

Leeds Building Society CERTIFICATE

Leeds Building Society (the Issuer)
105 Albion Street, Leeds, LS1 5AS
(incorporated in England and Wales with registered number 164992)

11th December, 2012

To: UK Financial Services Authority
Covered Bonds Team, Capital Markets
25 The North Colonnade
Canary Wharf
London
E14 5H5

[Leeds Building Society €7bn covered bond programme] (the Programme)

Unless expressly defined in this Certificate, terms defined in the Regulated Covered Bonds Regulations 2008 (SI 346/2008) (as amended) (the **RCB Regulations**) have the same meaning in this Certificate.

We, the undersigned, being duly authorised officers of the Issuer, hereby certify that as at the date of this Certificate:

- (a) we have made all appropriate searches, enquiries and investigations (including, without limitation, of the Company's books and records) to ascertain the true position in relation to the matters stated below;
- (b) the eligible property (other than liquid assets) in the asset pool for the Programme all falls within class 2 (residential mortgage assets) as specified in Regulation 2(1A) of the RCB Regulations; and
- (c) the Issuer wishes the regulated covered bonds issued under the Programme to be single-asset class regulated covered bonds.

Signed for and on behalf of *Leeds Building Society* by:

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By Robin Litten, as Director

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By Peter Hill, as Director