

LCR ASSESSMENT

Brass No. 11 plc



PRIME COLLATERALISED SECURITIES (PCS) UK LIMITED

21st October 2022

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This is an LCR Assessment.

This LCR Assessment covers the LCR rules and guidelines as at the date of this document. This LCR Assessment must be read together with the PCS Procedures Manual and the PCS Term Evidentiary Standards Manual. This document is based upon the materials received by PCS as at the date of this document. Any references in this document are to the prospectus unless otherwise stated.

It is important that the reader of this checklist reviews and understands the disclaimer referred to on the following page.

21st October 2022

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PRIME COLLATERALISED SECURITIES (PCS) LCR Assessment

Individual(s) undertaking the assessment	Robert Leach
Date of Verification	21 October 2022
The transaction to be verified (the "Transaction")	BRASS NO. 11 PLC
Issuer	BRASS NO. 11 PLC
Originator	Yorkshire Building Society
Lead Manager(s)	Barclays Bank PLC, Merrill Lynch International, HSBC Bank plc
Transaction Legal Counsel	Allen & Overy
Rating Agencies	Fitch, Moody's
Stock Exchange	Irish Stock Exchange
Closing Date	21 October 2022

Please note that this Assessment is in respect of a UK transaction notified as STS to the UK Financial Conduct Authority. As such it cannot be treated as STS within the European Union and therefore, notwithstanding this assessment, is not eligible for inclusion into LCR pools or lower capital requirements under the CRR for financial institutions within the European Union. For more details, we invite you to consult your legal advisers.

PCS confirms that all checklist points have been verified as detailed in the associated comment box in the checklist below.

Within the checklist, the relevant legislative text is set out in grey introductory boxes with specific criteria for our verification listed underneath.

Legislative Text and LCR Criteria (1)		
1a	<p>LCR Criteria</p> <p>1. Exposures in the form of asset-backed securities as referred to in Article 12(1)(a) shall qualify as level 2B securitisations where the following conditions are satisfied:</p> <p>(a) the designation 'STS' or 'simple, transparent and standardised', or a designation that refers directly or indirectly to those terms, is permitted to be used for the securitisation in accordance with Regulation (EU) 2017/2402 of the European Parliament and of the Council (*) and is being so used;</p>	<p>Meets Criteria? YES</p>
	<p>PCS Comments</p> <p><i>PCS is advised by Yorkshire Building Society that the transaction BRASS NO. 11 PLC is expected to be designated STS.</i></p>	
1b	<p>LCR Criteria</p> <p>1. Exposures in the form of asset-backed securities as referred to in Article 12(1)(a) shall qualify as level 2B securitisations where the following conditions are satisfied:</p> <p>(b) the criteria laid down in paragraph 2 and paragraphs 10 to 13 of this Article are met.</p>	<p>Meets Criteria? YES</p>
	<p>PCS Comments</p> <p><i>PCS has ticked the questions above as "yes". See the disclaimer above for a fuller analysis of the limitations of PCS's LCR assessment</i></p>	
2a	<p>LCR Criteria</p> <p>2. The securitisation position and the exposures underlying the position shall meet all the following requirements:</p> <p>(a) the position has been assigned a credit assessment of credit quality step 1 by a nominated ECAI in accordance with Article 264 of Regulation (EU) No 575/2013 or the equivalent credit quality step in the event of a short-term credit assessment;</p>	<p>Meets Criteria? YES</p>
	<p>PCS Comments</p> <p>See Prospectus, Expected Ratings (Fitch/Moody's). Class A1 Notes and Class A2 Notes</p>	

¹ Regulation (EU) 2017/2402 of the European Parliament and of the Council of 12 December 2017 laying down a general framework for securitisation and creating a specific framework for simple, transparent and standardised securitisation, and amending Directives 2009/65/EC, 2009/138/EC and 2011/61/EU and Regulations (EC) No 1060/2009 and (EU) No 648/2012 (OJ L 347, 28.12.2017, p. 35).

	<p>AAA sf/Aaa(sf)</p> <p><i>PCS notes that the Class A notes are assigned ratings of AAA sf/ Aaa (sf).</i></p>	
<p>2b</p>	<p><u>LCR Criteria</u></p> <p>2. The securitisation position and the exposures underlying the position shall meet all the following requirements:</p> <p>(b) the position is in the most senior tranche or tranches of the securitisation and possesses the highest level of seniority at all times during the ongoing life of the transaction. For these purposes, a tranche shall be deemed to be the most senior where after the delivery of an enforcement notice and where applicable an acceleration notice, the tranche is not subordinated to other tranches of the same securitisation transaction or scheme in respect of receiving principal and interest payments, without taking into account amounts due under interest rate or currency derivative contracts, fees or other similar payments in accordance with Article 242(6) of Regulation (EU) No 575/2013;</p>	<p><u>Meets Criteria?</u></p> <p>YES</p>
	<p><u>PCS Comments</u></p> <p>See Prospectus, CASHFLOWS.</p> <p>Distribution of Available Principal Receipts and Available Revenue Receipts Following the Service of a Note Acceleration Notice on the Issuer.</p> <p><i>PCS notes that the Class A Notes meet the required attributes, based on the prospectus that has been reviewed.</i></p>	

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LCR Criteria

(g) the securitisation position is backed by a pool of underlying exposures and those underlying exposures either all belong to only one of the following subcategories or else they consist of a combination of residential loans referred to in point (i):

(i) residential loans secured with a first-ranking mortgage granted to individuals for the acquisition of their main residence, provided that one of the two following conditions is met:

– the loans in the pool meet on average the loan-to-value requirement laid down in point (i) of Article 129(1)(d) of Regulation (EU) No 575/2013 ();

–the loans were originated in the United Kingdom and the law of the United Kingdom provides for a loan-to-income limit on the amount that an obligor may borrow in a residential loan. The loan-to-income limit is calculated on the gross annual income of the obligor, taking into account the tax obligations and other commitments of the obligor and the risk of changes in the interest rates over the term of the loan. For each residential loan in the pool, the percentage of the obligor's gross income that may be spent to service the loan, including interest, principal and fee payments, does not exceed 45 %;

(iii) commercial loans, leases and credit facilities to undertakings established in the United Kingdom to finance capital expenditures or business operations other than the acquisition or development of commercial real estate, provided that at least 80 % of the borrowers in the pool in terms of portfolio balance are small and medium- sized enterprises at the time of issuance of the securitisation, and none of the borrowers is an institution as defined in Article 4(1)(3) of Regulation (EU) No 575/2013; ()

(iv) auto loans and leases to borrowers or lessees established or resident in the United Kingdom. For these purposes, auto loans and leases shall include loans or leases for the financing of motor vehicles or trailers as defined in points (11) and (12) of Article 3 of Directive 2007/46/EC of the European Parliament and of the Council, tractors as defined in point (8) of Article 3 of Regulation (EU) No 167/2013 of the European Parliament and of the Council (as it had effect immediately before IP completion day), powered two-wheelers or powered tricycles as defined in points (68) and (69) of Article 3 of Regulation (EU) No 168/2013 of the European Parliament and of the Council (as it had effect immediately before IP completion day) or tracked vehicles as referred to in point (c) of Article 2(2) of Directive 2007/46/EC. () Such loans or leases may include ancillary insurance and service products or additional vehicle parts, and in the case of leases, the residual value of leased vehicles. All loans and leases in the pool shall be secured with a first-ranking charge or security over the vehicle or an appropriate guarantee in favour of the SSPE, such as a retention of title provision;

(v) loans and credit facilities to individuals resident in the United Kingdom for personal, family or household consumption purposes.

Meets Criteria?

YES

PCS Comments

(g)(i) applies.

See Prospectus, *SUMMARY OF THE KEY TRANSACTION DOCUMENTS*.

Mortgage Sale Agreement

Additional Loan Conditions

In order for any Additional Loans which have been sold to the Issuer during the Further Sale Period to remain in the Portfolio, the following conditions (the Additional Loan Conditions) must be complied with as at the last day of the Monthly Period in which the relevant Further Sale Date occurred. The Additional Loan Conditions will be tested (on the basis of the position in relation to the relevant Loans and data calculated as at the last day of the Monthly Period in which the relevant Further Sale Date occurred) on the Monthly Test Date immediately following the Monthly Period in which the sale of such Additional Loans to the Issuer took place.

The Additional Loan Conditions are:

(h) and the weighted average current Indexed LTV of the Portfolio will not exceed 80%;

See Prospectus, CHARACTERISTICS OF THE CUT-OFF DATE PORTFOLIO.

Current Indexed Loan to Value Ratios

The maximum, minimum and weighted average current indexed Loan to Value Ratio as at the Cut-Off Date of all the Loans (including capitalised interest and fees and incorporating all Loans secured on the same Property) is 89.76, 0.36 and 67.52 %, respectively.

See Prospectus, *TRANSACTION OVERVIEW – PORTFOLIO AND SERVICING*.

Representations and

Warranties:

The Seller will make the Loan Warranties regarding the Loans and Related Security to the Issuer on the Closing Date (and in respect of Additional Loans (other than any Additional Loans repurchased on the Interest Payment Date immediately following the relevant Further Sale Date), on the Interest Payment Date immediately following the relevant Further Sale Date) and in respect of any Further Advance, Product Switch and/or Tested Underpayment Option on the last day of the Monthly Period in which each such Further Advance, Product Switch and/or Tested Underpayment Option takes place.

The Loan Warranties are comprised of representations and warranties in respect of the legal nature of the Loans and their Related Security, as well as asset representations and warranties which include the following:

- no Loan is a Self-certified Loan or was a Self-certified Loan as at the date of origination of the relevant Loan, a Buy to Let Loan, an Offset Loan, a Help to Buy Loan or a Right to Buy Loan;

See Prospectus, *THE LOANS*.

Lending Criteria

(1) Type of property

The Seller's policy requires all Property to be (i) residential property (i.e. not buy-to-let); (ii) the Borrower's main residence; (iii) suitable for immediate occupation; (iv) readily marketable and (v) Property on which the Seller can obtain a first charge by way of legal mortgage or charge or (in Scotland).

4	<p>LCR Criteria</p> <p>10. The underlying exposures shall not have been originated by the credit institution holding the securitisation position in its liquidity buffer, its subsidiary, its parent undertaking, a subsidiary of its parent undertaking or any other undertaking closely linked with that credit institution.</p>	<p>Meets Criteria? YES</p>
	<p>PCS Comments</p> <p><i>The investor should confirm that it is not a group entity of the Originator to meet this point. We have ticked this point positive but ultimately it is the investor's responsibility to confirm.</i></p>	
5	<p>LCR Criteria</p> <p>11. The issue size of the tranche shall be at least EUR 100 million (or the equivalent amount in domestic currency).</p>	<p>Meets Criteria? YES</p>
	<p>PCS Comments</p> <p>See Prospectus.</p> <p>Initial Principal Amount</p> <p>Class A1 Notes £525,000,000.00</p> <p>Class A2 Notes £3,499,867,000.00</p> <p><i>The Prospectus confirms that the senior tranche is at least EUR 100 million (or the equivalent amount in domestic currency).</i></p>	
6	<p>LCR Criteria</p> <p>12. The remaining weighted average life of the tranche shall be 5 years or less, which shall be calculated using the lower of either the transaction's pricing prepayment assumption or a 20 % constant prepayment rate, for which the credit institution shall assume that the call is exercised on the first permitted call date.</p>	<p>Meets Criteria? YES</p>
	<p>PCS Comments</p> <p>See Prospectus, WEIGHTED AVERAGE LIVES OF THE NOTES.</p> <p>Possible Average Life of Class A Notes (years)</p> <p>Assuming Issuer call on Step-Up Date</p> <p><i>The remaining average life of all of the senior tranches (assuming Issuer call on Step-Up Date) is 5 years or less at the transaction's prepayment pricing assumption of 10%.</i></p>	

7	<p><u>LCR Criteria</u></p> <p>13. The originator of the exposures underlying the securitisation shall be an institution as defined in Article 4(3) of Regulation (EU) No 575/2013 or an undertaking whose principal activity is to pursue one or more of the activities listed in points 2 to 12 and point 15 of Annex I to Directive 2013/36/EU, as that Directive has effect immediately before IP completion day, provided that for the purposes of this paragraph the reference in point 4 of Annex 1 to that Directive to point (3) of Article 4 of Directive (EU) 2015/2366 is to be read as a reference to regulation 2 of the Payment Services Regulations 2017.</p>	<p><u>Meets Criteria?</u></p> <p>YES</p>
	<p><u>PCS Comments</u></p> <p>See Prospectus, ACCORD MORTGAGES LIMITED.</p> <p>Accord is authorised and regulated by the FCA and is entered in the Financial Services Register with registration number 305936. In addition, Accord is an undertaking whose principal activity is to pursue one or more of the activities listed in points 2 to 12 and point 15 of Annex I to Directive 2013/36/EU.</p>	
8	<p><u>LCR Criteria</u></p> <p>Article 37 Transitional provision for securitisations backed by residential loans</p> <p>1. By derogation from Article 13, securitisations issued before 1 October 2015, where the underlying exposures are residential loans as referred to in point (g)(i) of Article 13(2), shall qualify as Level 2B assets if they meet all the requirements set out in Article 13 other than the loan-to-value or loan-to-income requirements set out in that point (g)(i) of Article 13(2).</p> <p>2. By derogation from Article 13, securitisations issued after 1 October 2015, where the underlying exposures are residential loans as referred to in point (g)(i) of Article 13(2) that do not meet the average loan-to-value or the loan-to-income requirements set out in that point, shall qualify as Level 2B assets until 1 October 2025, provided that the underlying exposures include residential loans that were not subject to a national law regulating loan-to-income limits at the time they were granted and such residential loans were granted at any time prior to 1 October 2015.</p>	<p><u>Meets Criteria?</u></p> <p>YES</p>
	<p><u>PCS Comments</u></p> <p><i>Points 1 and 2 are not applicable.</i></p>	