

EXECUTION VERSION

AMENDMENT AGREEMENT

DATED 9 JULY 2021

**ONESAVINGS BANK PLC
as Servicer and Seller**

and

**CANTERBURY FINANCE NO.3 PLC
as Issuer**

and

**CITICORP TRUSTEE COMPANY LIMITED
as Security Trustee**

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THIS AMENDMENT AGREEMENT (this **Amendment Agreement**) is dated 9 July 2021

BETWEEN:

- (1) **ONESAVINGS BANK PLC** (company number 07312896), a company incorporated under the laws of England and Wales, whose registered office is at Reliance House, Sun Pier, Chatham, Kent, ME4 4ET (the **Servicer** and **Seller**);
- (2) **CANTERBURY FINANCE NO.3 PLC** (registered number 12659114), a public limited company incorporated under the laws of England and Wales, whose registered office is at 10th Floor, 5 Churchill Place, London E14 5HU (the **Issuer**);
- (3) **CITICORP TRUSTEE COMPANY LIMITED**, (registered number 235914), a company incorporated under the laws of England and Wales whose registered office is at Citigroup Centre, Canada Square, Canary Wharf, London, E14 5LB (acting in its capacity as **Security Trustee**).

(together the **Parties** and individually a **Party**).

BACKGROUND:

The Parties hereto wish to amend the Mortgage Sale Agreement in accordance with this Amendment Agreement.

IT IS AGREED as follows:

1. INTERPRETATION

1.1 Definitions and construction

- (a) The master definitions and construction schedule made between, amongst others, the parties hereto on or about 4 September 2020 (as the same may be amended, varied or supplemented from time to time with the consent of the parties thereto, the **Master Definitions and Construction Schedule**) is expressly and specifically incorporated into this Amendment Agreement and, accordingly, the expressions defined in the Master Definitions and Construction Schedule shall, except where the context otherwise requires and save where otherwise defined herein, have the same meanings in this Amendment Agreement, including the Recitals hereto and this Amendment Agreement shall be construed in accordance with the interpretation provisions set out in Clause 2 (Interpretation and Construction) of the Master Definitions and Construction Schedule.
- (b) A party may satisfy an obligation to provide a list of the Loans and their Related Security by providing it in a document stored upon electronic or digital media (including, but not limited to, a CD) or by providing the document by email in a format acceptable to the Issuer, the Seller and the Security Trustee (each acting reasonably).
- (c) In this Amendment Agreement:

Effective Date means the date on which this Amendment Agreement has been signed and countersigned by all parties to it.

2. MORTGAGE SALE AGREEMENT

On and from the Effective Date:

**EXECUTED and DELIVERED as a DEED by
CANTERBURY FINANCE NO.3 PLC**

as Issuer

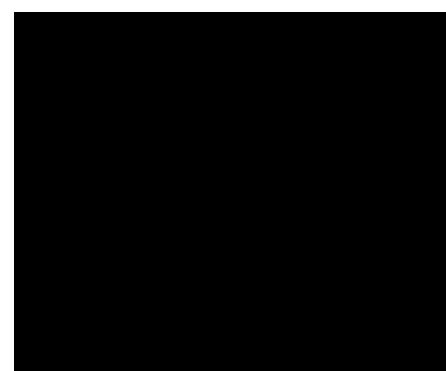
acting by two Directors

per pro CSC Directors (No. 1) Limited

and

per pro CSC Directors (No. 2) Limited

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In the presence of:



Witness signature:

Full name: Elena Scaglione

Address: 10th Floor, 5 Churchill Place
London E14 5HU
United Kingdom

EXECUTED and **DELIVERED** as a **DEED** by
CITICORP TRUSTEE COMPANY LIMITED
in its role as Security Trustee
acting by an attorney

In the presence of:

Witness signature:

Full name: VANESSA EVANS

Address:

Citi
Citigroup Centre
25 Canada Square
Canary Wharf
London E14 5LB



Cristina Volc
Attorney

SCHEDULE 1
RETENTION PORTFOLIO LOANS

To be included on electronic or digital media