	28/02/22	EUR	667,000,000	DEUTSCHE BANK	3mth EURIBOR	0.0721%	1.0781%	GBP 3mth LIBOR	0.0278%	1.0887%	1,853,709
2007-1	28/02/22	EUR	666,000,000	BNP PARIBAS	3mth EURIBOR	0.0740%	1.0800%	GBP 3mth LIBOR	0.0272%	1.0881%	1,853,883
2007-1	28/02/22	EUR	667,000,000	DEUTSCHE BANK	FIXED (EUR)	0.0000%	4.3750%	3mth EURIBOR	0.0721%	1.0781%	22,485,991
2007-1	28/02/22	EUR	666,000,000	BNP PARIBAS	FIXED (EUR)	0.0000%	4.3750%	3mth EURIBOR	0.0740%	1.0800%	22,449,540
2007-1	27/02/12	EUR	500,000,000	RBS NV	FIXED (EUR)	0.0000%	4.1250%	3mth EURIBOR	-0.0045%	1.4695%	15,861,158
2007-1	27/02/12	EUR	500,000,000	DEUTSCHE BANK	FIXED (EUR)	0.0000%	4.1250%	3mth EURIBOR	-0.0042%	1.4698%	15,860,838
2007-1	27/02/12	EUR	500,000,000	BNP PARIBAS	FIXED (EUR)	0.0000%	4.1250%	3mth EURIBOR	-0.0040%	1.4700%	15,860,624
2007-1	27/02/12	EUR	500,000,000	RBS NV	3mth EURIBOR	-0.0045%	1.4695%	GBP 3mth LIBOR	-0.0222%	1.0117%	1,280,514
2007-1	27/02/12	EUR	500,000,000	DEUTSCHE BANK	3mth EURIBOR	-0.0042%	1.4698%	GBP 3mth LIBOR	-0.0239%	1.0100%	1,281,321
2007-1	27/02/12	EUR	500,000,000	BNP PARIBAS	3mth EURIBOR	-0.0040%	1.4700%	GBP 3mth LIBOR	-0.0237%	1.0102%	1,281,477
2007-1	27/02/12	GBP	1,346,000,000	NATIONWIDE BUILDING SOCIETY	GBP 3mth LIBOR	0.0000%	1.0339%	GBP 1mth LIBOR	0.0000%	0.7727%	(438,247)
2007-1	28/02/22	GBP	1,346,000,000	NATIONWIDE BUILDING SOCIETY	GBP 3mth LIBOR	0.0000%	1.0609%	GBP 1mth LIBOR	0.0000%	0.7685%	222,334
2007-2	18/07/12	USD	668,000,000	BARCLAYS BANK	FIXED (USD)	0.0000%	5.5000%	USD 3mth LIBOR	0.0015%	0.5685%	0
2007-2	18/07/12	USD	668,000,000	BARCLAYS BANK	USD 3mth LIBOR	0.0015%	0.5685%	GBP 3mth LIBOR	-0.0011%	1.0885%	(340,089)
2007-2	18/07/12	USD	666,000,000	MERRILL LYNCH INTL BANK LTD	FIXED (USD)	0.0000%	5.5000%	USD 3mth LIBOR	0.0000%	0.5670%	0
2007-2	18/07/12	USD	666,000,000	MERRILL LYNCH INTL BANK LTD	USD 3mth LIBOR	0.0000%	0.5670%	GBP 3mth LIBOR	0.0012%	1.0908%	(336,590)
2007-2	18/07/12	USD	666,000,000	BNP PARIBAS	FIXED (USD)	0.0000%	5.5000%	USD 3mth LIBOR	0.0025%	0.5695%	0
2007-2	18/07/12	USD	666,000,000	BNP PARIBAS	USD 3mth LIBOR	0.0025%	0.5695%	GBP 3mth LIBOR	0.0040%	1.0936%	(334,283)
2007-2	18/07/12	GBP	994,841,057	NATIONWIDE BUILDING SOCIETY	GBP 3mth LIBOR	0.0000%	1.0896%	GBP 1mth LIBOR	0.0000%	0.7685%	356,825
2007-3	13/09/12	EUR	333,000,000	UBS AG	3mth EURIBOR	0.1695%	1.6065%	GBP 3mth LIBOR	0.1795%	1.2348%	(235,545)
2007-3	13/09/12	EUR	333,000,000	UBS AG	FIXED (EUR)	0.0000%	4.6250%	3mth EURIBOR	0.1695%	1.6065%	0
2007-3	13/09/12	EUR	334,000,000	BARCLAYS BANK	FIXED (EUR)	0.0000%	4.6250%	3mth EURIBOR	0.1680%	1.6050%	0
2007-3	13/09/12	EUR	334,000,000	BARCLAYS BANK	3mth EURIBOR	0.1680%	1.6050%	GBP 3mth LIBOR	0.1767%	1.2320%	(235,717)
2007-3	13/09/12	EUR	333,000,000	DEUTSCHE BANK	FIXED (EUR)	0.0000%	4.6250%	3mth EURIBOR	0.1679%	1.6049%	0
2007-3	13/09/12	EUR	333,000,000	DEUTSCHE BANK	3mth EURIBOR	0.1679%	1.6049%	GBP 3mth LIBOR	0.1781%	1.2334%	(235,278)
2007-3	13/09/12	GBP	674,500,000	NATIONWIDE BUILDING SOCIETY	GBP 3mth LIBOR	0.0000%	1.0553%	GBP 1mth LIBOR	0.0000%	0.7685%	161,868

¹Payments made during the Reporting Period

Nationwide Covered Bonds Programme

Investor Report

Swaps

Swaps ¹	Related Covered Bond	Maturity	Notional currency	Notional	Counterparty	Receive reference rate	Receive margin	Receive rate	Pay reference rate	Pay margin	Pay rate	Payments ¹ (made)/received (£)
	2008-16	13/06/27	GBP	2,500,000,000	NATIONWIDE BUILDING SOCIETY	GBP 3mth LIBOR	0.0000%	1.0553%	GBP 1mth LIBOR	0.0000%	0.7685%	(1,640,643)
	2008-20	04/06/18	GBP	2,000,000,000	NATIONWIDE BUILDING SOCIETY	GBP 3mth LIBOR	0.0000%	1.0401%	GBP 1mth LIBOR	0.0000%	0.7685%	(1,312,515)
	2009-2	17/07/23	GBP	2,000,000,000	NATIONWIDE BUILDING SOCIETY	GBP 3mth LIBOR	0.0000%	1.0896%	GBP 1mth LIBOR	0.0000%	0.7685%	(1,312,515)
	2010-1	14/09/15	EUR	1,250,000,000	NATIONWIDE BUILDING SOCIETY	1mth EURIBOR	1.2774%	1.9184%	GBP 3mth LIBOR	1.4154%	2.4925%	(262,408)
	2010-1	14/09/15	EUR	1,250,000,000	NATIONWIDE BUILDING SOCIETY	FIXED (EUR)	0.0000%	2.8750%	1mth EURIBOR	1.2774%	1.9184%	(1,810,243)
	2010-2	26/10/20	NOK	500,000,000	NATIONWIDE BUILDING SOCIETY	FIXED (NOK)	0.0000%	4.8900%	1mth NIBOR	1.1000%	3.3500%	(170,167)
	2010-2	26/10/20	NOK	500,000,000	NATIONWIDE BUILDING SOCIETY	1mth NIBOR	1.1000%	3.3500%	GBP 3mth LIBOR	1.0800%	2.1424%	65,694
	2011-1	27/01/21	NOK	500,000,000	NATIONWIDE BUILDING SOCIETY	FIXED (NOK)	0.0000%	5.5600%	1mth NIBOR	1.2800%	3.5300%	(174,547)
	2011-1	27/01/21	NOK	500,000,000	NATIONWIDE BUILDING SOCIETY	1mth NIBOR	1.2800%	3.5300%	GBP 3mth LIBOR	1.2500%	2.3124%	67,630
	2011-2	28/01/26	GBP	750,000,000	NATIONWIDE BUILDING SOCIETY	FIXED (GBP)	0.0000%	5.6250%	GBP 3mth LIBOR	1.6050%	2.6659%	(1,601,753)
	2011-3	08/02/21	EUR	1,250,000,000	NATIONWIDE BUILDING SOCIETY	FIXED (EUR)	0.0000%	4.6250%	1mth EURIBOR	1.2990%	1.9730%	46,462,076
	2011-3	08/02/21	EUR	1,250,000,000	NATIONWIDE BUILDING SOCIETY	1mth EURIBOR	1.2990%	1.9730%	GBP 3mth LIBOR	1.5120%	2.5891%	(328,987)
	2011-4	03/03/31	EUR	30,000,000	NATIONWIDE BUILDING SOCIETY	FIXED (EUR)	0.0000%	4.7400%	1mth EURIBOR	1.0450%	1.7460%	(44,434)
	2011-4	03/03/31	EUR	30,000,000	NATIONWIDE BUILDING SOCIETY	1mth EURIBOR	1.0450%	1.7460%	GBP 3mth LIBOR	1.1000%	2.1774%	(2,729)
	2011-5	28/11/25	EUR	132,000,000	NATIONWIDE BUILDING SOCIETY	FIXED (EUR)	0.0000%	4.9240%	1mth EURIBOR	1.1600%	1.7450%	(170,594)
	2011-5	28/11/25	EUR	132,000,000	NATIONWIDE BUILDING SOCIETY	1mth EURIBOR	1.1600%	1.7450%	GBP 3mth LIBOR	1.2675%	2.3284%	(37,216)
	2011-6	14/03/23	EUR	50,000,000	NATIONWIDE BUILDING SOCIETY	1mth EURIBOR	1.0750%	1.7160%	GBP 3mth LIBOR	1.2150%	2.2921%	(13,019)
	2011-6	14/03/23	EUR	50,000,000	NATIONWIDE BUILDING SOCIETY	FIXED (EUR)	0.0000%	4.6990%	1mth EURIBOR	1.0750%	1.7160%	(65,566)
	2011-7	29/03/21	NOK	500,000,000	NATIONWIDE BUILDING SOCIETY	FIXED (NOK)	0.0000%	5.6950%	1mth NIBOR	1.3000%	3.5300%	(171,611)
	2011-7	29/03/21	NOK	500,000,000	NATIONWIDE BUILDING SOCIETY	1mth NIBOR	1.3000%	3.5300%	GBP 3mth LIBOR	1.2200%	2.2796%	66,655
	2011-9	28/04/32	EUR	50,000,000	NATIONWIDE BUILDING SOCIETY	FIXED (EUR)	0.0000%	5.0100%	1mth EURIBOR	0.9500%	1.5350%	(57,454)
	2011-9	28/04/32	EUR	50,000,000	NATIONWIDE BUILDING SOCIETY	1mth EURIBOR	0.9500%	1.5350%	GBP 3mth LIBOR	0.9300%	1.9909%	(13,318)
	2011-10	09/05/18	NOK	400,000,000	NATIONWIDE BUILDING SOCIETY	FIXED (NOK)	0.0000%	5.2700%	1mth NIBOR	0.9700%	3.2400%	(122,825)
	2011-10	09/05/18	NOK	400,000,000	NATIONWIDE BUILDING SOCIETY	1mth NIBOR	0.9700%	3.2400%	GBP 3mth LIBOR	1.0600%	2.1371%	39,654
	2011-11	04/10/17	EUR	58,000,000	NATIONWIDE BUILDING SOCIETY	FIXED (EUR)	0.0000%	4.1000%	1mth EURIBOR	0.9300%	1.6210%	(85,167)
	2011-11	04/10/17	EUR	58,000,000	NATIONWIDE BUILDING SOCIETY	1mth EURIBOR	0.9300%	1.6210%	GBP 3mth LIBOR	1.1200%	2.1971%	(17,891)
	2011-12	13/05/14	EUR	80,000,000	NATIONWIDE BUILDING SOCIETY	3mth EURIBOR	0.6000%	1.6700%	GBP 3mth LIBOR	0.8425%	1.9196%	231,467
	2011-13	03/08/26	EUR	100,000,000	NATIONWIDE BUILDING SOCIETY	FIXED (EUR)	0.0000%	4.5650%	1mth EURIBOR	0.9800%	1.6810%	(143,459)
	2011-13	03/08/26	EUR	100,000,000	NATIONWIDE BUILDING SOCIETY	1mth EURIBOR	0.9800%	1.6810%	GBP 3mth LIBOR	1.0675%	2.1449%	(17,805)
	2011-14	08/08/29	EUR	40,000,000	NATIONWIDE BUILDING SOCIETY	FIXED (EUR)	0.0000%	4.4325%	1mth EURIBOR	0.9750%	1.6490%	(53,776)
	2011-14	08/08/29	EUR	40,000,000	NATIONWIDE BUILDING SOCIETY	1mth EURIBOR	0.9750%	1.6490%	GBP 3mth LIBOR	1.0425%	2.1196%	(7,532)
	2011-15	02/09/26	EUR	50,000,000	NATIONWIDE BUILDING SOCIETY	FIXED (EUR)	0.0000%	4.1200%	1mth EURIBOR	0.9675%	1.6805%	(68,957)
	2011-15	02/09/26	EUR	50,000,000	NATIONWIDE BUILDING SOCIETY	1mth EURIBOR	0.9675%	1.6805%	GBP 3mth LIBOR	1.0550%	2.1352%	(8,621)
	2011-16	29/09/14	SEK	450,000,000	NATIONWIDE BUILDING SOCIETY	3mth STIBOR	0.9500%	3.5830%	GBP 3mth LIBOR	1.1500%	2.2096%	(78,100)
	2011-17	05/10/27	EUR	103,000,000	NATIONWIDE BUILDING SOCIETY	1mth EURIBOR	1.1350%	1.8260%	GBP 3mth LIBOR	1.2450%	2.3221%	(21,994)
	2011-17	05/10/27	EUR	103,000,000	NATIONWIDE BUILDING SOCIETY	FIXED (EUR)	0.0000%	3.7700%	1mth EURIBOR	1.1350%	1.8260%	(160,911)
	2011-18	15/10/29	EUR	40,000,000	NATIONWIDE BUILDING SOCIETY	1mth EURIBOR	1.0900%	1.7230%	GBP 3mth LIBOR	1.1620%	2.2378%	(9,129)
	2011-18	15/10/29	EUR	40,000,000	NATIONWIDE BUILDING SOCIETY	FIXED (EUR)	0.0000%	3.7500%	1mth EURIBOR	1.0900%	1.7230%	(54,309)
	2011-19	13/10/16	EUR	1,500,000,000	NATIONWIDE BUILDING SOCIETY	FIXED (EUR)	0.0000%	3.1250%	1mth EURIBOR	1.4470%	2.0940%	(2,515,496)
	2011-19	13/10/16	EUR	1,500,000,000	NATIONWIDE BUILDING SOCIETY	1mth EURIBOR	1.4470%	2.0940%	GBP 3mth LIBOR	1.7270%	2.8041%	(613,432)
	2011-23	01/11/32	EUR	77,000,000	NATIONWIDE BUILDING SOCIETY	1mth EURIBOR	1.0600%	1.7810%	GBP 3mth LIBOR	1.1100%	2.0967%	(9,223)
	2011-23	01/11/32	EUR	77,000,000	NATIONWIDE BUILDING SOCIETY	FIXED (EUR)	0.0000%	3.9000%	1mth EURIBOR	1.0600%	1.7810%	(107,368)
	2012-2	17/02/27	EUR	116,000,000	NATIONWIDE BUILDING SOCIETY	FIXED (EUR)	0.0000%	3.8100%	3mth EURIBOR	1.2830%	2.3280%	0
	2012-2	17/02/27	EUR	116,000,000	NATIONWIDE BUILDING SOCIETY	3mth EURIBOR	1.2830%	2.3280%	GBP 3mth LIBOR	1.4550%	2.5280%	0
	2012-3	22/02/30	EUR	88,000,000	NATIONWIDE BUILDING SOCIETY	FIXED (EUR)	0.0000%	3.8320%	3mth EURIBOR	1.2280%	2.2590%	0
	2012-3	22/02/30	EUR	88,000,000	NATIONWIDE BUILDING SOCIETY	3mth EURIBOR	1.2280%	2.2590%	GBP 3mth LIBOR	1.4050%	2.4714%	0
	2012-4	28/02/23	EUR	1,250,000,000	NATIONWIDE BUILDING SOCIETY	3mth EURIBOR	1.1500%	2.1560%	GBP 3mth LIBOR	1.3500%	2.4109%	0
	2012-5	01/09/23	EUR	1,250,000,000	NATIONWIDE BUILDING SOCIETY	3mth EURIBOR	1.1500%	2.1410%	GBP 3mth LIBOR	1.3500%	2.4053%	0

¹Payments made during the Reporting Period

Collateral Received

Counterparty	Counterparty Rating (S&P, Moody's, Fitch)		Required Rating (Initial Rating Event: S&P, Moody's, Fitch)		Breached (Y/N)	Breach Remedy (if applicable)	Collateral Posting/MTM (£)
	Short-term	Long-term	Short-term	Long-term			
ABN Amro	A-1/P-1/F1+	A+/Aa3/A+	- /P1/F1	A-1+/A2/A+	Y	Collateral Posting	233,922,796
Barclays Capital	A-1/P-1/F1	A+/Aa3/A	- /P1/F1	A-1/A2/A	Y	Collateral Posting	409,407,503
BNP Paribas	A-1+/P-1/F1+	AA-/Aa3/A+	- /P1/F1	A-1/A1/A+	N		0
Deutsche Bank	A-1/P-1/F1+	A+/Aa3/A+	- /P1/F1	A-1/A2/A+	N		0
Merrill Lynch	A-2/P-2/F1	A-/Baa1/A	- /P1 ¹ /F1	A-1/A2/A+	N ²		0
Nationwide BS	A-1/P-1/F1	A+/A2/A+	- /P1/F1	A-1/A2/A	N		0
Soc Gen Paris	A-1/P-1/F1+	A/A1/A+	- /P1/F1	A-1+/A1/A+	Y	Collateral Posting	187,270,000
UBS	A-1/P-1/F1	A/Aa3/A	- /P1/F1	A-1+/A2/A+	Y	Collateral Posting	335,296,341
							1,165,896,640

¹A short-term P1 rating is not required where the long-term rating is at least A1

²A guarantee has been provided by Merrill Lynch Derivative Products AG who have long term ratings AAA (S&P) and Aa3 (Moody's)

Nationwide Covered Bonds Programme

Investor Report

Glossary

Data reported as "to date" throughout this report refers to the period since 31/05/11.

Arrears	Nationwide identifies a loan as being in arrears where an amount equal to or greater than a full month's contractual payment is past its due date. Arrears includes fees and insurance premiums that are included in the arrears balance on which interest is charged. Months in Arrears is a simple multiplier of Arrears balance/normal instalment. If the Months in Arrears is less than one, zero is reported. Nationwide recognise that arrears are typically caused by temporary changes in customer circumstances, and therefore offer a range of forbearance and account management options to customers. Options include payment holidays, temporary conversion to interest only, term extension and arrears capitalisation. All account management/forbearance options are low in materiality. Properties in possession are repurchased from the Covered Bond programme.
Arrears - weighted average	Accounts not in arrears are excluded from the weighted average table on page 3.
Arrears - default	For the purposes of this report a loan is identified as being in default where an amount equal to or greater than three month's contractual payments is past its due date.
Arrears - capitalisation	Nationwide recognise that arrears are typically caused by temporary changes in customer circumstances, and therefore offer a range of forbearance and account management options to customers. Options include payment holidays, temporary conversion to interest only, term extension and arrears capitalisation.
Constant Payment Rates	The total CPR reported on a monthly/3 month average and annualised basis the aggregated value of Natural and Technical CPR
Constant Payment Rates (CPR) - Natural	Natural CPRs reported reflect the aggregate of scheduled and unscheduled repayments of principal.
Constant Payment Rates (CPR) - Technical	Technical CPRs reported reflect loans repurchased from the trust (e.g. ineligible Product Switches).
Geographical Distribution	Mapped to Nationwide's internally derived geographic regions which may differ to the Nomenclature of Units for Territorial Statistics (NUTS) regions used in other reporting.
Indexed	Indexation is applied quarterly on a regional basis to property valuations each January, April, July, October.
Interest Payments	Refer to payments made during the specified reporting period
Loan to Value ratios at origination	LTV at origination excludes any fees added at the time of origination
Mortgage Account	A mortgage account consists of one or more underlying loans all secured with equal priority by a first charge on the same property and thereby forming a single mortgage account.
Mortgage Collections	The aggregate amount of scheduled and unscheduled principal, and interest collected during the reporting period.
Principal and Revenue Receipts	The covered bonds issued are a liability of Nationwide Building Society. The Principal and Revenue Receipts and Ledgers information shows the resources available to support the guarantee to bondholders in the event that Nationwide Building Society is unable to meet its obligations to them.
Principal Payments	Refer to payments made during the specified reporting period
Product groups	Product groups are reported at an individual loan level (please refer to the definition of 'Mortgage Account' above).
Repayment Terms	Repayment terms are reported at an individual loan level (please refer to the definition of 'Mortgage Account' above).
Repurchases	Repurchases include all loans in possession. Repurchases to date includes all loans repurchased from and including 31/05/2011
Standard Variable Rates	Nationwide operates two Standard Variable Mortgage Rates. The Base Mortgage Rate is capped at the Bank of England Base plus 200 basis points. The Standard Mortgage Rate is not subject to a cap.
Substitutions	Substitutions include further advances granted in the reporting period on mortgage accounts that are already within the Pool.
True Balance	Aggregated Outstanding Balances reported refer to the total outstanding balance ("True Balance") under each mortgage loan . True Balance is the aggregate of: (a) the original principal amount advanced any further amount advanced, (b) the amount of any re-draw made under any flexible loan, (c) any interest, fees or charges which has been capitalised and (d) any other amount (including accrued interest and arrears of interest) which is due or accrued (whether or not due) and which has not been paid and has not been capitalised.

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