

MESPIL 1 RMBS LTD, INVESTOR REPORT

From: EBS Limited
 Month Ending: 30 September 2013
 Interest Payment Date: 22 October 2013

Investor Contacts			
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Details of Notes Issued					
Class of Notes	Original Rating Fitch / DBRS	Reference	Original Tranche Balance (Euro)	Interest Rate	Final Maturity
A1 Notes	AA/AA	XS0562903038	150,100,000	2.50%	Aug-55
A2 Notes	AA/AA	XS0562903202	300,000,000	2.00%	Aug-55
A3 Notes	AA/AA	XS0562903467	300,000,000	1.75%	Aug-55

Deal Information	
Issue Date	21 December 2010
First Distribution Date	22 February 2011
Minimum Denominations	€100,000
Payment Frequency	Monthly
Interest Calculation	Actual / 360

This Report	
Interest Period Start Date	23 September 2013
Interest Period End Date	22 October 2013
No of days in Interest Period	29
Next Payment Date	22 November 2013

Principal Payment on Notes									
Class of Notes	Original Balance (Euro)	% of Bonds	Opening Balance (Euro)	% of Bonds	Amortisation (Euro)	Closing Balance (Euro)	% of Bonds	Opening Pool Factor	Closing Pool
A1 Notes	150,100,000	20.01%	60,615,467.00	9.18%	(3,462,415.45)	57,153,052	8.70%	0.4038	0.3808
A2 Notes	300,000,000	39.99%	#####	45.41%	0.00	300,000,000	45.65%	1.0000	1.0000
A3 Notes	300,000,000	39.99%	#####	45.41%	0.00	300,000,000	45.65%	1.0000	1.0000
Total	750,100,000	100%	660,615,467	100%	(3,462,415.45)	657,153,052	100%	0.8807	0.8761

Interest Payment on Notes							
Class of Notes	Reference	Interest Rate	Number of Days	Interest Due (Euro)	Interest Paid (Euro)	Unpaid Interest	Cumulative Unpaid
A1 Notes	XS0562903038	2.50%	32	122,076.33	122,076	0	0
A2 Notes	XS0562903202	2.00%	32	483,330.00	483,330	0	0
A3 Notes	XS0562903467	1.75%	32	422,910.00	422,910	0	0

Credit Enhancement and Liquidity Facilities								
	Provider	Balance at close of Transaction	Balance at Start of Month (Euro)	Drawings in Month (Euro)	Replenished / (Released) in Month (Euro)	Balance at Close of Month (Euro)	Balance Required (Euro)	Deficit (Euro)
Class Z Loan	EBS	#####	250,000,000.00	0.00	0.00	#####	250,000,000.00	0.00
Reserve Fund (Note 1(a))	EBS	10,001,000.00	10,001,000.00	0.00	0.00	10,001,000.00	10,001,000.00	0.00

Mortgage Insurance Receipts	
MIG settlement #1	135,735
MIG settlement #2	149,773
MIG settlement #3	163,996
MIG settlement #4	133,563
Less applied funds	(19,315)
Net Total	563,751

Monies received from an agreed settlement of mortgage indemnity insurance. These monies reside in the reserve account and will only be applied upon sale of a property that was covered under the settlement.

Revenue Analysis	
	Euro
Revenue Receipts (excluding recovery of losses and any excluded items)	2,752,143.02
Recovery of Losses	0.00
Interest on Bank Accounts	0.00
Other Net Income	0.00
Received from EBS/Haven for repurchase of Loans	0.00
Plus Payment of Monies Belonging to Third Parties	0.00
Plus Available Principal Receipts to Cover any Revenue Deficiency	0.00
Available Revenue Funds*	2,752,143.02

*Excluding General Reserve available in the event that Revenue Funds are less than the aggregate of (a) to (e).

Allocation of Available Funds	
	Euro
Trustee Fees	0.00
Paying Agent, Corporate Servicer, Account Bank + Other 3rd Party Prior Payments	(4,903.89)
Servicer + Cash Manager Fees & Backup Servicer + Backup Cash Manager fees	(94,274.51)
Class A Notes Interest	(1,028,316.33)
Class A Principal Deficiency Ledgers	0.00
Class Z Principal Deficiency Sub-Ledger (Class A notes outstanding)	(1,624,648.29)
Class Z Loan Interest	0.00
Issuers Profit	0.00
Subordinated Loan Interest	0.00
Subordinated Loan Redemption Amount	0.00
Deferred Consideration	0.00
Total Allocation	(2,752,143.02)
Excess Retained	0.00

Principal Deficiency Ledger											
	Opening Balance	Deemed Losses Allocated this Period*	Actual Losses Allocated this Period	Compromise Settlements Allocated this Period	Total Losses Allocated this Period	Total Credited this Period	Closing Balance	Cumulative Losses / Revenue Deficiency Allocated	Cumulative Losses / Revenue Deficiency Paid	Principal Recovered from Mortgage Loans	
										This Period	Cumulative
A1 Notes	0	0	0	0.00	0.00	0.00	0.00	0	0.00	0	0
A2 Notes	0	0	0	0.00	0.00	0.00	0.00	0	0.00	0	0
A3 Notes	0	0	0.00	0.00	0.00	0.00	0.00	0	0.00	0	0
Class Z Loan Note	6,325,915.26	3,607,101.54	0.00	0.00	3,607,101.54	1,624,648.29	8,308,368.51	34,543,393.12	26,235,024.62	-2,908	398,849

*Deemed Loss means in respect of a Mortgage Loan (without double counting): (i) the principal balance outstanding of such Mortgage Loan where the ratio between amounts due and unpaid by the scheduled interest and principal instalments for such Mortgage Loan exceeds an amount equal to the aggregate of 12 months of scheduled interest and principal instalments for such loan; (ii) if enforcement proceedings are completed, the principal balance of such Mortgage Loan prior to the application of realisation proceeds; and (iii) any principal loss arising as a result of the exercise of set-off by a Mortgage Borrower against the Seller in respect of any Mortgage Loan which has not been repurchased by the Seller.

Available Principal Funds	
	EUR
Principal Receipts Received	1,837,767
Released from Retained Principal Receipts Ledger	0
Received from EBS/Haven for repurchase of Loans	0
Any Credit to Class A + Z Principal Deficiency Sub-Ledger	1,624,648
Less Amount to pay a Revenue Deficiency	0
Total Redemption Funds	3,462,415

Allocation of Available Funds	
	EUR
During Revolving Period Principal due on New Portfolios	0
Prior to 1st Optional Redemption date Principal due on Further Advances	0
During Revolving Period Retained Principal Receipts	0
Principal Class A1 Notes	(3,462,415)
Principal Class A2 Notes	0
Principal Class A3 Notes	0
Principal Class Z Loan	0
Excess as Available Revenue Receipts	0
Total Allocation of Principal Receipts	(3,462,415)

Mortgage Portfolio Analysis: Properties Under Management					
Repossession Type	This Period		Cumulative (Active Loans Only)		Cumulative (Active and Redeemed Loans)
	No of Properties	Principal Balance Amount	No of Properties	Principal Balance Amount	No of Properties
Repossessions	-	-	-	-	-
Voluntary Handback	-	-	3	601,231	3
Abandoned	-	-	4	1,113,978	4
Sold	-	-	4	443,193	6

Note: From July 2011 IPD onwards the 'properties under management' data is being reported on a property basis as opposed to an individual loan basis.

Mortgage Portfolio Analysis		
	At end of Month (Euro)	Cumulative (Euro)
Opening Mortgage Principle Balance	935,489,924	1,000,135,308
Loan Purchases during Revolving Period		10,476,668
Principal Losses		
Scheduled Principal Payments and Early Redemptions	(1,834,859)	(77,153,715)
Capitalised Arrangements	93,413	290,217
Up to Optional Redemption Date Further Advances		
Closing Mortgage Principal Balance	933,748,478	933,748,478

Mortgage Portfolio Analysis		
	Previous Month	Current Month
Weighted average interest rate	3.77%	3.77%
Annualised CPR (current month Scheduled & Unscheduled repayments annualised)	2.97%	2.39%

Deal Participation Information				
		Minimum Rating	Current Rating	Rating Satisfied
Bank Account Provider	BNP Paribas	Fitch F1	Fitch F1	Yes
Servicer	EBS Limited	Fitch BBB-	Fitch BBB-	Yes
Backup Servicer	Crown Mortgage Management	-	RPS3 / -	n/a
Cash Manager	EBS Limited	Fitch BBB-	Fitch BBB-	Yes
Back Up Cash Manager	Deutsche Bank	-	Fitch F1+ / Fitch A+	n/a
Corporate Servicer	EBS Limited	-	-	n/a
Clearing Account Provider	AIB	Fitch F2 / BBB+	Fitch F2	Yes (Short-term)

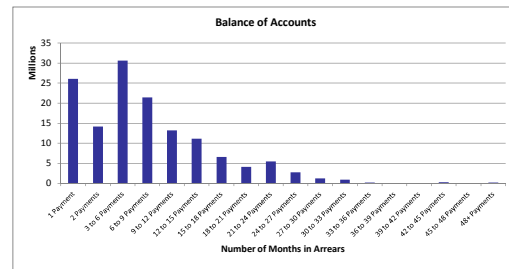
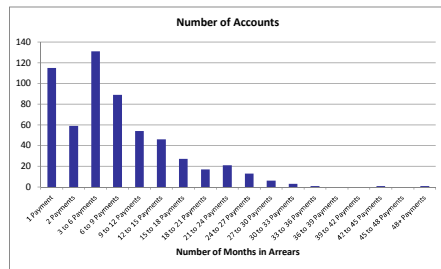
Deal Participation Information	
Note Trustee	BNY Mellon Corporate Trustee Services Ltd.
Security Trustee	BNY Mellon Corporate Trustee Services Ltd.
Paying Agent	The Bank of New York Mellon
Lead Managers	J.P. Morgan Securities Ltd.
Listing	Irish Stock Exchange

 Authorised for and on behalf of
 Mespil 1 RMBS Ltd.

Stratification Tables

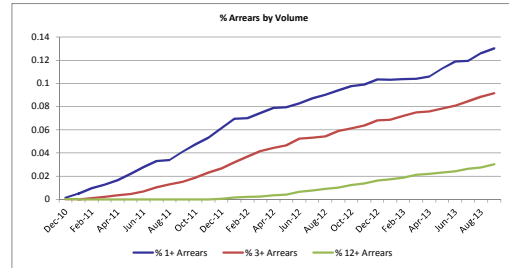
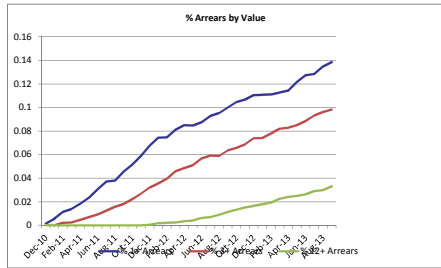
Note: The losses recognised have not yet been reflected in the following stratification tables.

Number of Repayments in Arrears				
Number of Payments Missed	Number of Accounts	% Number of Accounts	Outstanding Balance	% of Total Outstanding Balance
1 Payment	115	19.69%	26,094,354	18.84%
2 Payments	59	10.10%	14,181,552	10.24%
3 to 6 Payments	131	22.43%	30,614,063	22.11%
6 to 9 Payments	89	15.24%	21,410,370	15.46%
9 to 12 Payments	54	9.25%	13,211,383	9.54%
12 to 15 Payments	46	7.88%	11,141,905	8.05%
15 to 18 Payments	27	4.62%	6,586,810	4.76%
18 to 21 Payments	17	2.91%	4,133,084	2.98%
21 to 24 Payments	21	3.60%	5,460,296	3.94%
24 to 27 Payments	13	2.23%	2,780,015	2.01%
27 to 30 Payments	6	1.03%	1,294,007	0.93%
30 to 33 Payments	3	0.51%	910,747	0.66%
33 to 36 Payments	1	0.17%	194,585	0.14%
36 to 39 Payments	0	0.00%	0	0.00%
39 to 42 Payments	0	0.00%	0	0.00%
42 to 45 Payments	1	0.17%	284,675	0.21%
45 to 48 Payments	0	0.00%	0	0.00%
48+ Payments	1	0.17%	195,531	0.14%
Total	584	100.00%	138,493,376	100.00%



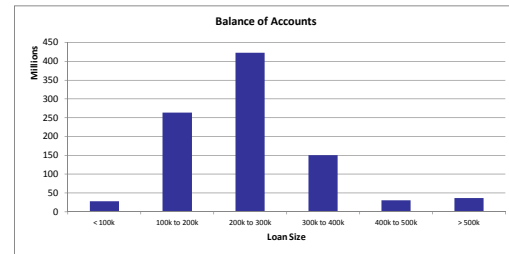
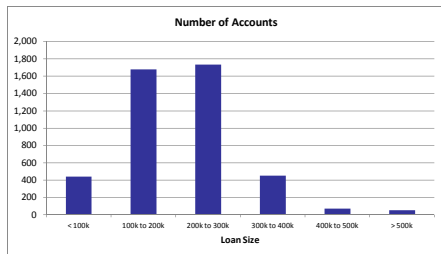
Repayments in Arrears	
Months in Arrears	Sep-13
Value of Accounts (€m)	
12+ Arrears	32.98
3+ Arrears**	98.22
1+ Arrears*	138.49
Total Arrears	138.49
Total Portfolio	932.61
Months in Arrears	Sep-13
Number of Accounts	
12+ Arrears	136
3+ Arrears**	410
1+ Arrears*	584
Total Arrears	584
Total Portfolio	4,424

* 1+ Arrears includes loans in 3+ and 12+ Arrears
 ** 3+ Arrears includes loans in 12+ Arrears

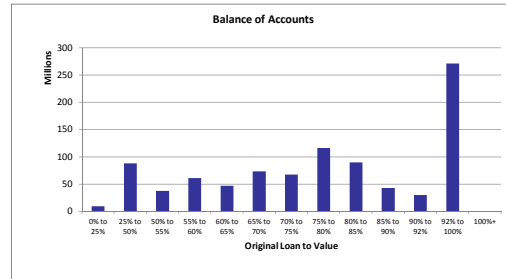
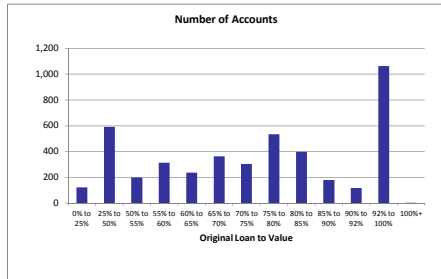


Cure Rates - Last 6 Months						
	Apr-13	May-13	Jun-13	Jul-13	Aug-13	Sep-13
Total Cases Any Arrears	643	655	695	687	725	738
Total Cured to 0 Arrears	34	23	26	51	24	44
% Cure Rate to 0 Arrears	5.37%	3.58%	3.97%	7.34%	3.49%	6.07%

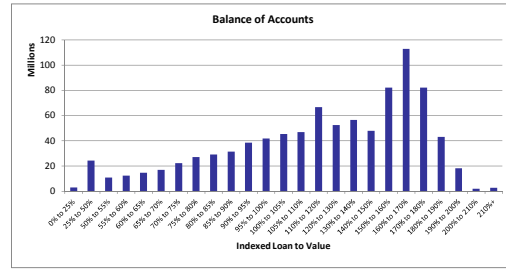
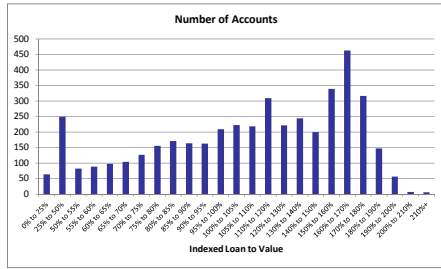
Loan Size				
Loan Size	Number of Accounts	% Number of Accounts	Outstanding Balance	% of Total Outstanding Balance
< 100k	439	9.92%	27,804,032	2.98%
100k to 200k	1,677	37.91%	263,990,187	28.31%
200k to 300k	1,733	39.17%	422,490,110	45.30%
300k to 400k	452	10.22%	150,784,718	16.17%
400k to 500k	70	1.58%	30,884,380	3.31%
> 500k	53	1.20%	36,657,190	3.93%
Total	4,424	100.00%	932,610,615	100.00%
Weighted Average Loan Size			210,807.10	



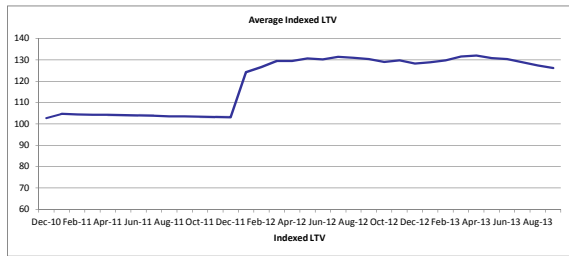
Original LTV				
Original LTV	Number of Accounts	% Number of Accounts	Outstanding Balance	% of Total Outstanding Balance
0% to 25%	122	2.76%	9,054,578	0.97%
25% to 50%	592	13.38%	87,847,161	9.42%
50% to 55%	199	4.50%	37,497,120	4.02%
55% to 60%	314	7.10%	60,742,741	6.51%
60% to 65%	236	5.33%	46,788,273	5.02%
65% to 70%	363	8.21%	73,418,363	7.87%
70% to 75%	304	6.87%	67,477,720	7.24%
75% to 80%	535	12.09%	116,427,458	12.48%
80% to 85%	397	8.97%	89,463,463	9.59%
85% to 90%	178	4.02%	42,437,946	4.55%
90% to 92%	117	2.64%	29,691,614	3.18%
92% to 100%	1,064	24.05%	271,541,096	29.12%
100%+	3	0.07%	223,084	0.02%
Total	4,424	100.00%	932,610,615	100.00%
Weighted Average Original LTV			76.96%	



Indexed LTV				
Indexed LTV	Number of Accounts	% Number of Accounts	Outstanding Balance	% of Total Outstanding Balance
0% to 25%	64	1.45%	3,127,309	0.34%
25% to 50%	249	5.63%	24,420,062	2.62%
50% to 55%	82	1.85%	10,999,855	1.18%
55% to 60%	88	1.99%	12,572,785	1.35%
60% to 65%	98	2.22%	14,764,338	1.58%
65% to 70%	104	2.35%	17,016,202	1.82%
70% to 75%	127	2.87%	22,243,867	2.39%
75% to 80%	155	3.50%	27,152,409	2.91%
80% to 85%	171	3.87%	29,161,768	3.13%
85% to 90%	164	3.71%	31,367,477	3.36%
90% to 95%	163	3.68%	38,532,356	4.13%
95% to 100%	209	4.72%	41,916,367	4.49%
100% to 105%	223	5.04%	45,374,912	4.87%
105% to 110%	218	4.93%	46,820,439	5.02%
110% to 120%	309	6.98%	66,653,062	7.15%
120% to 130%	222	5.02%	52,605,344	5.64%
130% to 140%	244	5.52%	56,594,820	6.07%
140% to 150%	200	4.52%	47,866,021	5.13%
150% to 160%	339	7.66%	82,093,627	8.80%
160% to 170%	463	10.47%	112,967,368	12.11%
170% to 180%	316	7.14%	82,106,501	8.80%
180% to 190%	147	3.32%	43,115,315	4.62%
190% to 200%	56	1.27%	18,237,591	1.96%
200% to 210%	7	0.16%	2,095,690	0.22%
210%+	6	0.14%	2,805,131	0.30%
Total	4,424	100.00%	932,610,615	100.00%
Weighted Average Indexed LTV			126.14%	

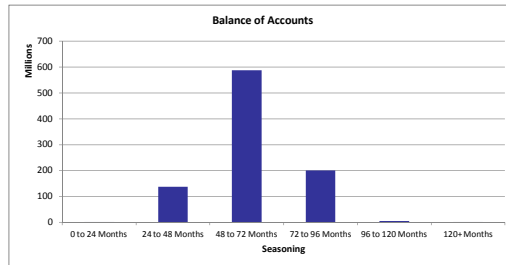
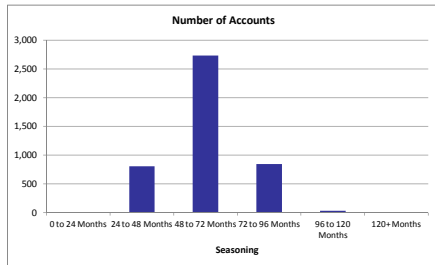


Average Indexed LTV - Last 6 Months						
	Apr-13	May-13	Jun-13	Jul-13	Aug-13	Sep-13
Indexed LTV	132.05	130.82	130.32	128.87	127.31	126.14



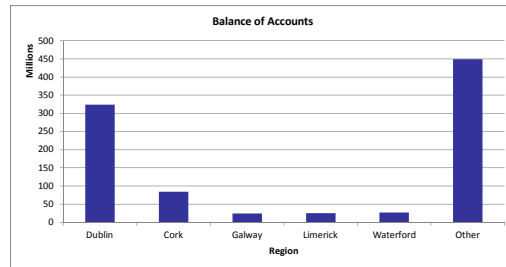
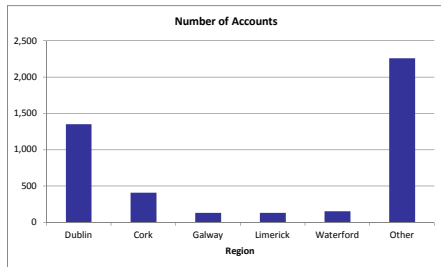
In December 2011 the PTSB Index was replaced with the CSO Index

Seasoning				
Seasoning	Number of Accounts	% Number of Accounts	Outstanding Balance	% of Total Outstanding Balance
0 to 24 Months	3	0.07%	416,917	0.04%
24 to 48 Months	808	18.26%	138,125,569	14.81%
48 to 72 Months	2,723	61.78%	586,773,861	62.91%
72 to 96 Months	846	19.12%	200,982,947	21.55%
96 to 120 Months	29	0.66%	5,509,519	0.59%
120+ Months	5	0.11%	841,802	0.09%
Total	4,424	100.00%	932,610,615	100.00%
<i>Weighted Average Seasoning</i>			63.22	

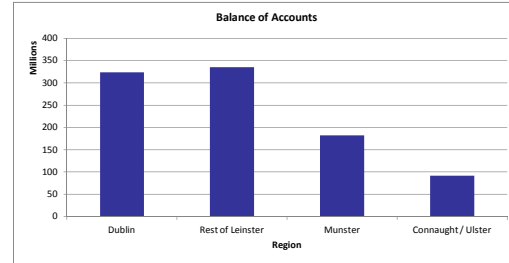
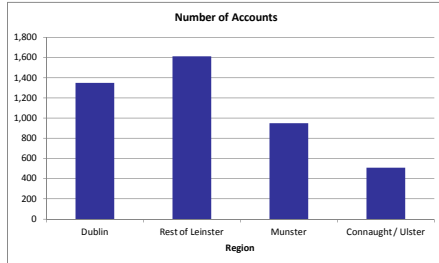


Property Area (County)				
County	Number of Accounts	% Number of Accounts	Outstanding Balance	% of Total Outstanding Balance
Carlow	70	1.58%	12,852,404	1.38%
Cavan	51	1.15%	9,573,994	1.03%
Clare	100	2.26%	18,348,979	1.97%
Cork	406	9.18%	83,952,909	9.00%
Donegal	58	1.31%	9,247,990	0.99%
Dublin	1,350	30.52%	323,829,548	34.72%
Galway	130	2.94%	24,122,444	2.59%
Kerry	59	1.33%	10,141,675	1.09%
Kildare	282	6.37%	66,891,430	7.17%
Kilkenny	107	2.42%	21,513,763	2.31%
Laos	116	2.62%	21,307,252	2.28%
Letchrim	17	0.38%	2,985,803	0.32%
Limerick	131	2.96%	24,868,338	2.67%
Longford	31	0.70%	5,717,446	0.61%
Louth	225	5.09%	45,476,002	4.88%
Mayo	85	1.92%	15,646,299	1.68%
Meath	177	4.00%	40,213,294	4.31%
Monaghan	61	1.38%	10,762,390	1.15%
Offaly	104	2.35%	18,932,653	2.03%
Roscommon	48	1.08%	8,653,609	0.93%
Sligo	59	1.33%	10,272,062	1.10%
Tipperary	105	2.37%	18,178,196	1.95%
Waterford	150	3.39%	26,719,148	2.86%
Westmeath	89	2.01%	15,927,641	1.71%
Wexford	183	4.14%	35,030,420	3.76%
Wicklow	230	5.20%	51,444,924	5.52%
Total	4,424	100.00%	932,610,615	100.00%

Property Area (County)				
Major County	Number of Accounts	% Number of Accounts	Outstanding Balance	% of Total Outstanding Balance
Dublin	1,350	30.52%	323,829,548	34.72%
Cork	406	9.18%	83,952,909	9.00%
Galway	130	2.94%	24,122,444	2.59%
Limerick	131	2.96%	24,868,338	2.67%
Waterford	150	3.39%	26,719,148	2.86%
Other	2,257	51.02%	449,118,229	48.16%
Total	4,424	100.00%	932,610,615	100.00%



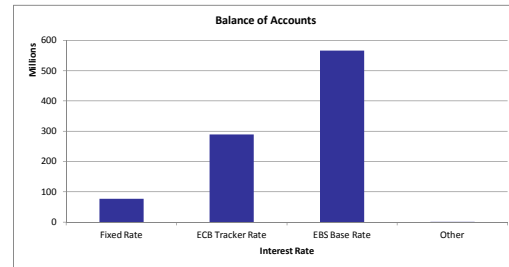
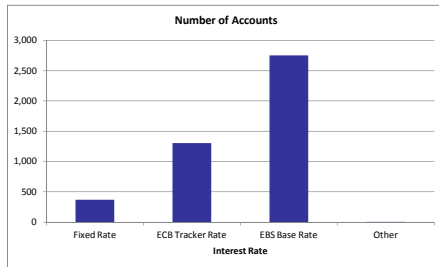
Property Area (Region)				
Region	Number of Accounts	% Number of Accounts	Outstanding Balance	% of Total Outstanding Balance
Dublin	1,350	30.52%	323,829,548	34.72%
Rest of Leinster	1,614	36.48%	335,307,232	35.95%
Munster	951	21.50%	182,209,245	19.54%
Connaught / Ulster	509	11.51%	91,264,590	9.79%
Total	4,424	100.00%	932,610,615	100.00%



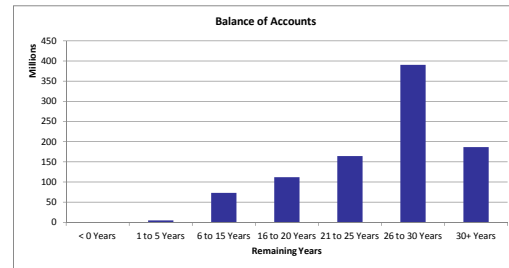
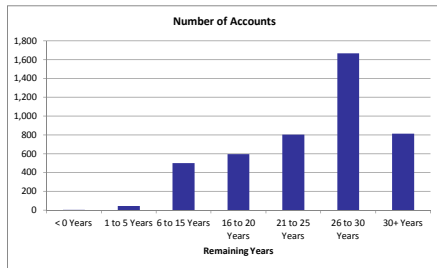
Interest Rate				
Interest Rate Type	Number of Accounts	% Number of Accounts	Outstanding Balance	% of Total Outstanding Balance
Fixed Rate	369	8.34%	76,514,503	8.20%
ECB Tracker Rate	1,301	29.41%	289,125,200	31.00%
EBS Base Rate	2,751	62.18%	566,553,996	60.75%
Other***	3	0.07%	416,917	0.04%
Total	4,424	100.00%	932,610,615	100.00%

Interest Rate Type	Number of Accounts	Avg Interest Rate %
Fixed Rate	369	4.79
ECB Tracker Rate	1,301	2.06
EBS Base Rate	2,751	4.49
Other***	3	0.00

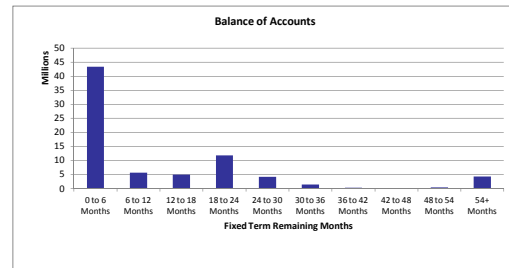
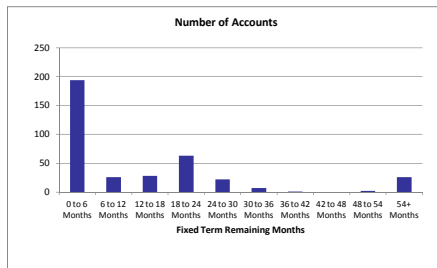
*** Other refers to loans on zero interest rate. These loans are subject to this interest rate in accordance with the EBS Mortgage Arrears Resolution Strategy as it applies to "Split Loans". The entire mortgage debt of the non interest bearing portion of a "Split Loan" is recorded against the Principal Deficiency Ledger.



Remaining Years				
Remaining Years	Number of Accounts	% Number of Accounts	Outstanding Balance	% of Total Outstanding Balance
< 0 Years	2	0.05%	586,661	0.06%
1 to 5 Years	44	0.99%	5,155,221	0.55%
6 to 15 Years	501	11.32%	73,482,152	7.88%
16 to 20 Years	596	13.47%	111,920,844	12.00%
21 to 25 Years	802	18.13%	164,310,174	17.62%
26 to 30 Years	1,666	37.66%	390,369,235	41.86%
30+ Years	813	18.38%	186,786,329	20.03%
Total	4,424	100.00%	932,610,615	100.00%
Weighted Average Remaining Years			26.11	

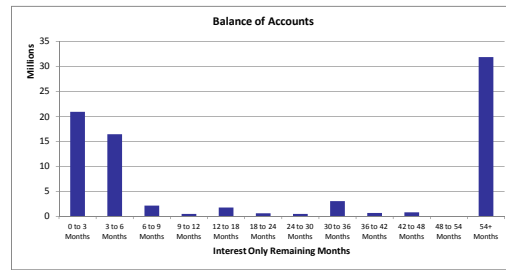
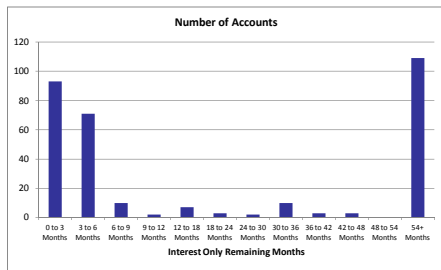


Fixed Term Remaining Months				
Fixed Term Remaining Months	Number of Accounts	% Number of Accounts	Outstanding Balance	% of Total Outstanding Balance
0 to 6 Months	194	52.57%	43,419,409	56.75%
6 to 12 Months	26	7.05%	5,670,516	7.41%
12 to 18 Months	28	7.59%	5,021,615	6.56%
18 to 24 Months	63	17.07%	11,815,371	15.44%
24 to 30 Months	22	5.96%	4,169,666	5.45%
30 to 36 Months	7	1.90%	1,423,103	1.86%
36 to 42 Months	1	0.27%	256,567	0.34%
42 to 48 Months	0	0.00%	0	0.00%
48 to 54 Months	2	0.54%	390,167	0.51%
54+ Months	26	7.05%	4,348,089	5.68%
Total	369	100.00%	76,514,503	100.00%
Weighted Fixed Term Remaining Months			13.83	



Principal Repayment Holiday Status				
Principal Repayment Holiday Status	Number of Accounts	% Number of Accounts	Outstanding Balance	% of Total Outstanding Balance
Y	313	7.08%	79,701,044	8.55%
N	4,111	92.92%	852,909,571	91.45%
Total	4,424	100.00%	932,610,615	100.00%

Principal Repayment Holiday Remaining Term				
Principal Repayment Holiday Remaining Term	Number of Accounts	% Number of Accounts	Outstanding Balance	% of Total Outstanding Balance
0 to 3 Months	93	29.71%	20,950,824	26.29%
3 to 6 Months	71	22.68%	16,457,208	20.65%
6 to 9 Months	10	3.19%	2,185,394	2.74%
9 to 12 Months	2	0.64%	540,034	0.68%
12 to 18 Months	7	2.24%	1,838,889	2.31%
18 to 24 Months	3	0.96%	655,994	0.82%
24 to 30 Months	2	0.64%	544,494	0.68%
30 to 36 Months	10	3.19%	3,071,170	3.85%
36 to 42 Months	3	0.96%	742,500	0.93%
42 to 48 Months	3	0.96%	873,546	1.10%
48 to 54 Months	0	0.00%	0	0.00%
54+ Months	109	34.82%	31,840,991	39.95%
Total	313	100.00%	79,701,044	100.00%
Weighted Principal Repayment Holiday Remaining Term			66.05	



Occupancy Status				
Occupancy Status	Number of Accounts	% Number of Accounts	Outstanding Balance	% of Total Outstanding Balance
Home loan	4,065	91.89%	855,574,798	91.74%
Retail BTL	359	8.11%	77,035,817	8.26%
Commercial BTL	0	0.00%	0	0.00%
Commercial	0	0.00%	0	0.00%
Total	4,424	100.00%	932,610,615	100.00%

NOTES:

1. LIQUIDITY AND CREDIT SUPPORT

- (a) Reserve Fund (1% of the principal outstanding of the Notes on the Closing Date)
- (b) Available Revenue Receipts
- (c) Subordination of the Class Z Loan

2. PRIORITY OF PAYMENTS

Revenue and principal payments on Mespil follow through separate payment waterfalls.

(a) Revenue funds flow to noteholders according to the following pre-acceleration priority of payments:

- 1. Satisfaction of Note & Security Trustee fees and expenses
- 2. Satisfaction of certain senior fees and expenses (Agent Bank, Corp. Services Provider + Account Bank etc.) and other 3rd Party fees
- 3. Satisfaction of Servicer + Cash Manager fees
- 4. Pay Interest due on Class A1, A2 & A3 Notes
- 5. Credit Class A1, A2 & A3 Principal Deficiency Ledger to eliminate any debit thereon
- 6. Credit General Reserve Ledger to required amount
- 7. Credit Class Z Principal Deficiency Sub-Ledger (if Class A notes outstanding) to clear the debt thereon
- 8. Pay Interest due on Class Z Loan
- 9. Credit Class Z Principal Deficiency Sub-Ledger (Class A notes redeemed) to clear the debt thereon
- 10. Pay Issuers Profit of €75
- 11. Pay Interest due on Subordinated Loans
- 12. Pay Subordinated Loan Redemption Amounts
- 13. Pay Deferred Consideration due to Sellers
- 14. Excess (if any) back to Issuer

(b) Pre-Acceleration Payments of Principal

Principal payments must be applied sequentially in the following order of priority:

- 1. During Revolving Period - Satisfaction of principal due to each Seller for New Portfolios
- 2. Prior to 1st Optional Redemption date - Satisfaction of principal due to each Seller for Further Advances
- 3. During Revolving Period - Deposit of all remaining principal receipts into Reserve Account
- 4. Payment of Principal on Class A1 Notes
- 5. Payment of Principal on Class A2 Notes
- 6. Payment of Principal on Class A3 Notes
- 7. Payment of Principal on Class Z Loan
- 8. Excess (if any) applied as Available Revenue Receipts

3. REVOLVING PERIOD + SALE DATES

On each Sale Date, during the period from the Closing Date until the earlier to occur of (a) the Revolving Period Termination Date; and (b) the Calculation Date occurring in February 2012, being the thirteenth Interest Payment Date occurring after the Closing Date (the "Revolving Period"), each Seller may offer to sell New Loans to the Issuer subject to the satisfaction of the relevant Asset Conditions. On each Sale Date, each Seller may offer to sell and the Issuer may agree to purchase further advances made by such Seller to a Borrower which are secured by a mortgage on the same Property as a Loan advanced by such Seller (a "Further Advance") subject to the satisfaction of the relevant Asset Conditions. The Issuer will use Principal Receipts and amounts standing to the credit of the Retained Principal Receipts Ledger towards the purchase of New Loans and Further Advances from each Seller, if offered for sale.

4. Asset Conditions

(I) New Loan Asset Conditions

(a) no Event of Default is continuing;

(b) as at the relevant Monthly Test Date, the ratio of (A) divided by (B) is less than [3] per cent, where (A) is the Current Balance of the Loans comprising the Portfolio, in respect of which (i) the aggregate amount in Arrears is more than three times the Monthly Payment then due, and (ii) Loan was subject to an Interest Capitalisation unless such Loan has been current for 12 consecutive months up to the relevant Monthly Test date, and (B) is the aggregate Current Balance of the Loans comprising the Portfolio at that date;

(c) as at the relevant Monthly Test Date, the General Reserve Fund is at the General Reserve Fund Required Amount;

(d) the yield on the New Loan is greater than 2.50 per cent. per annum and subject to all applicable laws, rules and guidelines relating to the Mortgages and to EBS and Haven;

(e) the relevant Seller has delivered, on the relevant Sale Date, a Solvency Certificate signed by an Authorised Signatory of the Seller in accordance with the terms of the relevant Mortgage Sale Agreement;

(f) the aggregate Current Balance of New Loans sold to the Issuer does not exceed €100,000,000;

(g) as at the relevant Monthly Test Date, the percentage of loans to First Time Buyers is not more than 2 per cent above the percentage of loans to First Time Buyers as at the Closing Date;

(h) no New Loan will contain an interest-only part

(i) no New Loan has been in arrears (other than Technical Arrears, as defined below)

(j) the Original LTV ratio is equal or less than 90 per cent.

(k) the Current LTV ratio is equal or less than 90 per cent.

(l) the Current Balance is equal or less than €750,000

(m) the original term of the loan is equal or less than 40years

(n) the aggregate Current Balance of Buy-to-Let New Loans and Further Advances sold to the Issuer during the Revolving Period does not exceed €10,000,000;

(o) the weighted average Original LTV of the Loans comprising the Portfolio (including the New Loan) is not more than the weighted average Original LTV of the Loans in the Portfolio as at the Closing Date;

(p) the weighted average Current LTV of the Loans comprising the Portfolio (including the New Loan) is not more than the weighted average Current LTV of the Loans in the Portfolio as at the Closing Date;

(q) the weighted average Debt-to-Income ("DTI") of the Loans comprising the Portfolio (including the New Loan) is not more than the weighted average DTI of the Loans in the Portfolio as at the Closing Date;

"Technical Arrears" - arrear instances due to the following technical cases:

- Cases where the loan went into arrears immediately after the first payment due to a non-credit related reason associated to an incorrect completion of the Direct Debit mandate form, incorrect set of the Direct Debit itself or late set up of the Direct Debit.
- Cases where the loan went into arrears during the life of the loan due to a non-credit related reason associated to a change of Direct Debit instructions (i.e. if a borrower changed banks and therefore needed to change the DD instruction).
- Cases where a minor arrears occurred at some stage in the loan's lifetime for no more than 2 consecutive months and such arrears level was less than [15% of the scheduled payment].

"Current LTV" - principal balance outstanding of the Loan (for the avoidance of doubt, including any Further Advances secured by the same property) divided by the latest physical valuation of the property.

"Original LTV" - original principal loan amount divided by the appraised valuation of the property (for the avoidance of doubt, if the Original LTV refers to a Further Advance, the original principal loan amount will contemplate the outstanding balance of all Loans secured by the property including the appraised amount of the Further Advance).

(II) Further Advance Asset Conditions

(a) no Event of Default is continuing;

(b) as at the relevant Monthly Test Date, the ratio of (A) divided by (B) is less than 5 per cent., where (A) is the Current Balance of the Loans comprising the Portfolio, in respect of which (i) the aggregate amount in Arrears is more than three times the Monthly Payment then due, and (ii) Loan was subject to an Interest Capitalisation unless such Loan has been current for 12 consecutive months up to the relevant Monthly Test date, and (B) is the aggregate Current Balance of the Loans comprising the Portfolio at that date;

(c) as at the relevant Monthly Test Date, the General Reserve Fund is at the General Reserve Fund Required Amount;

(d) the Cash Manager is not aware that the then current ratings of the Notes then outstanding would be downgraded, withdrawn or qualified as a result of the relevant Further Advances forming part of the Portfolio;

(e) each Further Advance complies with the Loan Warranties at its relevant Sale Date;

(f) the yield on the Further Advance is greater than 2.50 per cent. per annum and subject to all applicable laws, rules and guidelines relating to the Mortgages and to EBS and Haven;

(g) the Principal Deficiency Ledger does not have a debit balance as at the immediately preceding Interest Payment Date after applying all Available Revenue Receipts on that Interest Payment Date;

(h) the aggregate amount of all Further Advances (including the Further Advances made since the Closing Date) does not exceed ten per cent. of the Current Balance of the Loans comprised in the Portfolio on the Closing Date;

(i) the relevant Seller has delivered, on the relevant Sale Date, a Solvency Certificate signed by an Authorised Signatory of the Seller in accordance with the terms of the relevant Mortgage Sale Agreement;

(j) the Original LTV ratio is equal or less than 90 per cent.

(k) the Current LTV ratio is equal or less than 90 per cent.

(l) the Current Balance of the relevant loan and the Further Advance is equal or less than £750,000

(m) the original term of the Further Advance is equal or less than 40 years

(n) the weighted average Original LTV of the Loans comprising the Portfolio (including the Further Advance) is not more than the weighted average Original LTV of the Loans in the Portfolio as at the Closing Date;

(o) the weighted average Current LTV of the Loans comprising the Portfolio (including the Further Advance) is not more than the weighted average Current LTV of the Loans in the Portfolio as at the Closing Date;

(p) the weighted average Debt-to-Income ("DTI") of the Loans comprising the Portfolio (including the Further Advance) is not more than the weighted average DTI of the Loans in the Portfolio as at the Closing Date;

(III) Product Switch Asset Conditions

(a) no Event of Default is continuing;

(b) as at the relevant Monthly Test Date, the ratio of (A) divided by (B) is less than 5 per cent., where (A) is the Current Balance of the Loans comprising the Portfolio, in respect of which (i) the aggregate amount in Arrears is more than three times the Monthly Payment then due, and (ii) Loan was subject to an Interest Capitalisation unless such Loan has been current for 12 consecutive months up to the relevant Monthly Test date, and (B) is the aggregate Current Balance of the Loans comprising the Portfolio at that date;

(c) as at the relevant Monthly Test Date, the General Reserve Fund is at the General Reserve Fund Required Amount;

(d) the Cash Manager is not aware that the then current ratings of the Notes then outstanding would be downgraded, withdrawn or qualified as a result of the relevant Product Switch remaining in or forming part of the Portfolio;

(e) each Loan and its Related Security which is the subject of a Product Switch complies at the date of such Product Switch with the Loan Warranties;

(f) the yield on the Product Switch is greater than 2.50 per cent. per annum and subject to all applicable laws, rules and guidelines relating to the Mortgages and to EBS and Haven;

(g) the Principal Deficiency Ledger does not have a debit balance as at the immediately preceding Interest Payment Date after applying all Available Revenue Receipts on that Interest Payment Date;

(h) the Current Balance of Buy-to-Let Loans divided by the Current Balance of the Loans in the Portfolio (considering such Product Switch) is not more than 1% above the Current Balance of Buy-to-Let Loans divided by the Current Balance of the Loans in the Portfolio as of the Closing Date;

(i) the Current Balance of loans with an interest-only part divided by the Current Balance of the Loans in the Portfolio (considering such Product Switch) is not more than 3% above the Current Balance of loans with an interest-only part divided by the Current Balance of the Loans in the Portfolio as of the Closing Date.