Loans	£	
Outstanding Balance of Loans at Closing Date	404,247,009	
Outstanding Balance of Loans @ start of this Quarter Accrued Interest @ start of Calculation Period	514,775,662 291,393,167	
Accided illierest & start of Calculation Fariou	Last Quarter	Since Inception
Redemptions Principal Balance of Loans redeemed in the immediately preceding Calculation period	3,537,047	161,823,530
Principal Balance of Loans redeemed by cause:- Death	1,943,245	61,101,905
Borrower enters Long Term Care Voluntary Repayment	541,150 1,014,050	16,298,924 79,425,550
Move to Lower Value Property Substitutions	38,602	5,269,526 - 272,374
Number of Loans redeemed in the immediately preceding Calculation period	96	3,789
Number of Loans redeemed by cause:- Death Borrower enters Long Term Care	53 12	1,422 365
Voluntary Repayment Move to Lower Value Property	31 2	2,004 297
Substitutions	-	- 2
Redemption monies received	8,319,367	264,383,265
Outstanding Balance of Loans Outstanding Accrued Interest	296,606,905	
Outstanding Gross Balance Outstanding number of loans	516,452,352 5,984	
Equivalent Value Test this Calculation Period :- S&P model this Calculation Period :-	N/A N/A	
Ser House this Calculation Feriod .*	IVA	
Repayment Rate	1.70%	
The "Repayments Rate" is the [annualised value of the ratio expressed as a percentage] calculated by dividing:- (x) the aggregate of the initial outstanding balances of the Loans repaid up to the relevant Calculation Date by (y) the aggregate of the initial outstanding balances of all Loans in the Portfolio on the Closing Date.		
Substitutions		
Substituted in this Quarter (O/S amount @ Closing Date) Substituted in this Quarter as a % of aggregate Outstanding Balance of the Loans @ Closing Date	- 0.00%	
Substituted to date as a % of aggregate Outstanding Balance of the Loans @ Closing Date	0.91%	
Early Amortisation Test		
Larry Americaniem 1000		
Aggregate Loan Amount (in respect of all Outstanding Loans, the Outstanding Balance as at the Closing Date and in respect		
Aggregate Loan Amount (in respect of all Outstanding Loans, the Outstanding Balance as at the Closing Date and in respect of substitute Loans, the Outstanding Balance as at the Loan Entry date)	N/A - Post Year 10 IPD	
Aggregate Loan Amount (in respect of all Outstanding Loans, the Outstanding Balance as at the Closing Date and in respec		
Aggregate Loan Amount (in respect of all Outstanding Loans, the Outstanding Balance as at the Closing Date and in respect of substitute Loans, the Outstanding Balance as at the Loan Entry date)	N/A - Post Year 10 IPD	At Calculation data for
Aggregate Loan Amount (in respect of all Outstanding Loans, the Outstanding Balance as at the Closing Date and in respect of substitute Loans, the Outstanding Balance as at the Loan Entry date)	N/A - Post Year 10 IPD	At Calculation date for this report
Aggregate Loan Amount (in respect of all Outstanding Loans, the Outstanding Balance as at the Closing Date and in respect of substitute Loans, the Outstanding Balance as at the Loan Entry date)  Weighted Averaged GIC Rate	N/A - Post Year 10 IPD  N/A - Post Year 10 IPD	
Aggregate Loan Amount (in respect of all Outstanding Loans, the Outstanding Balance as at the Closing Date and in respect of substitute Loans, the Outstanding Balance as at the Loan Entry date)  Weighted Averaged GIC Rate  Product Breakdown by Loan O/S  ILCRP %  FCRP %	N/A - Post Year 10 IPD  N/A - Post Year 10 IPD  At Closing  27.5%	this report
Aggregate Loan Amount (in respect of all Outstanding Loans, the Outstanding Balance as at the Closing Date and in respect of substitute Loans, the Outstanding Balance as at the Loan Entry date)  Weighted Averaged GIC Rate  Product Breakdown by Loan O/S  ILCRP %	N/A - Post Year 10 IPD  N/A - Post Year 10 IPD  At Closing  27.5%	this report 29.8%
Aggregate Loan Amount (in respect of all Outstanding Loans, the Outstanding Balance as at the Closing Date and in respect of substitute Loans, the Outstanding Balance as at the Loan Entry date)  Weighted Averaged GIC Rate  Product Breakdown by Loan O/S  ILCRP %  FCRP %  Weighted Average Age of Borrowers @ Closing Date  Weighted Average Age of borrowers - at Calculation date for this Quarterly report	N/A - Post Year 10 IPD  N/A - Post Year 10 IPD  At Closing  27.5%  71	this report 29.8%
Aggregate Loan Amount (in respect of all Outstanding Loans, the Outstanding Balance as at the Closing Date and in respect of substitute Loans, the Outstanding Balance as at the Loan Entry date)  Weighted Averaged GIC Rate  Product Breakdown by Loan O/S  ILCRP %  FCRP %  Weighted Average Age of Borrowers @ Closing Date  Weighted Average Age of borrowers - at Calculation date for this Quarterly report  Age of Borrowers:- Single Female	N/A - Post Year 10 IPD  N/A - Post Year 10 IPD  At Closing  27.5% 72.5% 71 80	this report 29.8%
Aggregate Loan Amount (in respect of all Outstanding Loans, the Outstanding Balance as at the Closing Date and in respect of substitute Loans, the Outstanding Balance as at the Loan Entry date)  Weighted Averaged GIC Rate  Product Breakdown by Loan O/S  ILCRP %  FCRP %  Weighted Average Age of Borrowers @ Closing Date  Weighted Average Age of borrowers - at Calculation date for this Quarterly report  Age of Borrowers:-  Single Female  Single Female  Joint Borrowers by Age of Younger	N/A - Post Year 10 IPD  N/A - Post Year 10 IPD  At Closing  27.5%  71.80	this report 29.8%
Aggregate Loan Amount (in respect of all Outstanding Loans, the Outstanding Balance as at the Closing Date and in respect of substitute Loans, the Outstanding Balance as at the Loan Entry date)  Weighted Averaged GIC Rate  Product Breakdown by Loan O/S  ILCRP %  FCRP %  Weighted Average Age of Borrowers @ Closing Date Weighted Average Age of borrowers - at Calculation date for this Quarterly report  Age of Borrowers:- Single Female Single Female Single Male Joint Borrowers by Age of Younger  Properties Sold / repayments (case by case):- Time to Sale (where available - time from death/assessment to repayment)	N/A - Post Year 10 IPD  N/A - Post Year 10 IPD  At Closing  27.5%  72.5%  71  80  82  82  79	this report 29.8%
Aggregate Loan Amount (in respect of all Outstanding Loans, the Outstanding Balance as at the Closing Date and in respect of substitute Loans, the Outstanding Balance as at the Loan Entry date)  Weighted Averaged GIC Rate  Product Breakdown by Loan O/S  ILCRP %  FCRP %  Weighted Average Age of Borrowers @ Closing Date Weighted Average Age of borrowers - at Calculation date for this Quarterly report  Age of Borrowers:- Single Female Single Male Joint Borrowers by Age of Younger  Properties Sold / repayments (case by case):- Time to Sale (where available - time from death/assessment to repayment) Initial Valuation Indexed Valuation (Initial Valuation + Hpi)	N/A - Post Year 10 IPD  N/A - Post Year 10 IPD  At Closing  27.5% 72.5% 78.0  80.0  81.0  82.0  82.0  79.0  N/A  N/A  N/A	this report 29.8%
Aggregate Loan Amount (in respect of all Outstanding Loans, the Outstanding Balance as at the Closing Date and in respect of substitute Loans, the Outstanding Balance as at the Loan Entry date)  Weighted Averaged GIC Rate  Product Breakdown by Loan O/S  ILCRP %  FCRP %  Weighted Average Age of Borrowers @ Closing Date  Weighted Average Age of borrowers - at Calculation date for this Quarterly report  Age of Borrowers:- Single Female Single Hale Joint Borrowers by Age of Younger  Properties Sold / repayments (case by case):- Time to Sale (where available - time from death/assessment to repayment) Initial Valuation Indexed Valuation (Initial Valuation + Hpi) Sale Price (where available) Gross Mortage Outstandings	N/A - Post Year 10 IPD  N/A - Post Year 10 IPD  At Closing  27.5% 72.5% 78.0  N/A N/A N/A N/A N/A N/A N/A N/A N/A N/	this report 29.8%
Aggregate Loan Amount (in respect of all Outstanding Loans, the Outstanding Balance as at the Closing Date and in respect of substitute Loans, the Outstanding Balance as at the Loan Entry date)  Weighted Averaged GIC Rate  Product Breakdown by Loan O/S  ILCRP %  FCRP %  Weighted Average Age of Borrowers @ Closing Date  Weighted Average Age of Borrowers - at Calculation date for this Quarterly report  Age of Borrowers:- Single Female Single Male Joint Borrowers by Age of Younger  Properties Sold / repayments (case by case):- Time to Sale (where available - time from death/assessment to repayment) Initial Valuation Indexed Valuation (Initial Valuation + Hpi) Sale Price (where available) Gross Mortage Outstandings Shortfall Loan Outstandings as a % of Sale Price	N/A - Post Year 10 IPD  N/A - Post Year 10 IPD  At Closing  27.5%  72.5%  71  80  82  82  82  79  N/A  N/A  N/A  N/A  N/A  N/A  N/A  N/	this report 29.8%
Aggregate Loan Amount (in respect of all Outstanding Loans, the Outstanding Balance as at the Closing Date and in respect of substitute Loans, the Outstanding Balance as at the Loan Entry date)  Weighted Averaged GIC Rate  Product Breakdown by Loan O/S  ILCRP %  FCRP %  Weighted Average Age of Borrowers @ Closing Date  Weighted Average Age of borrowers - at Calculation date for this Quarterly report  Age of Borrowers:- Single Female Joint Borrowers by Age of Younger  Properties Sold / repayments (case by case):- Time to Sale (where available) - time from death/assessment to repayment) Initial Valuation Indexed Valuation (Initial Valuation + Hpi) Sale Price (where available) Gross Mortgage Outstandings Shortfall	N/A - Post Year 10 IPD  N/A - Post Year 10 IPD  At Closing  27.5%  72.5%  71  80  82  82  79  N/A  N/A  N/A  N/A  N/A  N/A  N/A  N/	this report 29.8%
Aggregate Loan Amount (in respect of all Outstanding Loans, the Outstanding Balance as at the Closing Date and in respect of substitute Loans, the Outstanding Balance as at the Loan Entry date)  Weighted Averaged GIC Rate  Product Breakdown by Loan O/S  ILCRP %  FCRP %  Weighted Average Age of Borrowers @ Closing Date Weighted Average Age of borrowers - at Calculation date for this Quarterly report  Age of Borrowers:- Single Female Single Male Joint Borrowers by Age of Younger  Properties Sold / repayments (case by case):- Time to Sale (where available - time from death/assessment to repayment) Initial Valuation Indexed Valuation (Initial Valuation + Hpi) Sale Price (where available) Gross Mortage Outstandings Shortfall Loan Outstandings as a % of Sale Price Claim Submitted to No Negative Equity Claim Poid Claim O/S  For all Mortgages repaid to the Calculation Date for this Quarterly Report:-	N/A - Post Year 10 IPD  N/A - Post Year 10 IPD  At Closing  27.5%  72.5%  71  80  82  82  79  N/A  N/A  N/A  N/A  N/A  N/A  N/A  N/	this report 29.8%
Aggregate Loan Amount (in respect of all Outstanding Loans, the Outstanding Balance as at the Closing Date and in respect of substitute Loans, the Outstanding Balance as at the Loan Entry date)  Weighted Averaged GIC Rate  Product Breakdown by Loan O/S  ILCRP %  FCRP %  Weighted Average Age of Borrowers @ Closing Date Weighted Average Age of borrowers - at Calculation date for this Quarterly report  Age of Borrowers:- Single Female Single Mate Joint Borrowers by Age of Younger  Properties Sold / repayments (case by case):- Time to Sale (where available) Initial Valuation Indexed Valuation (Initial Valuation + Hpi) Sale Price (where available) Gross Mortgage Outstandings Shortfall Loan Outstandings as a % of Sale Price Claim Submitted to No Negative Equity Claim Paid Claim O/S	N/A - Post Year 10 IPD  N/A - Post Year 10 IPD  At Closing  27.5%  72.5%  71  80  82  82  79  N/A  N/A  N/A  N/A  N/A  N/A  N/A  N/	this report
Aggregate Loan Amount (in respect of all Outstanding Loans, the Outstanding Balance as at the Closing Date and in respect of substitute Loans, the Outstanding Balance as at the Loan Entry date)  Weighted Averaged GIC Rate  Product Breakdown by Loan O/S  ILCRP %  FCRP %.  Weighted Average Age of Borrowers @ Closing Date  Weighted Average Age of Borrowers - at Calculation date for this Quarterly report  Age of Borrowers:- Single Female Single Male Joint Borrowers by Age of Younger  Properties Sold / repayments (case by case):- Time to Sale (where available - time from death/assessment to repayment) Initial Valuation Indexed Valuation (Initial Valuation + Hpi) Sale Price (where available) Gross Mortage Outstandings Shortfall Loan Outstandings as a % of Sale Price Claim Submitted to No Negative Equity Claim Paid Claim O/S  For all Mortgages repaid to the Calculation Date for this Quarterly Report:- Weighted Average: Time to Sale (where available - time from death/assessment to repayment) Sale Price as % of Indexed Valuation (Initial Valuation + Hpi) (where available) Shortfall as See (where available - time from death/assessment to repayment) Sale Price as % of Indexed Valuation (Initial Valuation + Hpi) (where available) Shortfall as See (where available - time from death/assessment to repayment)	N/A - Post Year 10 IPD  N/A - Post Year 10 IPD  At Closing  27.5%  72.5%  71 80  N/A N/A N/A N/A N/A N/A N/A N/A N/A N/	this report
Aggregate Loan Amount (in respect of all Outstanding Loans, the Outstanding Balance as at the Closing Date and in respect of substitute Loans, the Outstanding Balance as at the Loan Entry date)  Weighted Averaged GIC Rate  Product Breakdown by Loan O/S  ILCRP %  FCRP %.  Weighted Average Age of Borrowers @ Closing Date Weighted Average Age of borrowers - at Calculation date for this Quarterly report  Age of Borrowers:- Single Female Single Female Single Male Joint Borrowers by Age of Younger  Properties Sold / repayments (case by case):- Time to Sale (where available - time from death/assessment to repayment) Initial Valuation Indexed Valuation (Initial Valuation + Hpi) Sale Price (where available) Gross Mortgage Outstandings Shortfall Loan Outstandings as a % of Sale Price Claim Submitted to No Negative Equity Claim Paid Claim O/S  For all Mortgages repaid to the Calculation Date for this Quarterly Report:- Weighted Average:- Time to Sale (where available - time from death/assessment to repayment) Sale Price as % of Indexed Valuation (Initial Valuation + Hpi) (where available) Shortfall as % of Mortgage Outstandings Properties in Possession Repossessed Sold	N/A - Post Year 10 IPD  N/A - Post Year 10 IPD  At Closing  27.5%  72.5%  71 80  N/A N/A N/A N/A N/A N/A N/A N/A N/A N/	this report
Aggregate Loan Amount (in respect of all Outstanding Loans, the Outstanding Balance as at the Closing Date and in respect of substitute Loans, the Outstanding Balance as at the Loan Entry date)  Weighted Averaged GIC Rate  Product Breakdown by Loan O/S  ILCRP %  FCRP %  Weighted Average Age of Borrowers @ Closing Date Weighted Average Age of borrowers - at Calculation date for this Quarterly report  Age of Borrowers:- Single Female Single Male Joint Borrowers by Age of Younger  Properties Sold / repayments (case by case):- Time to Sale (where available - time from death/assessment to repayment) Initial Valuation Indexed Valuation (Initial Valuation + Hpi) Sale Price (where available) Gross Mortgage Outstandings Shortfall Loan Outstandings as a % of Sale Price Claim Submitted to No Negative Equity Claim Paid Claim O/S  For all Mortgages repaid to the Calculation Date for this Quarterly Report:- Weighted Average:- Time to Sale (where available) - time from death/assessment to repayment) Sale Price as % of Indexed Valuation (Initial Valuation + Hpi) (where available) Shortfall as % of Mortgage Outstandings	N/A - Post Year 10 IPD  N/A - Post Year 10 IPD  At Closing  27.5%  72.5%  71 80  N/A N/A N/A N/A N/A N/A N/A N/A N/A N/	this report
Aggregate Loan Amount (in respect of all Outstanding Loans, the Outstanding Balance as at the Closing Date and in respect of substitute Loans, the Outstanding Balance as at the Loan Entry date)  Weighted Averaged GIC Rate  Product Breakdown by Loan O/S  ILCRP %  FCRP %.  Weighted Average Age of Borrowers @ Closing Date Weighted Average Age of borrowers - at Calculation date for this Quarterly report  Age of Borrowers:- Single Female Single Female Single Male Joint Borrowers by Age of Younger  Properties Sold / repayments (case by case):- Time to Sale (where available - time from death/assessment to repayment) Initial Valuation Indexed Valuation (Initial Valuation + Hpi) Sale Price (where available) Gross Mortgage Outstandings Shortfall Loan Outstandings as a % of Sale Price Claim Submitted to No Negative Equity Claim Paid Claim O/S  For all Mortgages repaid to the Calculation Date for this Quarterly Report:- Weighted Average:- Time to Sale (where available - time from death/assessment to repayment) Sale Price as % of Indexed Valuation (Initial Valuation + Hpi) (where available) Shortfall as % of Mortgage Outstandings Properties in Possession Repossessed Sold	N/A - Post Year 10 IPD  N/A - Post Year 10 IPD  At Closing  27.5%  72.5%  71 80  N/A N/A N/A N/A N/A N/A N/A N/A N/A N/	this report
Aggregate Loan Amount (in respect of all Outstanding Loans, the Outstanding Balance as at the Closing Date and in respect of substitute Loans, the Outstanding Balance as at the Loan Entry date)  Weighted Averaged GIC Rate  Product Breakdown by Loan O/S  ILCRP %  FCRP %.  Weighted Average Age of Borrowers @ Closing Date Weighted Average Age of borrowers - at Calculation date for this Quarterly report  Age of Borrowers:- Single Female Single Female Single Male Joint Borrowers by Age of Younger  Properties Sold / repayments (case by case):- Time to Sale (where available - time from death/assessment to repayment) Initial Valuation Indexed Valuation (Initial Valuation + Hpi) Sale Price (where available) Gross Mortgage Outstandings Shortfall Loan Outstandings as a % of Sale Price Claim Submitted to No Negative Equity Claim Paid Claim O/S  For all Mortgages repaid to the Calculation Date for this Quarterly Report:- Weighted Average:- Time to Sale (where available - time from death/assessment to repayment) Sale Price as % of Indexed Valuation (Initial Valuation + Hpi) (where available) Shortfall as % of Mortgage Outstandings Properties in Possession Repossessed Sold	N/A - Post Year 10 IPD  N/A - Post Year 10 IPD  At Closing  27.5%  72.5%  71 80  N/A N/A N/A N/A N/A N/A N/A N/A N/A N/	this report

Insurance	
No Negative Equity Claims made total	-
Claims Paid	-
Claims O/S	-
Claims not settled in full by number	
Claims not settled in full by amount of shortfall	N/A
Average Time from Claim to Payment	N/A
Local Search Claims made (number)	
Claims Paid	_
Claims O/S	-
Claims not settled in full by number	-
Claims not settled in full by amount of shortfall	-
Average Time from Claim to Payment	N/A
Contingent Building Insurance claims made (number)	-
Claims Paid	-
Claims O/S	-
Claims not settled in full by number Claims not settled in full by amount of shortfall	-
Average Time from Claim to Payment	N/A
Average Time from Grain to Fayment	1975
Average Loan Outstanding	£86,306
Weighted Average LTV	53.9%
Weighted Average Indexed LTV	35.3%
Weighted Average Interest Rate	
ILCRP	4.89% + LPI
FCRP	7.67%
LTV Levels Breakdown (based on original valuation using P+I at date of report)	
0 - 29.99%	44,053,576
30 - 34,99%	42,887,538
35 - 39.99%	45,820,080
40 - 44.99%	54,633,720
45 - 49.99%	56,857,678
50 - 54.99%	46,388,345
55 - 59.99%	48,775,206
60 - 64.99%	40,313,121
65 - 69.99%	37,797,079
70 - 74.99%	25,536,755
75 - 79.99%	19,915,119
80 - 84.99% 85 - 89.99%	18,592,103
85 - 89.99% 90 - 94.99%	12,021,254 8,312,190
95 - 99.99%	7,441,658
100% +	7,106,931
100 /0 7	7,100,331
LTV Levels Breakdown (based on HPI adjusted valuation @ Calculation date)	
0 - 30%	190,465,797
30 - 35%	81,806,463
35 - 40%	73,130,202
40 - 45%	62,724,581
45 - 50%	41,100,454
50 - 55%	28,419,934
55 - 60% 60 - 65%	18,883,163 11,005,881
65 - 70%	5,697,484
70 - 75%	2,413,614
75 - 80%	174,152
80 - 85%	354,386
85 - 90%	276,242
90 - 95%	
95 - 100%	-
100% +	-
Age Band Breakdown (based on youngest policyholder @ Calculation date)	
Under 70	13,063,360
70-74	80,688,650
75-79	159,050,943
80-84	157,635,901
85-89 90-94	70,818,010
90-94 95-99	29,202,918 5,753,836
95-99 100+	238,735

## LTV Levels Breakdown (HPI Adjusted) vs Age Band Breakdown @ Calculation Date

	Under 70	70-74	75-79	80-84	85-89	90-94	95-99	100+
0 - 29.99%	5,549,113	53,471,297	63,525,003	45,616,230	17,046,722	4,965,215	178,449	113,767
30 - 34.99%	6,570,888	8,109,150	41,815,484	16,083,550	7,122,146	1,944,041	161,204	-
35 - 39.99%	456,212	11,925,423	21,145,160	31,412,107	6,017,613	1,407,436	766,251	-
40 - 44.99%	487,146	6,075,671	15,839,871	28,844,369	8,118,846	2,116,352	1,117,358	124,968
45 - 49.99%	-	663,979	14,836,758	8,084,108	14,463,138	2,873,849	178,621	-
50 - 54.99%	-	443,130	1,492,056	18,060,001	5,142,921	3,281,826	-	-
55 - 59.99%	-	-	331,150	7,803,415	5,271,586	4,772,047	704,965	-
60 - 64.99%	-	-	65,461	787,849	6,528,713	2,233,219	1,390,640	-
65 - 69.99%	-	-	-	944,273	621,579	3,349,807	781,824	-
70 - 74.99%	-	-	-	-	367,973	1,904,640	141,001	-
75 - 79.99%	-	-	-	-	-	78,243	95,909	-
80 - 84.99%	-	-	-	-	116,773	-	237,613	-
85 - 89.99%	-	-	-	-	-	276,242	-	-
90 - 94.99%	-	-	-	-	-	-	-	-
95 - 99.99%	-	-	-	-	-	-	-	-
100% +	-	-	-	-	-	-	-	-

## Equity Release Funding (No.3) plc Report for the immediately preceding interest period

20-Jan-14

£0 £0 £45,000,000

	[a .
Liquidity Facility Ledger Initial Balance	Barclays £0
Last Quarter Closing Outstanding Available @ next Interest Payment Date	£0 £140,000,000
Amount to be drawn at next Interest Payment Date	£0
Liquidity Reserve Fund Ledger	005 000 000
Initial Balance on Closing Date Outstanding as at the date of this Quarterly Report	£35,000,000 £150,000
Accrued Interest to immediately succeeding interest payment date	£118
Less Mortgage Registration Reserve	£150,000
	£118
Available Liquidity Reserve Fund Amount to be drawn at next IPD	£118
Closing balance	£150,000
Deficiency Ledger	
Opening Balance	-£91,585
Losses this Quarter Closing Balance	-£123 -£91,708
Optional Guarantee Ledger Opening Balance on Closing Date	03
Claims Submitted as at the date of this Quarterly Report	£0
Claims Paid as at date of this Quarterly Report Claims Not recovered from NULAP this calculation period	£0 £0
Total Claims not recovered from NULAP as at date of this Quarterly Report	£0
Surplus after payment of all payments set out paragraphs (a) to (k) of the Pre-Enforcement Priority of Payments (Excess Available Receipts)	£29,043
Replenishment Amount as recorded in Replenishment Ledger	
Excess Available Receipts	N/A Curan Daymenta Damaining
	N/A - Swap Payments Remaining
Years 2003 to 2028 The greater of :-	N/A - Swap Payments Remaining
10% of Principal Amount O/S of Class A Notes @ IPD (net of redemptions @ Interest Payment Date)	
and the amount (if any) necessary to maintain the Required Ratio of	
(a) the sum of the Aggregate Portfolio Amount and Adjusted Cash, and	
(a) the sum of the Aggregate Portfolio Amount and Adjusted Cash, and (b) the Principal Amount Outstanding of the Notes (net of redemptions @ Interest Payment Date).	
	N/A
(b) the Principal Amount Outstanding of the Notes (net of redemptions @ Interest Payment Date).	N/A
(b) the Principal Amount Outstanding of the Notes (net of redemptions @ Interest Payment Date).  Years 2028 onwards	N/A
(b) the Principal Amount Outstanding of the Notes (net of redemptions @ Interest Payment Date).  Years 2028 onwards The greater of:-	[N/A
(b) the Principal Amount Outstanding of the Notes (net of redemptions @ Interest Payment Date).  Years 2028 onwards The greater of:-  10% of Principal Amount O/S of Class A Notes @ IPD (net of redemptions @ Interest Payment Date), aggregate of all scheduled payments of interest and principal on the Notes which are payable on the 4 immediately succeeding IPD's, and the amount (if any) necessary to maintain the Required Ratio of	[N/A
(b) the Principal Amount Outstanding of the Notes (net of redemptions @ Interest Payment Date).  Years 2028 onwards The greater of:-  10% of Principal Amount O/S of Class A Notes @ IPD (net of redemptions @ Interest Payment Date), aggregate of all scheduled payments of interest and principal on the Notes which are payable on the 4 immediately succeeding IPD's, and	[N/A
(b) the Principal Amount Outstanding of the Notes (net of redemptions @ Interest Payment Date).  Years 2028 onwards The greater of:-  10% of Principal Amount O/S of Class A Notes @ IPD (net of redemptions @ Interest Payment Date), aggregate of all scheduled payments of interest and principal on the Notes which are payable on the 4 immediately succeeding IPDs, and the amount (if any) necessary to maintain the Required Ratio of (a) the sum of the Aggregate Portfolio Amount and Adjusted Cash, and	[N/A
(b) the Principal Amount Outstanding of the Notes (net of redemptions @ Interest Payment Date).  Years 2028 onwards The greater of:-  10% of Principal Amount O/S of Class A Notes @ IPD (net of redemptions @ Interest Payment Date), aggregate of all scheduled payments of interest and principal on the Notes which are payable on the 4 immediately succeeding IPDs, and the amount (if any) necessary to maintain the Required Ratio of (a) the sum of the Aggregate Portfolio Amount and Adjusted Cash, and (b) the Principal Amount Outstanding of the Notes (net of redemptions @ Interest Payment Date).	
(b) the Principal Amount Outstanding of the Notes (net of redemptions @ Interest Payment Date).  Years 2028 onwards The greater of:-  10% of Principal Amount O/S of Class A Notes @ IPD (net of redemptions @ Interest Payment Date), aggregate of all scheduled payments of interest and principal on the Notes which are payable on the 4 immediately succeeding IPD's, and the amount (if any) necessary to maintain the Required Ratio of (a) the sum of the Aggregate Portfolio Amount and Adjusted Cash, and (b) the Principal Amount Outstanding of the Notes (net of redemptions @ Interest Payment Date).  Voluntary Repayment Rate (Replenishment Amount) Annualised value of the ratio expressed as a percentage calculated by dividing:-	1.70%
(b) the Principal Amount Outstanding of the Notes (net of redemptions @ Interest Payment Date).  Years 2028 onwards The greater of:-  10% of Principal Amount O/S of Class A Notes @ IPD (net of redemptions @ Interest Payment Date), aggregate of all scheduled payments of interest and principal on the Notes which are payable on the 4 immediately succeeding IPD's, and the amount (if any) necessary to maintain the Required Ratio of (a) the sum of the Aggregate Portfolio Amount and Adjusted Cash, and (b) the Principal Amount Outstanding of the Notes (net of redemptions @ Interest Payment Date).  Voluntary Repayment Rate (Replenishment Amount)	1.70%
(b) the Principal Amount Outstanding of the Notes (net of redemptions @ Interest Payment Date).  Years 2028 onwards The greater of:-  10% of Principal Amount O/S of Class A Notes @ IPD (net of redemptions @ Interest Payment Date), aggregate of all scheduled payments of interest and principal on the Notes which are payable on the 4 immediately succeeding IPDs, and the amount (if any) necessary to maintain the Required Ratio of (a) the sum of the Aggregate Portfolio Amount and Adjusted Cash, and (b) the Principal Amount Outstanding of the Notes (net of redemptions @ Interest Payment Date).  Voluntary Repayment Rate (Replenishment Amount) Annualised value of the ratio expressed as a percentage calculated by dividing:- (x) the aggregate of the Outstanding Balance as at the Closing Date of all Loans prepaid up to the relevant Calculation Date	1.70%
(b) the Principal Amount Outstanding of the Notes (net of redemptions @ Interest Payment Date).  Years 2028 onwards The greater of:-  10% of Principal Amount O/S of Class A Notes @ IPD (net of redemptions @ Interest Payment Date), aggregate of all scheduled payments of interest and principal on the Notes which are payable on the 4 immediately succeeding IPD's, and the amount (if any) necessary to maintain the Required Ratio of (a) the sum of the Aggregate Portfolio Amount and Adjusted Cash, and (b) the Principal Amount Outstanding of the Notes (net of redemptions @ Interest Payment Date).  Voluntary Repayment Rate (Replenishment Amount) Annualised value of the ratio expressed as a percentage calculated by dividing:- (x) the aggregate of the Outstanding Balance as at the Closing Date of all Loans prepaid up to the relevant Calculation Date (y) the aggregate Outstanding Balance of all Loans on the Closing Date.  Class B Notes Payment Test	1.70% by
(b) the Principal Amount Outstanding of the Notes (net of redemptions @ Interest Payment Date).  Years 2028 onwards The greater of:-  10% of Principal Amount O/S of Class A Notes @ IPD (net of redemptions @ Interest Payment Date), aggregate of all scheduled payments of interest and principal on the Notes which are payable on the 4 immediately succeeding IPD's, and the amount (if any) necessary to maintain the Required Ratio of (a) the sum of the Aggregate Portfolio Amount and Adjusted Cash, and (b) the Principal Amount Outstanding of the Notes (net of redemptions @ Interest Payment Date).  Voluntary Repayment Rate (Replenishment Amount) Annualised value of the ratio expressed as a percentage calculated by dividing:- (x) the aggregate Outstanding Balance as at the Closing Date of all Loans prepaid up to the relevant Calculation Date (y) the aggregate Outstanding Balance of all Loans on the Closing Date.	1.70%
(b) the Principal Amount Outstanding of the Notes (net of redemptions @ Interest Payment Date).  Years 2028 onwards The greater of:-  10% of Principal Amount O/S of Class A Notes @ IPD (net of redemptions @ Interest Payment Date), aggregate of all scheduled payments of interest and principal on the Notes which are payable on the 4 immediately succeeding IPD's, and the amount (if any) necessary to maintain the Required Ratio of (a) the sum of the Aggregate Portfolio Amount and Adjusted Cash, and (b) the Principal Amount Outstanding of the Notes (net of redemptions @ Interest Payment Date).  Voluntary Repayment Rate (Replenishment Amount) Annualised value of the ratio expressed as a percentage calculated by dividing:- (x) the aggregate of the Outstanding Balance as at the Closing Date of all Loans prepaid up to the relevant Calculation Date (y) the aggregate Outstanding Balance of all Loans on the Closing Date.  Class B Notes Payment Test Asset / Liability Ratio @ next IPD	1.70% by 1.05
(b) the Principal Amount Outstanding of the Notes (net of redemptions @ Interest Payment Date).  Years 2028 onwards The greater of:-  10% of Principal Amount O/S of Class A Notes @ IPD (net of redemptions @ Interest Payment Date), aggregate of all scheduled payments of interest and principal on the Notes which are payable on the 4 immediately succeeding IPDs, and the amount (if any) necessary to maintain the Required Ratio of (a) the sum of the Aggregate Portfolio Amount and Adjusted Cash, and (b) the Principal Amount Outstanding of the Notes (net of redemptions @ Interest Payment Date).  Voluntary Repayment Rate (Replenishment Amount) Annualised value of the ratio expressed as a percentage calculated by dividing:- (x) the aggregate of the Outstanding Balance as at the Closing Date of all Loans prepaid up to the relevant Calculation Date (y) the aggregate Outstanding Balance of all Loans on the Closing Date.  Class B Notes Payment Test Asset / Liability Ratio @ next IPD Class B Notes Required Ratio @ next IPD	1.70% by 1.05 1.10
(b) the Principal Amount Outstanding of the Notes (net of redemptions @ Interest Payment Date).  Years 2028 onwards The greater of:-  10% of Principal Amount O/S of Class A Notes @ IPD (net of redemptions @ Interest Payment Date), aggregate of all scheduled payments of interest and principal on the Notes which are payable on the 4 immediately succeeding IPDs, and the amount (if any) necessary to maintain the Required Ratio of (a) the sum of the Aggregate Portfolio Amount and Adjusted Cash, and (b) the Principal Amount Outstanding of the Notes (net of redemptions @ Interest Payment Date).  Voluntary Repayment Rate (Replenishment Amount) Annualised value of the ratio expressed as a percentage calculated by dividing:- (x) the aggregate of the Outstanding Balance as at the Closing Date of all Loans prepaid up to the relevant Calculation Date (y) the aggregate Outstanding Balance of all Loans on the Closing Date.  Class B Notes Payment Test Asset / Liability Ratio @ next IPD Pass / Fail  Subordinated Loan Ledger Opening Balance on Closing Date	1.70%] by 1.05 1.10 FAIL £14,000,000
(b) the Principal Amount Outstanding of the Notes (net of redemptions @ Interest Payment Date).  Years 2028 onwards The greater of:-  10% of Principal Amount O/S of Class A Notes @ IPD (net of redemptions @ Interest Payment Date), aggregate of all scheduled payments of interest and principal on the Notes which are payable on the 4 immediately succeeding IPDs, and the amount (if any) necessary to maintain the Required Ratio of (a) the sum of the Aggregate Portfolio Amount and Adjusted Cash, and (b) the Principal Amount Outstanding of the Notes (net of redemptions @ Interest Payment Date).  Voluntary Repayment Rate (Replenishment Amount) Annualised value of the ratio expressed as a percentage calculated by dividing:- (x) the aggregate of the Outstanding Balance as at the Closing Date of all Loans prepaid up to the relevant Calculation Date (y) the aggregate Outstanding Balance of all Loans on the Closing Date.  Class B Notes Payment Test Asset / Liability Ratio @ next IPD Pass / Fail  Subordinated Loan Ledger Opening Balance on Closing Date Opening Balance at start of Quarter Payments this Quarter	1.70%] by  1.05 1.10  FAIL  £14,000,000 £23,041,790 £0
(b) the Principal Amount Outstanding of the Notes (net of redemptions @ Interest Payment Date).  Years 2028 onwards The greater of:-  10% of Principal Amount O/S of Class A Notes @ IPD (net of redemptions @ Interest Payment Date), aggregate of all scheduled payments of interest and principal on the Notes which are payable on the 4 immediately succeeding IPD's, and the amount (if any) necessary to maintain the Required Ratio of (a) the sum of the Aggregate Portfolio Amount and Adjusted Cash, and (b) the Principal Amount Outstanding of the Notes (net of redemptions @ Interest Payment Date).  Voluntary Repayment Rate (Replenishment Amount) Annualised value of the ratio expressed as a percentage calculated by dividing:- (x) the aggregate Outstanding Balance as at the Closing Date of all Loans prepaid up to the relevant Calculation Date (y) the aggregate Outstanding Balance as at the Closing Date.  Class B Notes Payment Test Asset / Liabilty Ratio @ next IPD Class B Notes Required Ratio @ next IPD Pass / Fail  Subordinated Loan Ledger Opening Balance on Closing Date Opening Balance on Closing Date Opening Balance on Closing Date	1.70% by  1.05 1.10  FAIL  £14,000,000 £23,041,790
(b) the Principal Amount Outstanding of the Notes (net of redemptions @ Interest Payment Date).  Years 2028 onwards The greater of:-  10% of Principal Amount O/S of Class A Notes @ IPD (net of redemptions @ Interest Payment Date), aggregate of all scheduled payments of interest and principal on the Notes which are payable on the 4 immediately succeeding IPD's, and the amount (if any) necessary to maintain the Required Ratio of (a) the sum of the Aggregate Portfolio Amount and Adjusted Cash, and (b) the Principal Amount Outstanding of the Notes (net of redemptions @ Interest Payment Date).  Voluntary Repayment Rate (Replenishment Amount) Annualised value of the ratio expressed as a percentage calculated by dividing:- (x) the aggregate Outstanding Balance as at the Closing Date of all Loans prepaid up to the relevant Calculation Date (y) the aggregate Outstanding Balance of all Loans on the Closing Date.  Class B Notes Payment Test Asset / Liabilty Ratio @ next IPD Class B Notes Required Ratio @ next IPD Pass / Fail  Subordinated Loan Ledger Opening Balance on Closing Date Interest Accred this Quarter Interest Accred this Quarter	1.70% by  1.05 1.10  FAIL  £14,000,000 £23,041,790 £23,041,790 £130,130
(b) the Principal Amount Outstanding of the Notes (net of redemptions @ Interest Payment Date).  Years 2028 onwards The greater of:-  10% of Principal Amount O/S of Class A Notes @ IPD (net of redemptions @ Interest Payment Date), aggregate of all scheduled payments of interest and principal on the Notes which are payable on the 4 immediately succeeding IPDs, and the amount (if any) necessary to maintain the Required Ratio of (a) the sum of the Aggregate Portfolio Amount and Adjusted Cash, and (b) the Principal Amount Outstanding of the Notes (net of redemptions @ Interest Payment Date).  Voluntary Repayment Rate (Replenishment Amount) Annualised value of the ratio expressed as a percentage calculated by dividing:- (x) the aggregate of the Outstanding Balance as at the Closing Date of all Loans prepaid up to the relevant Calculation Date (y) the aggregate Outstanding Balance of all Loans on the Closing Date.  Class B Notes Payment Test Asset / Liability Ratio @ next IPD  Pass / Fail  Subordinated Loan Ledger Opening Balance on Closing Date Opening Balance on Closing Date Opening Balance on Closing Date Opening Balance at Start of Quarter Payments this Quarter Interest Accrued this Quarter Closing Balance Indexation Ledger (April and Oct only)	1.70% by  1.05 1.10  FAIL  £14,000,000 £23,041,790 £130,130 £23,171,920
(b) the Principal Amount Outstanding of the Notes (net of redemptions @ Interest Payment Date).  Years 2028 onwards The greater of:-  10% of Principal Amount O/S of Class A Notes @ IPD (net of redemptions @ Interest Payment Date), aggregate of all scheduled payments of interest and principal on the Notes which are payable on the 4 immediately succeeding IPDs, and the amount (if any) necessary to maintain the Required Ratio of (a) the sum of the Aggregate Portfolio Amount and Adjusted Cash, and (b) the Principal Amount Outstanding of the Notes (net of redemptions @ Interest Payment Date).  Voluntary Repayment Rate (Replenishment Amount) Annualised value of the ratio expressed as a percentage calculated by dividing:- (x) the aggregate of the Outstanding Balance as at the Closing Date of all Loans prepaid up to the relevant Calculation Date (y) the aggregate Outstanding Balance of all Loans on the Closing Date.  Class B Notes Payment Test Asset / Liability Ratio @ next IPD  Pass / Fail  Subordinated Loan Ledger Opening Balance on Closing Date Opening Balance on Closing Date Opening Balance on Closing Date Opening Balance at Start of Quarter Payments this Quarter Interest Accrued this Quarter Interest Accrued this Quarter Interest Accrued this Quarter Interest Accrued this Quarter Closing Balance Indexation Ledger (April and Oct only) Class A3 Note Interest Amount / principal due on next IPD (prior to adjustment) Limited Index Factor to be applied on next IPD	1.70% by  1.05 1.10 1.10 FAIL  £14,000,000 £23,041,790 £0 £130,130 £23,171,920
(b) the Principal Amount Outstanding of the Notes (net of redemptions @ Interest Payment Date).  Years 2028 onwards The greater of:-  10% of Principal Amount O/S of Class A Notes @ IPD (net of redemptions @ Interest Payment Date), aggregate of all scheduled payments of interest and principal on the Notes which are payable on the 4 immediately succeeding IPD's, and  the amount (if any) necessary to maintain the Required Ratio of (a) the sum of the Aggregate Portfolio Amount and Adjusted Cash, and (b) the Principal Amount Outstanding of the Notes (net of redemptions @ Interest Payment Date).  Voluntary Repayment Rate (Replenishment Amount) Annualised value of the ratio expressed as a percentage calculated by dividing:- (x) the aggregate of the Outstanding Balance as at the Closing Date of all Loans prepaid up to the relevant Calculation Date (y) the aggregate Outstanding Balance of all Loans on the Closing Date.  Class B Notes Payment Test Asset / Liabilty Ratio @ next IPD Class B Notes Required Ratio @ next IPD  Pass / Fail  Subordinated Loan Ledger Opening Balance on Closing Date Opening Balance on Closing Date Opening Balance at start of Quarter Interest Accured this Quarter Closing Balance  Indexation Ledger (April and Oct only) Class A3 Note Interest Amount / principal due on next IPD (prior to adjustment)	1.70% by  1.05 1.10  FAIL  £14,000,000 £23,041,790 £23,017,920 £130,130 £23,171,920
(b) the Principal Amount Outstanding of the Notes (net of redemptions @ Interest Payment Date).  Years 2028 onwards The greater of:-  10% of Principal Amount O/S of Class A Notes @ IPD (net of redemptions @ Interest Payment Date), aggregate of all scheduled payments of interest and principal on the Notes which are payable on the 4 immediately succeeding IPD's, and the amount (if any) necessary to maintain the Required Ratio of (a) the sum of the Aggregate Portfolio Amount and Adjusted Cash, and (b) the Principal Amount Outstanding of the Notes (net of redemptions @ Interest Payment Date).  Voluntary Repayment Rate (Replenishment Amount) Annualised value of the ratio expressed as a percentage calculated by dividing:- (x) the aggregate of the Outstanding Balance as at the Closing Date of all Loans prepaid up to the relevant Calculation Date (y) the aggregate Outstanding Balance of all Loans on the Closing Date.  Class B Notes Payment Test Asset / Liability Ratio @ next IPD Class B Notes Required Ratio @ next IPD Pass / Fail  Subordinated Loan Ledger Opening Balance on Closing Date Opening Balance at start of Quarter Payments this Quarter Interest Accrued this Quarter Interest Accrued this Quarter Closing Balance  Indexation Ledger (April and Oct only) Class A3 Note Interest Amount / principal due on next IPD (prior to adjustment) Limited Index Factor to be applied on next IPD Class A3 Note Interest Amount / principal post adjustment due on next IPD	1.70% by  1.05 1.10 1.10 FAIL  £14,000,000 £23,041,790 £0 £130,130 £23,171,920
(b) the Principal Amount Outstanding of the Notes (net of redemptions @ Interest Payment Date).  Years 2028 onwards The greater of:-  10% of Principal Amount O/S of Class A Notes @ IPD (net of redemptions @ Interest Payment Date), aggregate of all scheduled payments of interest and principal on the Notes which are payable on the 4 immediately succeeding IPD's, and the amount (if any) necessary to maintain the Required Ratio of (a) the sum of the Aggregate Portfolio Amount and Adjusted Cash, and (b) the Principal Amount Outstanding of the Notes (net of redemptions @ Interest Payment Date).  Voluntary Repayment Rate (Replenishment Amount) Annualised value of the ratio expressed as a percentage calculated by dividing:- (x) the aggregate of the Outstanding Balance as at the Closing Date of all Loans prepaid up to the relevant Calculation Date (y) the aggregate Outstanding Balance of all Loans on the Closing Date.  Class B Notes Payment Test Asset / Liability Ratio @ next IPD Class B Notes Required Ratio @ next IPD Pass / Fall  Subordinated Loan Ledger Opening Balance at start of Quarter Payments this Quarter Interest Accruated this Quarter Closing Balance  Indexation Ledger (April and Oct only) Class A3 Note Interest Amount / principal due on next IPD (prior to adjustment) Limited Index Factor to be applied on next IPD Class A3 Note Interest Amount / principal post adjustment due on next IPD  Deferred Consideration released to Originator Deferred Consideration paid to Originator prior to the date of this Quarterly Report date	1.70% by  1.05 1.10  FAIL  £14,000,000 £23,041,790 £0 £130,130 £23,171,920  £0 0.000 £0
(b) the Principal Amount Outstanding of the Notes (net of redemptions @ Interest Payment Date).  Years 2028 onwards The greater of:-  10% of Principal Amount O/S of Class A Notes @ IPD (net of redemptions @ Interest Payment Date), aggregate of all scheduled payments of interest and principal on the Notes which are payable on the 4 immediately succeeding IPDs, and the amount (if any) necessary to maintain the Required Ratio of (a) the sum of the Aggregate Portfolio Amount and Adjusted Cash, and (b) the Principal Amount Outstanding of the Notes (net of redemptions @ Interest Payment Date).  Voluntary Repayment Rate (Replenishment Amount) Annualised value of the ratio expressed as a percentage calculated by dividing:- (x) the aggregate of the Outstanding Balance as at the Closing Date of all Loans prepaid up to the relevant Calculation Date (y) the aggregate Outstanding Balance of all Loans on the Closing Date.  Class B Notes Payment Test Asset / Liability Ratio @ next IPD  Class B Notes Required Ratio @ next IPD  Pass / Fail  Subordinated Loan Ledger Opening Balance on Closing Date Opening Balance at start of Quarter Payments this Quarter Interest Accrued this Quarter Closing Balance  Indexation Ledger (April and Oct only) Class A3 Note Interest Amount / principal due on next IPD (prior to adjustment) Limited Index Factor to be applied on next IPD  Deferred Consideration released to Originator	1.70% by  1.05 1.10  FAIL  £14,000,000 £23,041,790 £130,130 £23,171,920  £0 0.00 £0

## Equity Release Funding (No.3) plc

Name of Issuer

Date of Issue

Moody's Current Rating S&P Current Rating

Initial Note Balance Note Principal @ start of period Note Redemptions @ IPD Outstanding Note Principal

Note Interest Margins Step Up Dates Step Up Rate

Interest Payment Cycle

Interest Payment Date Next Interest Payment Date

Pool Factor

Interest Amount paid this quarter
Deferred Amount at start of quarter
Interest Amount deferred / (paid) this quarter
Interest an Deferred amount this quarter
Deferred Amount at end of quarter

Equity Release Funding (No.3) plc

27-Jun-2003

A1 Aaa A	<b><u>A2</u></b> Aaa A	<u>A3</u> Aaa A	<u>В</u> Аа3 А
60,000,000.00	310,000,000.00	50,000,000.00	42,000,000.00
-	310,000,000.00	48,000,000.00	42,000,000.00
-	-	-	-
-	310,000,000.00	48,000,000.00	42,000,000.00

LIBOR + 0.52%	Fixed Rate (5.05%)	Fixed Rate (2.45%)	LIBOR + 1.4%
N/A	N/A	N/A	IPD Apr 2010
N/A	N/A	N/A	LIBOR + 3.5%

Quarterly	Quarterly	Semi Annually	Quarterly
-			26th Jan, Apr, Jul &
26th Jan, Apr, Jul & Oct or Next	26th Jan, Apr, Jul & Oct	26th Apr & Oct or Next	Oct or Next Business
Business Day	or Next Business Day	Business Day	Day
28-Apr-2014	28-Apr-2014	28-Apr-2014	28-Apr-2014

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-	3,953,275.00	-
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