

**Annual accounts of ELM B.V.
for the year 2010**

Table of contents

Report of the management -----	3
Balance sheet as at December 31, 2010 -----	6
Profit and Loss account for the year 2010 -----	7
Cash flow statement for the year 2010 -----	8
Notes to the annual accounts -----	9
Other information -----	35
Appropriation of results -----	35
Subsequent events -----	35
Auditor's report -----	35

Report of the management

Management herewith presents to the shareholder the annual accounts of ELM B.V. (the "Company") for the financial year ended 2010.

General

The Company was incorporated under the laws of The Netherlands on 14 November 1996 as a private company with limited liability. On 9 June 2004 the Company changed its name from Government Asset Tradeable Securities B.V. to ELM B.V.. The Company has its registered office in Amsterdam (Prins Bernhardplein 200, 1097 JB). Its authorised share capital consists of EUR 90,000 divided into 2,000 voting ordinary shares of EUR 45 par value per share. The Company has an issued and outstanding share capital of EUR 18,000 consisting of 400 shares, all of which are fully paid up and held by Stichting ELM (formerly known as Stichting Government Asset Tradeable Securities), a foundation (the "Foundation") established under Dutch law on 14 November 1996. The Company and the Foundation entered into a letter agreement dated 25 June 2004 under which, in order to ensure that the Foundation does not abuse its control of the Company, the Foundation, inter alia, undertook to manage the affairs of the Company in accordance with proper and prudent Dutch business practices and in accordance with the requirements of Dutch law and accounting practice, to exercise its voting and other rights and powers as a shareholder in accordance with the Company's obligations under the documents relating to the Programme Memorandum, not to liquidate the Company without the prior written approval of the Trustee, and that the Company shall undertake no business except the transactions contemplated by the documents relating to the Programme. The Company also entered into a series proposal and guaranteed fees agreement with UBS AG, London Branch (the "Arranger") on the basis of which all expenses of the Company are reimbursed.

The Company acts as an issuer of notes (the "Notes") under the EUR 15 billion Secured Note Programme (the "Programme") established on 25 June 2004. Its objectives are to raise finance through the issuance of bonds, notes and other debt instruments, the entering into loan agreements, derivatives and other instruments evidencing indebtedness. Further to (i) invest funds raised under the Notes in (interest in) bonds, notes, loans, deposits and other debt instruments, shares, warrants, derivatives and other similar financial assets, (ii) to acquire, purchase, manage and sell claims and parts of claims, (iii) to grant security in whatever form for obligation and liabilities of the Company, and (iv) to enter into swaps and other derivatives transactions, letters of credit, guarantees, insurances, or other credit support, credit enhancement or hedging agreements in connection with the above objects and to enter into agreements with third parties relating to the above objectives.

On 19 December 2008, Standard & Poor's Ratings Services lowered its long-term counterparty credit ratings on UBS AG and UBS Limited. In order to maintain the rating of certain Series of Notes and acting in accordance with the rating agency requirements in respect of such Series of Notes, the Company transferred the securities that serve as Collateral for such individual Series of Notes, from UBS AG (London Branch) who was acting as custodian, to the custody of the Bank of New York Mellon on 19 January 2009.

Recourse on the Notes is limited to the collateral (the "Collateral") and rights under the swap agreement for each of the issued series of Notes (the "Series").

For a complete description of the terms and conditions of this transaction, we refer to the updated programme memorandum dated 22 November 2010.

During 2010 the Company had no employees (2009: nil).

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Financial risk management

Financial risks associated with the business are detailed in the notes to these annual accounts.

Overview of activities

In 2010 2 Series of Notes (2009: 9) have suffered write downs to their notional amounts due to credit events occurring on their underlying reference entities. Depending on the Series documentation these credit events have resulted in certain Series of Notes redeeming below their par value, with certain Series of Notes redeeming at or close to zero. Furthermore, these credit events have resulted in certain Series of Notes having their Collateral liquidated and their future coupons reduced. Of the Series of Notes affected by these credit events in 2010, there has been a total write down to their notional amounts of EUR 1,671,000 (2009: EUR 123,555,000).

The Company continued its repackaging activities during 2010 and issued 8 new Series of Notes (2009: 1) and increased the issued amount of 0 existing Series of Notes (2009: 1), 3 Series of Notes (2009: 8) were early redeemed in full during the year ended 31 December 2010. Another 1 Series of Notes (2009: 5) were partly early redeemed.

On 22 November 2010 the Programme was updated.

Audit Committee

In August 2008 the Dutch Act on the Supervision of Accounting Firms (*Wet Toezicht Accountantsorganisaties*) (the "ASAF") was amended. This resulted in a broader definition of a public interest entity (*organisatie van openbaar belang*) ("PIE"). All Dutch entities which have issued listed debt are now considered to be PIE's. In addition on 8 August 2008, an implementing regulation (*algemene maatregel van bestuur*) (the "IR") came into force in the Netherlands, enforcing Art. 41 of European Directive no. 2006/43/EG (the "ED"), regarding legislative supervision of annual reports and consolidated annual accounts. This IR obliges all PIE's to establish an audit committee (the "AC"). The AC is formed by members of the Company's supervisory board (the "SB") or by non-executive management board members. Because the Company falls within the definition of a PIE it is in principle obliged to establish an AC. Although the ED provides certain exemptions for establishing an AC for securitisation vehicles (the "SV"), under the IR (the regulation whereby the ED was implemented in the Netherlands) the Company is not considered to be a SV and therefore cannot make use of an exemption to establish an AC. Further to extensive research and discussions with amongst others the Dutch Authority for the Financial Markets (*Autoriteit Financiële Markten*), several legal advisors and audit firms, there are certain observations to be made in respect of the obligation to establish an AC or not:

1. the activities of the Company and those of a SV are very much alike;
2. under the ED the Company qualifies as a SV and would thus be exempted from the obligation to establish an AC;
3. the Company does not have a SB or non-executive board members. Establishment of a SB requires an amendment to the Company's Articles of Association;
4. it remains unclear why the IR contains a more stringent definition of a SV than the ED.

The general view in the Netherlands is that it could not have been the legislators' intention for repackaging vehicles, such as the Company, not to fall within the description of a SV and thus not to be exempted. In view

Elm B.V., Amsterdam

of the above reasons, Management currently does not consider it to be in the Company's best interest nor has it taken steps to establish an AC.

Results

The net asset value of the Company as at 31 December 2010 amounts to EUR 84,000 (2009: EUR 195,000). The result after taxation for the year ended 31 December 2010 amounts to a profit of EUR 116,000 (2009: EUR 177,000).

Future outlook

Management expects to continue its present level of activities. Since the reporting date the Company has issued 3 new Series and there were no increases of the issued amount on existing Series. 7 Series were repurchased in full and two Series were partly repurchased.

Amsterdam, 28 June 2011
Intertrust (Netherlands) B.V.

Balance sheet as at December 31, 2010

	Note	2010 ('000)	2009 ('000)
Fixed assets			
Financial fixed assets			
Collateral	1	7,585,056	6,794,557
<i>Total fixed assets</i>		<u>7,585,056</u>	<u>6,794,557</u>
Current assets			
Debtors			
Amounts owed by group entities	2	2	2
Prepayments and accrued income	3	107,168	113,588
Receivable from UBS on trading balance due within one year	8	0	0
Cash and cash equivalents	4	911	(16,613)
<i>Total current assets</i>		<u>108,081</u>	<u>96,977</u>
Current liabilities			
Taxation	5	(33)	(3)
Accruals and deferred income	6	107,877	96,692
Payable to Noteholders for trading balance due within one year	8	0	0
<i>Total current liabilities</i>		<u>107,844</u>	<u>96,689</u>
Current assets less current liabilities		237	288
Total assets less current liabilities		7,585,293	6,794,845
Long term liabilities			
Notes	7	7,585,056	6,794,557
Payable to Noteholders for trading balances due after one year	8	153	93
<i>Total long term liabilities</i>		<u>7,585,209</u>	<u>6,794,650</u>
Net asset value		<u>84</u>	<u>195</u>
Capital and reserves			
Share capital	9	18	18
Legal reserve		0	0
Other reserves		(50)	0
Unappropriated results		116	177
<i>Total shareholder's equity</i>		<u>84</u>	<u>195</u>

The accompanying notes form an integral part of these annual accounts.

Profit and Loss account for the year 2010

	Note	2010 ('000)	2009 ('000)
Repackaging activities			
Interest income	10	383,179	401,205
Interest expense	11	(383,179)	(401,205)
<i>Result repackaging activities</i>		0	0
Other financial income and expenses			
Trading balance income	8	(60)	529
Trading balance expense	8	60	(529)
Other interest income	12	2	8
Other financial income	13	14,591	162,848
Other financial expenses	14	(14,591)	(162,848)
<i>Total other financial income and expenses</i>		2	8
Other income and expenses			
General and administrative expenses	15	(534)	(693)
Recharged expenses and other income	16	534	693
Other income	17	143	215
<i>Total other income and expenses</i>		143	215
Results before taxation		145	223
Corporate Income Tax	18	(29)	(46)
Results after taxation		116	177

The accompanying notes form an integral part of these annual accounts.

Cash flow statement for the year 2010

	2010 ('000)	2009 ('000)
Result for the year	116	177
Adjustment in respect of		
Long term liability trading balances	60	(529)
Long term receivable trading balances	0	0
Long term liability	0	0
Dividend paid	(227)	(135)
	<u>(167)</u>	<u>(664)</u>
Changes in working capital		
Increase current receivables excluding cash	6,420	(25,716)
Increase current liabilities	11,155	8,116
	<u>17,575</u>	<u>(17,600)</u>
Cash flow from investing activities		
Purchase of Collateral	(1,222,118)	(1,548,456)
Funded swaps	(24,630)	0
Premium / discount	(10,916)	(17,937)
Redemption of Collateral	753,839	1,799,163
	<u>(503,823)</u>	<u>250,707</u>
Cash flows from financing activities		
Notes issued	649,351	898,695
Premium / discount	10,915	17,937
Redemption of Notes	(156,443)	(1,149,402)
	<u>503,823</u>	<u>(250,707)</u>
Cash balance as per 01.01	<u>(16,613)</u>	1,473
Net change in cash during the year	<u>17,524</u>	<u>(18,086)</u>
Cash balance as per 31.12	<u>911</u>	<u>(16,613)</u>

The cash flow statement has been prepared using the indirect method. Cash flows in foreign currency are converted into Euros at the average weighted exchange rates at the dates of the transactions.

The accompanying notes form an integral part of these annual accounts.

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Notes to the annual accounts

General

The Company was incorporated under the laws of The Netherlands on 14 November 1996 as a private company with limited liability. On 9 June 2004 the Company changed its name from Government Asset Tradeable Securities B.V. to ELM B.V.. The Company has its registered office in Amsterdam (Prins Bernhardplein 200, 1097 JB). Its authorised share capital consists of EUR 90,000 divided into 2,000 voting ordinary shares of EUR 45 par value per share. The Company has an issued and outstanding share capital of EUR 18,000 consisting of 400 shares, all of which are fully paid up and held by Stichting ELM (formerly known as Stichting Government Asset Tradeable Securities), a foundation ("Foundation") established under Dutch law on 14 November 1996. The Company and the Foundation entered into a letter agreement dated 25 June 2004 under which, in order to ensure that the Foundation does not abuse its control of the Company, the Foundation, inter alia, undertook to manage the affairs of the Company in accordance with proper and prudent Dutch business practices and in accordance with the requirements of Dutch law and accounting practice. To exercise its voting and other rights and powers as a shareholder in accordance with the Company's obligations under the documents relating to the Programme Memorandum, not to liquidate the Company without the prior written approval of the Trustee, and that the Company shall undertake no business except the transactions contemplated by the documents relating to the Programme.

The Company acts as an issuer of notes (the "Notes") under the EUR 15 billion Secured Note Programme (the "Programme") established on 25 June 2004. Its objectives are to raise finance through the issuance of bonds, notes and other debt instruments, the entering into loan agreements, derivatives and third parties relating to the above objectives.

Application was granted by the Irish Stock Exchange (the "ISE") for Notes issued under the Programme during a period of twelve months from 22 November 2010 to be admitted to the official list of the ISE and for such Notes to be admitted to trading on the ISE.

Application has been made to the Irish Financial Services Regulatory Authority (the "IFSRA") under the Prospectus Directive (the "PD") for approval of the Programme Memorandum (the "PM"). The PM constitutes a base prospectus under the PD. The approval relates only to Notes or alternative investments which are to be admitted to trading on the regulated market of the ISE or other regulated markets or which are to be offered to the public in any other Member State of the European Economic Area. In addition, application may be made for certain series (the "Series") or alternative investments to be admitted to trading on any other exchange. Unlisted Notes or alternative investments may also be issued under the Programme. At balance sheet date two Series are listed on the Luxembourg Stock Exchange (2009: 2 Series).

Recourse on the Notes are limited to the collateral ("Collateral") and rights under the swap agreement for each of the issued Series.

For a complete description of the terms and conditions of this transaction, we refer to the updated programme memorandum dated 22 November 2010.

There are two types of Notes issued, being credit linked Notes of which the repayment of notionals is dependent on credit events of pre-defined reference portfolios. If credit events occur, the notionals will be reduced. The second type of Notes are credit linked Notes which may be redeemed early, depending upon the occurrence of credit events.

Elm B.V., Amsterdam

In case of a credit event (and in accordance with the provisions of the relevant Series documentation of each specific Series of Notes) the credit loss may be transferred to the relevant Noteholders. For certain Series of Notes a credit event will lead to a transfer of assets held as Collateral to the Noteholders.

The Company intends to hold all Notes issued until maturity but has the option of repurchasing Notes in the market from investors, subject to investors willing to sell any such Notes. Some of the Notes have call options, which means the Company has the right to repurchase (part of) the Notes from the Noteholders on predetermined dates. At maturity or repurchase of Notes the outstanding Collateral will be transferred to the Swap Counterparty.

During 2010 the Company had no employees (2009: nil).

Basis of presentation

The accompanying accounts have been prepared in accordance with accounting principles generally accepted in The Netherlands (Dutch GAAP) and in conformity with provisions governing annual accounts as contained in Part 9, Book 2 of the Dutch Civil Code. The annual accounts are presented in Euros.

a. Foreign currencies

These annual accounts are presented in Euros, which is the Company's functional currency. Assets and liabilities in foreign currencies are converted into Euros at their exchange rates prevailing on the balance sheet date. Transactions in foreign currencies are converted into Euros at the exchange rates in effect at the time of the transactions. The resulting currency exchange rate differences are taken to the profit and loss account.

The currency exchange rates used in the annual accounts are:

		31.12.2010	31.12.2009
1 EUR = USD	United States Dollars	1.3390	1.4435
1 EUR = GBP	Pounds Sterling	0.8610	0.8950
1 EUR = CHF	Swiss Francs	1.2475	1.4830
1 EUR = NOK	Norwegian Kroner	7.8100	8.3000
1 EUR = JPY	Japanese Yen	108.9000	133.1500
1 EUR = AUD	Australian Dollars	1.3145	2.0350

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b. Assets and liabilities

The Collateral and Notes are valued at cost price. Discount received and premium paid on the Collateral and Notes are amortised over the remaining duration of the Collateral and Notes. All other assets and liabilities are reported at the currency exchange rates prevailing at the reporting date.

c. Recognition of income

Income and expenses, including taxation, are recognised and reported on an accrual basis.

d. Derivatives

The Company uses derivatives for hedging purposes. The Company applies cost price hedge accounting in order to simultaneously recognise both the results from changes in the value of the derivative and the hedged item in the profit and loss account. Resulting from the application of cost price hedge accounting, derivatives are initially carried at cost. The profits or losses associated with the forward foreign exchange contracts are recognised in the profit or loss account in the same period as in which the asset or liability affects the profit or loss.

e. Financial risks

As part of its asset and liability risk management the Company uses derivatives to hedge its exposure to currency, interest rate and credit risk. This is achieved by hedging specific transactions using interest rate and cross currency swaps, cash flow swaps, and funded credit default swaps.

As a result of reliance on its trading and indemnity arrangements with UBS AG, London Branch (the "Arranger"), the Company is not exposed to currency, interest rate and credit risk.

The information disclosed under the notes to these annual accounts is partly derived from and should be read in conjunction with the full text and definitions of the master documents and series documents. Any decision to buy, sell or hold Notes issued by the Company should not be based solely on the information in these annual accounts (including the notes thereto). Potential and current investors should also refer to the master documents and series documents which, amongst others, give a more thorough and detailed description of the risks involved in investing in the Notes issued by the Company.

f. Corporate Income Tax

Provisions for taxation have been made in accordance with the tax ruling the Company obtained from the Dutch Tax Authorities.

g. Secured Note Programme

The Company, under the Programme, may from time to time issue new Series of Notes. The Company may also raise finance by other means or enter into other financial transactions under the Programme, including, without limitation, by way of loan or entering into derivatives. The aggregate nominal amount of Notes and alternative investments issued by the Company under the Programme may not at any time exceed EUR 15 billion (or the equivalent in another currency).

Elm B.V., Amsterdam

Approval was granted by the Irish Stock Exchange (the "ISE") for Notes issued under the Programme during a period of twelve months from 22 November 2010 to be admitted to the official list of the ISE and for such Notes to be admitted to trading on the ISE. Application has been made to the Irish Financial Services Regulatory Authority (the "IFSRA") under the Prospectus Directive (the "PD") for approval of the Programme Memorandum (the "PM"). The PM constitutes a base prospectus under the PD. The approval relates only to Notes or alternative investments which are to be admitted to trading on the regulated market of the ISE or other regulated markets or which are to be offered to the public in any other Member State of the European Economic Area. In addition, application may be made for certain Series of Notes or alternative investments to be admitted to trading on any other exchange. Unlisted Notes or alternative investments may also be issued under the Programme. At balance sheet date two Series are listed on the Luxembourg Stock Exchange (2008: 2 Series). Notes of any Series or alternative investments may be rated by Moody's Investor Services, Inc and/ or Standard & Poor's Rating Services, a Division of McGraw-Hill Companies Inc. and/ or Fitch Ratings Limited (or any other relevant recognised debt rating agency (the "Rating Agency") as may be specified in the relevant series memorandum or Alternative Memorandum and the relevant constituting instrument (the "Constituting Instrument")). The rating of Notes of any Series or alternative investments issued or entered into under the Programme will be specified in the relevant series memorandum or alternative memorandum and the relevant Constituting Instrument. The Company will notify any Rating Agency which has assigned a rating to any Series of Notes or Alternative Investments or any class thereof which is outstanding of any further Series of Notes or alternative investments to be issued which may be unrated or not rated by such Rating Agency and the Company shall obtain from such Rating Agency a confirmation that ratings of existing Series of Notes and existing Alternative Investments, rated by such Rating Agency, will not be adversely affected. A security rating is not a recommendation to buy, sell or hold securities and may be subject to suspension, reduction or withdrawal at any time by the assigning Rating Agency. A suspension, reduction or withdrawal of the rating assigned to the Notes of any Series or alternative investments may adversely affect the market price of the Notes of any Series or alternative investments.

Balance sheet

1 Collateral

All Collateral is shown at cost price

<u>Series</u>	<u>Collateral description</u>	<u>Nominal</u>	<u>Premium/ (Discount)</u>	<u>2010 Total ('000)</u>	<u>2009 Total ('000)</u>
9	Buoni Poliennali Del Tesoro BTPS - 5.250% per annum (EUR) Swap with UBS AG, London Branch Total Collateral	50,000	7,075	57,075 (7,075) 50,000	57,450 (7,450) 50,000
11	ACA EUR CLO - Floating Rate (EUR) Swap with UBS AG, London Branch Total Collateral	0	0	0 0 0	11,817 1,665 13,482
29	Buoni Poliennali Del Tesoro BTPS - 9.000% per annum (EUR) Funded Swap with UBS AG, London Branch (EUR) Swap with UBS AG, London Branch Total Collateral	3,000	0	3,000 0 0 3,000	0 3,000 0 3,000
30	RWE AG - 5.750% per annum (EUR) Swap with UBS AG, London Branch Total Collateral	5,623	1,201	6,824 (1,824) 5,000	6,077 (1,077) 5,000
31	CIR SPA - 5.750% per annum (EUR) Swap with UBS AG, London Branch Total Collateral	6,000	(117)	5,883 (1,316) 4,567	5,874 (1,320) 4,554
32	Buoni Poliennali Del Tesoro BTPS - 4.500% per annum (EUR) Swap with UBS AG, London Branch Total Collateral	10,000	656	10,656 (656) 10,000	10,728 (728) 10,000
35	DEPFA Pfandbriefbank AG - 5.250% per annum (EUR) Cash collateral Swap with UBS AG, London Branch Total Collateral	10,000	111	10,111 90,000 (50,111) 50,000	10,318 90,000 (50,318) 50,000
40	Buoni Poliennali Del Tesoro BTPS - 5.250% per annum (EUR) Swap with UBS AG, London Branch Total Collateral	9,500	110	9,610 390 10,000	9,800 200 10,000
41	Funded Swap with UBS AG, London Branch (EUR) Impairment of Collateral Total Collateral			13,890 0 13,890	84,000 (70,110) 13,890
42	General Electric Capital Corporation - Floating Rate (NOK) Swap with UBS AG, London Branch Total collateral	77,593	0	77,593 0 77,593	73,012 0 73,012
44	Swiss Reinsurance Company - 5.252% per annum (EUR) Total Collateral	1,000,000	0	1,000,000 1,000,000	1,000,000 1,000,000
46	Citigroup Inc - 6.000% per annum (USD) Swap with UBS AG, London Branch Total Collateral	20,911	(1,113)	19,798 202 20,000	10,058 9,942 20,000

Balance sheet - continued

All Collateral is shown at cost price price

<u>Series</u>	<u>Collateral description</u>	<u>Nominal</u>	<u>Premium/ (Discount)</u>	2010	2009
				<u>Total ('000)</u>	<u>Total ('000)</u>
48	Funded Swap with UBS AG, London Branch (EUR) Impairment of Collateral			4,094	22,500
	Total Collateral			0	(18,406)
52	Hypotheekbank in Essen - Floating Rate (JPY) Swap with UBS AG, London Branch	4,591	0	4,591	3,755
	Total Collateral			0	0
53	Hypotheekbank in Essen - Floating Rate (JPY) Swap with UBS AG, London Branch	4,591	0	4,591	3,755
	Total Collateral			0	0
54	Hypotheekbank in Essen - Floating Rate (JPY) Swap with UBS AG, London Branch	4,591	0	4,591	3,755
	Total Collateral			0	0
57	Funded Swap with UBS AG, London Branch (EUR) Impairment of Collateral			3,904	22,500
	Total Collateral			0	(18,596)
59	Caixa d'Estalvis i Pensions de Barcelona - Floating Rate (USD) Swap with UBS AG, London Branch	0	0	0	3,464
	Total Collateral			0	(277)
60	Caixa d'Estalvis i Pensions de Barcelona - Floating Rate (EUR) Swap with UBS AG, London Branch	13,700	0	13,700	13,700
	Total Collateral			0	0
61	Caixa d'Estalvis i Pensions de Barcelona - Floating Rate (USD) Swap with UBS AG, London Branch	14,937	0	14,937	13,855
	Total Collateral			0	0
62	Caixa d'Estalvis i Pensions de Barcelona - Floating Rate (USD) Swap with UBS AG, London Branch	37,341	0	37,341	34,638
	Total Collateral			0	0
64	Caixa d'Estalvis i Pensions de Barcelona - Floating Rate (USD) Swap with UBS AG, London Branch	1,494	0	1,494	1,386
	Total Collateral			(1,085)	(630)
65	General Electric Capital Corporation - Floating Rate (USD) Swap with UBS AG, London Branch	13,443	0	13,443	12,470
	Total Collateral			0	0
66	General Electric Capital Corporation - Floating Rate (USD) Swap with UBS AG, London Branch	100,822	0	100,822	93,523
	Total Collateral			(7,468)	(6,928)
				93,353	86,595

Balance sheet - continued

All Collateral is shown at cost price

<u>Series</u>	<u>Collateral description</u>	<u>Nominal</u>	<u>Premium/ (Discount)</u>	2010	2009
				<u>Total ('000)</u>	<u>Total ('000)</u>
67	General Electric Capital Corporation - Floating Rate (USD) Swap with UBS AG, London Branch	1,494	0	1,494	1,386
	Total Collateral			<u>0</u>	<u>0</u>
				1,494	1,386
70	General Electric Capital Corporation - Floating Rate (USD) Swap with UBS AG, London Branch	1,494	0	1,494	1,386
	Total Collateral			<u>0</u>	<u>0</u>
				1,494	1,386
71	Deutsche Hypothekenbank - Floating Rate (USD) Swap with UBS AG, London Branch	1,494	1	1,495	1,388
	Total Collateral			<u>(1)</u>	<u>(2)</u>
				1,494	1,386
72	Caixa d'Estalvis i Pensions de Barcelona - Floating Rate (USD) Swap with UBS AG, London Branch	3,734	0	3,734	3,464
	Total Collateral			<u>0</u>	<u>0</u>
				3,734	3,464
73	Caixa d'Estalvis i Pensions de Barcelona - Floating Rate (EUR) Swap with UBS AG, London Branch	10,000	0	10,000	10,000
	Total Collateral			<u>0</u>	<u>0</u>
				10,000	10,000
74	General Electric Capital Corporation - Floating Rate (USD) Swap with UBS AG, London Branch	29,873	0	29,873	27,710
	Total Collateral			<u>0</u>	<u>0</u>
				29,873	27,710
75	General Electric Capital Corporation - Floating Rate (USD) Swap with UBS AG, London Branch	7,095	0	7,095	6,581
	Total Collateral			<u>0</u>	<u>0</u>
				7,095	6,581
76	Credit Suisse International Inc - 5.500% per annum (USD) Swap with UBS AG, London Branch	4,108	(42)	4,066	3,757
	Total Collateral			<u>42</u>	<u>53</u>
				4,108	3,810
77	Caixa d'Estalvis i Pensions de Barcelona - Floating Rate (USD) Swap with UBS AG, London Branch	7,468	0	7,468	6,928
	Total Collateral			<u>0</u>	<u>0</u>
				7,468	6,928
79	Funded Swap with UBS AG, London Branch (EUR) Impairment of Collateral			5,150	22,500
	Total Collateral			<u>0</u>	<u>(17,350)</u>
				5,150	5,150
80	DEPFA ACS Bank - Floating Rate (EUR) Swap with UBS AG, London Branch	40,000	0	40,000	40,000
	Total Collateral			<u>0</u>	<u>0</u>
				40,000	40,000
81	WestLB AG - 4.125% per annum (EUR) Swap with UBS AG, London Branch	10,800	(29)	10,771	10,765
	Total Collateral			<u>(771)</u>	<u>(765)</u>
				10,000	10,000
83	General Electric Capital Corporation - Floating Rate (USD) Swap with UBS AG, London Branch	8,066	31	8,097	7,516
	Total Collateral			<u>(629)</u>	<u>(589)</u>
				7,468	6,928
84	General Electric Capital Corporation - Floating Rate (USD) Swap with UBS AG, London Branch	7,468	8	7,476	6,936
	Total Collateral			<u>(8)</u>	<u>(9)</u>
				7,468	6,927
87	General Electric Capital Corporation - 5.000% per annum (USD) Swap with UBS AG, London Branch	0	0	0	8,364
	Total Collateral			<u>0</u>	<u>296</u>
				0	8,660

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Balance sheet - continued

All Collateral is shown at cost price

Series	Collateral description	Nominal	Premium/ (Discount)	2010	2009
				Total ('000)	Total ('000)
88	General Electric Capital Corporation - Floating Rate (USD) Swap with UBS AG, London Branch Total Collateral	1,568	2	1,570 (30) 1,540	1,458 (30) 1,428
89	UBS AG Jersey Branch - Zero Coupon (USD) Swap with UBS AG, London Branch Total Collateral	6,843	(1,764)	5,079 0 5,079	4,050 (9) 4,050
90	Centurion CDO VIII Ltd - Floating Rate (USD) Stanton ABS PLC - Floating Rate Centurion CDO VII Ltd - Floating Rate (USD) ACA EUR CLO - Floating Rate (EUR) Mercator CLO PLC - Floating Rate (EUR) H1776 2006-1X A2 DRYD 2005-9X A2 Swap with UBS AG, London Branch Total Collateral	60,142 0 22,751 56,472 17,609 106,645 1,502	0 0 0 0 0 0 0	60,142 0 22,751 56,472 17,609 106,645 1,502 34,879 300,000	55,800 187,933 21,157 3,093 18,261 0 0 13,756 300,000
91	Harbourmaster Pro-Rata CLO 3 B.V. - Floating Rate (EUR) Mercator CLO PLC - Floating Rate (EUR) Centurion CDO VIII Ltd - Floating Rate Centurion CDO VII Ltd - Floating Rate (USD) ACA EUR CLO - Floating Rate (EUR) Halcyon Structured Asset Management CLO - Floating Rate Highlander EUR CDO 3 B.V. - Floating Rate (EUR) Dekania Europe CDO PLC - Floating Rate (EUR) Swap with UBS AG, London Branch Total Collateral	0 0 0 0 0 0 0 0 0	0 0 0 0 0 0 0 0 0	0 0 0 0 0 0 0 0 0	21,344 8,390 892 22,741 5,658 11,625 482 59,940 (1,072) 130,000
93	Harbourmaster Pro-Rata CLO 2 B.V. - Floating Rate (EUR)	164,706	0	164,706	145,215
	Harbourmaster Pro-Rata CLO 3 B.V. - Floating Rate (EUR) Highlander EUR CDO 3 B.V. - Floating Rate (EUR) Halcyon Structured Asset Management CLO - Floating Rate (USD) Centurion CDO VIII Ltd - Floating Rate (USD) Dryden Leveraged Loan CDO - Floating Rate (EUR) Stanton MBS I PLC - Floating Rate (EUR) Mercator CLO PLC - Floating Rate (EUR) Centurion CDO VII Ltd - Floating Rate (USD) 1776 CLO Ltd - Floating Rate (USD) ACA EUR CLO - Floating Rate (EUR) Swap with UBS AG, London Branch Total Collateral	132,100 349,902 161,409 175,145 45,750 19,197 75,559 1,773 26,311 0	0 0 0 0 0 0 0 0 0 0	132,100 349,902 161,409 175,145 45,750 19,197 75,559 1,773 26,311 41,619 143,129 1,336,600	132,100 364,768 135,361 162,465 33,383 25,715 78,358 1,648 0 41,770 5,017 1,125,800

Balance sheet - continued

All Collateral is shown at cost price

<u>Series</u>	<u>Collateral description</u>	<u>Nominal</u>	<u>Premium/ (Discount)</u>	<u>2010 Total ('000)</u>	<u>2009 Total ('000)</u>
96	Julius Baer Capital (Guernsey) I Ltd - 3.630% per annum (CHF)	180,361	(4,281)	176,080	147,990
	Total Collateral			176,080	147,990
97	General Electric Capital Corporation - 5.875% per annum (USD)	0	0	1,174	14,065
	Collateral sold/ purchased	0	0	(1,174)	(12,681)
	Swap with UBS AG, London Branch			0	(209)
	Total Collateral			0	1,174
98	General Electric Capital Corporation - 5.450% per annum (USD)	7,468	11	7,479	6,944
	Swap with UBS AG, London Branch			(11)	(16)
	Total Collateral			7,468	6,928
100	Swiss life holding	590,000	0	590,000	700,000
	Collateral sold/ purchased	0	0	0	(110,000)
	Total Collateral			590,000	590,000
101	Swiss Reinsurance Company	580,720	0	580,720	558,659
	Total Collateral			580,720	558,659
102	Funded Swap with UBS AG, London Branch (EUR)			12,272	50,000
	Impairment of Collateral			0	(37,728)
	Total Collateral			12,272	12,272
105	Swiss Reinsurance Company - 7.635% per annum (AUD)	228,224	0	228,224	187,207
	Total Collateral			228,224	187,207
106	Swiss Reinsurance Company - Floating Rate (AUD)	342,335	0	342,335	280,811
	Total Collateral			342,335	280,811
113	Funded Swap with UBS AG, London Branch (EUR)			40,000	40,000
	Swap with UBS AG, London Branch			0	0
	Total Collateral			40,000	40,000
117	General Electric Capital Corporation - Floating Rate (EUR)	20,000	60	20,060	20,070
	UBS AG JERSEY BRANCH	20,000	0	20,000	20,000
	Swap with UBS AG, London Branch			(60)	(70)
	Total Collateral			40,000	40,000
118	Funded Swap with UBS AG, London Branch (EUR)			4,500	7,000
	Telecom Italia Fin SA - 7.750% per annum (EUR)	2,500	0	2,500	0
	Swap with UBS AG, London Branch			0	0
	Total Collateral			7,000	7,000
119	Harbourmaster Pro-Rata CLO 3 B.V. - Floating Rate (EUR)	21,400	629	22,029	22,078
	Swap with UBS AG, London Branch			(629)	(678)
	Total Collateral			21,400	21,400
120	Porsche Holding Finance Plc - 6.250% per annum (EUR)	110,000	(11,881)	98,119	488,063
	Collateral sold/ purchased			0	(390,000)
	Total Collateral			98,119	98,063

Balance sheet - continued

All Collateral is shown at cost price

<u>Series</u>	<u>Collateral description</u>	<u>Nominal</u>	<u>Premium/ (Discount)</u>	2010	2009
				<u>Total ('000)</u>	<u>Total ('000)</u>
122	Porsche Holding Finance Plc - 6.250% per annum (EUR)	250,000	(13,013)	236,987	486,846
	Collateral sold/ purchased			0	(250,000)
	Total Collateral			236,987	236,846
123	Harbourmaster Pro-Rata CLO 3 B.V. - Floating Rate (EUR)	0	0	0	10,000
	Highlander EUR CDO 3 B.V. - Floating Rate (EUR)	0	0	0	9,300
	EUR Galaxy CLO B.V. - Floating Rate (EUR)	0	0	0	148,500
	Mercator CLO PLC - Floating Rate (EUR)	0	0	0	2,623
	Harbourmaster Pro-Rata CLO 2 B.V. - Floating Rate	0	0	0	19,492
	ACA EUR CLO - Floating Rate (EUR)	0	0	0	4,808
	TRNTF 2008-1 A3 - Floating Rate (GBP)	98,332	0	98,332	0
	PERMM 2010-1 4A - Floating Rate (GBP)	98,332	0	98,332	0
	PENAR 2010-1 A2 - Floating Rate (GBP)	98,332	0	98,332	0
	ARKLE 2010-2X 3A - Floating Rate (GBP)	98,332	0	98,332	0
	Dryden Leveraged Loan CDO - Floating Rate (EUR)	0	0	0	20,000
	1776 CLO Ltd - Floating Rate (USD)	0	0	0	19,952
	Halcyon Structured Asset Management CLO - Floating Rate (USD)	0	0	0	19,499
	3I Group plc	0	0	0	50,000
	Romulus Finance S.R.L.	0	0	0	57,000
	STNTM	0	0	0	13,432
	Cash collateral			0	74,679
	Swap with UBS AG, London Branch			6,672	(49,284)
	Total Collateral			400,000	400,000
126	Banca Monte dei Paschi di Siena S.p.A. - Floating Rate (EUR)	50,000	7,167	57,167	58,973
	Swap with UBS AG, London Branch			(7,167)	(8,973)
	Total Collateral			50,000	50,000
127	SPARC Ltd Series 2009-1	149,365	0	149,365	138,552
	Swap with UBS AG, London Branch			(22,169)	(3,322)
	Total Collateral			127,196	135,230
128	Eurasia Capital S.A. (HCFB LLC) - 11.000% per annum (USD)	97,087	100	97,187	90,349
	Swap with UBS AG, London Branch			4,755	4,213
	Total Collateral			101,942	94,562
129	Eurasia Capital S.A. (HCFB LLC) - 11.750% per annum (USD)	126,960	61	127,021	117,920
	Swap with UBS AG, London Branch			6,287	5,738
	Total Collateral			133,308	123,658
133	Bank of Ireland - Floating Rate (EUR)	10,000	(198)	9,802	9,702
	Cash Collateral			20,000	20,000
	Swap with UBS AG, London Branch			(2,196)	(3,309)

Balance sheet – continued

All Collateral is shown at cost price

Series	Collateral description	Nominal	Premium/ (Discount)	2010	2009
				Total ('000)	Total ('000)
135	Elsevier Finance - (EUR)	600,000	(1,217)	598,783	597,370
	Total Collateral			598,783	597,370
136	Bueno Poliennali Princip - no interest (EUR)	15,000	(5,345)	9,655	0
	Swap with UBS AG, London Branch			5,345	0
	Total Collateral			15,000	0
137	UK Treasury IDX-LNK - 2.500% per annum (GBP)	11,614	23,783	35,397	0
	Swap with UBS AG, London Branch			9,603	0
	Total Collateral			45,000	0
138	French Treasury Note - 3.750% per annum (EUR)	131,500	4,114	135,614	0
	Swap with UBS AG, London Branch			(10,614)	0
	Total Collateral			125,000	0
139	Funded Swap with UBS AG, London Branch (EUR)			15,000	0
	Swap with UBS AG, London Branch			0	0
	Total Collateral			15,000	0
140	Bonos Y Oblig del Estado - 4.700% per annum (EUR)	145,000	(28,842)	116,158	0
	Bonos Y Oblig del Estado - 5.750% per annum (EUR)	44,669	(1,601)	43,068	0
	Swap with UBS AG, London Branch			(13,557)	0
	Total Collateral			145,669	0
141	Bonos Y Obligaciones del Estado - 8.700% per annum	6,850	388	7,238	0
	Bonos Y Obligaciones del Estado - 4.750% per annum (EUR)	2,100	28	2,128	0
	Bonos Y Obligaciones del Estado - 3.150% per annum (EUR)	13,500	(996)	12,504	0
	Bonos Y Obligaciones del Estado - 3.800% per annum	9,100	(575)	8,525	0
	Bonos Y Obligaciones del Estado - 4.100% per annum (EUR)	11,000	35	11,035	0
	Bonos Y Obligaciones del Estado - 4.100% per annum (EUR)	12,300	(888)	11,412	0
	Bonos Y Obligaciones del Estado - 4.800% per annum	10,250	(871)	9,379	0
	Bonos Y Obligaciones del Estado - 4.250% per annum (EUR)	10,700	(4)	10,696	0
	Bonos Y Obligaciones del Estado - 4.300% per annum	8,800	(665)	8,135	0
	Bonos Y Obligaciones del Estado - 3.300% per annum (EUR)	2,450	(94)	2,356	0
	Bonos Y Obligaciones del Estado - 4.000% per annum	27,000	(2,753)	24,247	0
	Bonos Y Obligaciones del Estado - 4.650% per annum (EUR)	36,000	(4,490)	31,510	0
	Bonos Y Obligaciones del Estado - 3.000% per annum	3,250	(204)	3,046	0
	Bonos Y Obligaciones del Estado - 2.500% per annum (EUR)	2,600	(119)	2,481	0
	Bonos Y Obligaciones del Estado - 5.400% per annum	685	903	1,588	0
	Bonos Y Obligaciones del Estado - 5.350% per annum (EUR)	7,800	90	7,890	0
	Bonos Y Obligaciones del Estado - 5.500% per annum	11,700	253	11,953	0
	Bonos Y Obligaciones del Estado - 5.000% per annum (EUR)	16,500	277	16,777	0
	Bonos Y Obligaciones del Estado - 4.200% per annum	1,900	4	1,904	0
	Bonos Y Obligaciones del Estado - 4.400% per annum (EUR)	10,900	(48)	10,852	0
	Swap with UBS AG, London Branch			(9,909)	0
	Total Collateral			185,747	0

Balance sheet – continued

All Collateral is shown at cost price

<u>Series</u>	<u>Collateral description</u>	<u>Nominal</u>	<u>Premium/ (Discount)</u>	<u>2010 Total ('000)</u>	<u>2009 Total ('000)</u>
142	Funded Swap with UBS AG, London Branch (EUR)				
	Swap with UBS AG, London Branch			7,000	0
	Total Collateral			<u>0</u>	<u>0</u>
	#REF!			<u>7,000</u>	<u>0</u>
143	Funded Swap with UBS AG, London Branch (EUR)				
	Swap with UBS AG, London Branch			8,130	0
	Total Collateral			<u>0</u>	<u>0</u>
				<u>8,130</u>	<u>0</u>
	Total Collateral for all Series at cost price as per 31.12			<u>7,585,056</u>	<u>6,794,557</u>
	Total Collateral and funded swaps held for all Series at market value as per 31.12			7,273,549	6,490,871
	Market value Swap Agreement for all Series (excluding funded) as per 31.12			(115,427)	59,015
				<u>7,158,122</u>	<u>6,549,886</u>

Floating rates are current relevant Libor and Euribor equivalent rates which are fixed in advance for periods of between three and twelve months.

The Swap with UBS AG, London Branch is the balancing figure between the Notes issued and the Collateral held.

Balance sheet – continued

	2010 ('000)	2009 ('000)	
2 Amounts owed by group entities			
Inter-company with Stichting ELM	2	2	
	<u>2</u>	<u>2</u>	
3 Prepayments and accrued income			
Interest receivable on Collateral	90,937	83,139	
Swap interest receivable	16,100	12,690	
Receivable UBS for redemption Series 3 and 5	0	17,500	
Receivable from Arranger costs paid from ABN Amro accounts	111	106	
Receivable from Arranger on issuance of Series of Notes	20	152	
	<u>107,168</u>	<u>113,588</u>	
4 Cash and cash equivalents			
	<u>Local balance</u>		
Current account - ABN Amro Bank	EUR	28	73
Current account - ABN Amro Bank	GBP	0	(0)
Deposit account - ABN Amro Bank	EUR	730	720
Current account - UBS AG, London Branch	EUR	1,254	(21,671)
Current account - UBS AG, London Branch	USD	1,016	759
Current account - UBS AG, London Branch	NOK	0	(0)
Current account - UBS AG, London Branch	JPY	10	0
Current account - UBS AG, London Branch	GBP	0	0
Current account - UBS AG, London Branch	CHF	0	0
Timing differences	EUR	0	(1,254)
Timing differences	USD	(1,016)	(760)
Timing differences	NOK	0	0
Timing differences	CHF	0	0
Timing differences	GBP	0	0
Timing differences	JPY	(11)	(0)
Client accounts - UBS AG, London Branch		153	93
		<u>911</u>	<u>(16,613)</u>

The current accounts are freely available to the Company. The client accounts are pledged in favour of the Noteholders and UBS AG, London Branch.

Balance sheet – continued

	2010 ('000)	2009 ('000)
5 Taxation		
Corporate Income Tax 2009	0	(3)
Corporate Income Tax 2010	(42)	0
VAT payable/ receivable	9	0
	<u>(33)</u>	<u>(3)</u>

<u>Corporate Income Tax summary</u>	<u>01.01.</u>	<u>(Paid)/ Received</u>	<u>P/L account</u>	<u>31.12.</u>
2009	(3)	3	0	0
2010	0	(71)	29	(42)
Total	<u>(3)</u>	<u>(68)</u>	<u>29</u>	<u>(42)</u>

Final Corporate Income Tax assessments have been received for the financial years up to and including 2009.

6 Accruals and deferred income

Interest payable on Notes	85,080	79,645
Swap interest payable	21,953	16,183
Other payables	3	0
Received in advance: fixed annual maintenance fee	805	823
Audit fees payable	36	42
	<u>107,877</u>	<u>96,692</u>

Balance sheet – continued

7 Notes

<u>Series</u>	<u>Note description</u>		<u>2010</u> <u>Total</u> <u>('000)</u>	<u>2009</u> <u>Total</u> <u>('000)</u>
9	EUR 50,000,000 Secured Variable Coupon Amount Notes due 2030 Interest at 6 month Euribor plus 0.095% per annum	Opening balance	50,000	50,000
		Closing balance	50,000	50,000
11	CHF 20,000,000 Floating Rate Secured Notes due 2010 Interest at 3 month CHF Libor plus 0.000% per annum	Opening balance	13,482	13,423
		Redemption	(13,482)	
		Revaluation	0	59
		Closing balance	0	13,482
29	EUR 28,000,000 Secured Fixed and Variable Coupon Amount Notes due 2023 Interest at 4.00% per annum	Opening balance	3,000	3,000
		Closing balance	3,000	3,000
30	EUR 5,000,000 Callable Variable Accretion Loan due 2035 Interest at 5.250% per annum	Opening balance	5,000	5,000
		Closing balance	5,000	5,000
31	EUR 5,000,000 Zero Coupon Notes due 2045 No interest payable; issued at 90%	nominal	5000	5000
		remaining discount	(433)	(446)
		Closing balance	4,567	4,554
32	EUR 10,000,000 Daily Range Accrual Steepener Notes due 2020 Variable coupon	Opening balance	10,000	10,000
		Closing balance	10,000	10,000
35	EUR 50,000,000 Leveraged Super Senior Secured Notes due 2012 Interest at 3 month Euribor plus 0.820% per annum	Opening balance	50,000	50,000
		Closing balance	50,000	50,000
40	EUR 10,000,000 Secured Fixed and Variable Coupon Amount Commodity Linked Notes due 2016 Interest at 5.000% per annum	Opening balance	10,000	10,000
		Closing balance	10,000	10,000
41	EUR 200,000,000 Floating Rate Credit Linked Secured Notes due 2056 Interest at 3 month Euribor plus 1.000% per annum	Opening balance	13,890	84,000
		Impairment of Notes	0	(70,110)
		Closing balance	13,890	13,890

Balance sheet – continued

<u>Series</u>	<u>Note description</u>		<u>2010</u> <u>Total</u> <u>('000)</u>	<u>2009</u> <u>Total</u> <u>('000)</u>
42	NOK 606,000,000 Secured Fixed Rate Notes due 2016 Interest at 5.360% per annum	Opening balance	73,012	61,837
		Revaluation	4,581	11,175
		Closing balance	<u>77,593</u>	<u>73,012</u>
44	EUR 1,000,000,000 5.252% Perpetual Step-Up Notes (no maturity date) Interest at 5.252% per annum	Opening balance	<u>1,000,000</u>	1,000,000
		Closing balance	<u>1,000,000</u>	<u>1,000,000</u>
46	EUR 20,000,000 Capped CMS and Fixed Rate Credit Linked Notes due 2033 Interest at 5.150% per annum	Opening balance	<u>20,000</u>	20,000
		Closing balance	<u>20,000</u>	<u>20,000</u>
48		Opening balance	4,094	22,500
	EUR 22,500,000 Leveraged Asset Backed Securities due 2056 Interest at 3 month Euribor plus 1.200% per annum	Impairment of Notes	0	(18,406)
		Closing balance	<u>4,094</u>	<u>4,094</u>
52	JPY 500,000,000 Secured Credit Linked Notes due 2013 Interest at 2.2025% per annum	Opening balance	3,755	3,945
		Revaluation	836	(190)
		Closing balance	<u>4,591</u>	<u>3,755</u>
53	JPY 500,000,000 Secured Credit Linked Notes due 2013 Interest at 3 month JPY Libor plus 2.700% per annum	Opening balance	3,755	3,945
		Revaluation	836	(190)
		Closing balance	<u>4,591</u>	<u>3,755</u>
54	JPY 500,000,000 Secured Credit Linked Notes due 2013 Interest at 3 month JPY Libor plus 1.900% per annum	Opening balance	3,755	3,945
		Revaluation	836	(190)
		Closing balance	<u>4,591</u>	<u>3,755</u>
57	EUR 22,500,000 Leveraged Asset Backed Securities due 2026 Interest at 3 month Euribor plus 1.750% per annum	Opening balance	3,904	22,500
		Impairment of Notes	0	(18,596)
		Closing balance	<u>3,904</u>	<u>3,904</u>
59	USD 4,600,000 Secured Credit Linked Notes due 2013 Interest at 3 month USD Libor plus 0.300% per annum	Opening balance	3,187	3,275
		Notes issued/ redeemed	(3,187)	0
		Revaluation	0	(88)
		Closing balance	<u>0</u>	<u>3,187</u>
60	EUR 50,000,000 Secured Short-Strategy Linked Variable Coupon and Credit Linked Notes due 2013 Interest at 3 month Euribor plus 0.500% per annum	Opening balance	13,700	50,000
		Notes issued/ redeemed	0	(36,300)
		Closing balance	<u>13,700</u>	<u>13,700</u>

Balance sheet – continued

<u>Series</u>	<u>Note description</u>		2010 Total ('000)	2009 Total ('000)
61	USD 20,000,000 Secured Credit Linked Notes due 2013 Interest at 3 month USD Libor plus 0.500% per annum	Opening balance	13,855	14,240
		Revaluation	1,082	(385)
		Closing balance	<u>14,937</u>	<u>13,855</u>
62	USD 50,000,000 Secured Credit Linked Notes due 2013 Interest at 3 month USD Libor plus 1.030% per annum	Opening balance	34,638	35,600
		Revaluation	2,703	(962)
		Closing balance	<u>37,341</u>	<u>34,638</u>
64	USD 2,500,000 Secured Credit Linked Notes due 2013 Interest at 3 month USD Libor plus 16.000% per annum	Opening balance	756	1,656
		Write downs due to	(406)	(856)
		Revaluation	59	(44)
		Closing balance	<u>409</u>	<u>756</u>
65	USD 18,000,000 Secured Credit Linked Notes due 2016 Interest at 3 month USD Libor plus 2.900% per annum	Opening balance	12,473	12,816
		Revaluation	970	(346)
		Closing balance	<u>13,443</u>	<u>12,470</u>
66	USD 125,000,000 Secured Credit Linked Notes due 2016 Interest at 3 month USD Libor plus 0.600% per annum	Opening balance	89,000	89,000
		Revaluation	4,353	(2,405)
		Closing balance	<u>93,353</u>	<u>86,595</u>
67	USD 2,000,000 Secured Credit Linked Notes due 2016 Interest at 3 month USD Libor plus 2.300% per annum	Opening balance	1,424	1,424
		Revaluation	70	(38)
		Closing balance	<u>1,494</u>	<u>1,386</u>
70	USD 2,000,000 Secured Credit Linked Notes due 2016 Interest at 3 month USD Libor plus 1.550% per annum	Opening balance	1,424	1,424
		Revaluation	70	(38)
		Closing balance	<u>1,494</u>	<u>1,386</u>
71	USD 2,000,000 Secured Credit Linked Notes due 2016 Interest at 3 month USD Libor plus 1.500% per annum	Opening balance	1,386	1,424
		Revaluation	108	(38)
		Closing balance	<u>1,494</u>	<u>1,386</u>
72	USD 5,000,000 Secured Credit Linked Notes due 2013 Interest at 10.500% per annum	Opening balance	0	0
		Revaluation	3,464	3,560
		Closing balance	<u>3,734</u>	<u>3,464</u>
73	EUR 10,000,000 Secured Short-Strategy Linked Variable Coupon and Credit Linked Notes due 2013 Interest at 3 month Euribor plus 1.000% per annum	Opening balance	10,000	10,000
		Closing balance	<u>10,000</u>	<u>10,000</u>
74	USD 40,000,000 Secured Credit Linked Notes due 2013 Interest at 3 month USD Libor plus 0.950% per annum	Opening balance	27,710	28,480
		Revaluation	2,163	(770)
		Closing balance	<u>29,873</u>	<u>27,710</u>

Balance sheet – continued

<u>Series</u>	<u>Note description</u>		2010 Total (‘000)	2009 Total (‘000)
75	USD 9,500,000 Secured Credit Linked Notes due 2016 Interest at 3 month USD Libor plus 1.900% per annum	Opening balance	6,581	6,764
		Revaluation	514	(183)
		Closing balance	<u>7,095</u>	<u>6,581</u>
76	USD 5,500,000 Secured Credit Linked Notes due 2013 Interest at 9.950% per annum	Opening balance	3,810	3,916
		Revaluation	298	(106)
		Closing balance	<u>4,108</u>	<u>3,810</u>
77	USD 10,000,000 Secured Credit Linked Notes due 2013 Interest at 3 month USD Libor plus 1.000% per annum	Opening balance	6,928	7,120
		Revaluation	540	(192)
		Closing balance	<u>7,468</u>	<u>6,928</u>
79	EUR 22,500,000 Leveraged Asset Backed Securities due 2026 Interest at 3 month Euribor plus 1.000% per annum	Opening balance	5,150	22,500
		Impairment of Notes	0	(17,350)
		Closing balance	<u>5,150</u>	<u>5,150</u>
80	EUR 40,000,000 Secured Credit Linked Notes due 2013 Interest at 3 month Euribor plus 0.500% per annum	Opening balance	40,000	40,000
		Closing balance	<u>40,000</u>	<u>40,000</u>
81	EUR 10,000,000 Secured Credit Linked Notes due 2016 Interest at 3 month Euribor plus 0.400% per annum	Opening balance	10,000	10,000
		Closing balance	<u>10,000</u>	<u>10,000</u>
83	USD 10,000,000 Secured Short-Strategy Linked Variable Coupon and Credit Linked Notes due 2016 Interest at 3 month USD Libor plus 1.500% per annum	Opening balance	6,928	7,120
		Revaluation	540	(192)
		Closing balance	<u>7,468</u>	<u>6,928</u>
84	USD 10,000,000 Secured Credit Linked Notes due 2016 Interest at 3 month USD Libor plus 1.500% per annum	Opening balance	6,928	7,120
		Revaluation	540	(192)
		Closing balance	<u>7,468</u>	<u>6,928</u>
87	USD 10,000,000 Secured Credit Linked Notes due 2016 Interest at 3 month USD Libor plus 0.900% per annum	Opening balance	8,660	8,900
		Notes issued/	(8,660)	0
		Revaluation	0	(240)
		Closing balance	<u>0</u>	<u>8,660</u>
88	USD 2,062,000 Floating Rate Notes due 2013 Interest at 3 month USD Libor plus 0.500% per annum	Opening balance	1,428	1,468
		Revaluation	112	(40)
		Closing balance	<u>1,540</u>	<u>1,428</u>

Balance sheet – continued

<u>Series</u>	<u>Note description</u>		2010 Total ('000)	2009 Total ('000)
89	USD 21,000,000 Secured Notes due 2013 No interest payable; issued at 13.250%	nominal Permanent impairment remaining discount Closing balance	6,843 0 (1,764) <u>5,079</u>	14,548 (8,200) (2,298) <u>4,050</u>
90	EUR 300,000,000 Floating Rate Credit-Linked Secured Notes due 2016 Interest at 1 month Euribor plus 0.205% per annum	Opening balance Closing balance	 300,000 <u>300,000</u>	 300,000 <u>300,000</u>
91	EUR 130,000,000 Floating Rate Credit-Linked Secured Notes due 2026 Interest at 3 month Euribor plus 0.245% per annum	Opening balance Notes issued/ redeemed Closing balance	 130,000 (130,000) <u>0</u>	 130,000 0 <u>130,000</u>
93	EUR 246,000,000 Floating Rate Secured Note due 2021 Interest at 1 month Euribor plus 0.0635% per annum	Opening balance Notes issued/ Closing balance	 1,125,800 210,800 <u>1,336,600</u>	 824,475 301,325 <u>1,125,800</u>
96	CHF 95,000,000 3.63% Perpetual Step-Up Notes (no maturity date) Interest at 3.63% per annum; issued at 97.175%	nominal remaining discount Closing balance	 180,361 (4,281) <u>176,080</u>	 151,719 (3,729) <u>147,990</u>
97	USD 20,000,000 Secured Credit Linked Notes due 2016 Interest at 3 month USD Libor plus 0.950% per annum	Opening balance Write downs due to Revaluation Closing balance	 1,174 (1,174) 0 <u>0</u>	 14,240 (12,681) (385) <u>1,174</u>
98	USD 10,000,000 Secured Credit Linked Notes due 20 December 2013 Interest at 6.0500% plus 0.600% per annum	Opening balance Revaluation Closing balance	 6,928 540 <u>7,468</u>	 7,120 (192) <u>6,928</u>
100	EUR 700,000,000 Perpetual Fixed to Floating Rate Notes (no maturity date) Interest until 12 April 2017 at 5.849% per annum and thereafter at 3 month Euribor plus 2.500% per annum	Opening balance Notes issued/ redeemed Closing balance	 590,000 0 <u>590,000</u>	 700,000 (110,000) <u>590,000</u>
101	GBP 500,000,000 Perpetual Step-Up Notes (no maturity date) Interest at 6.3024% plus 2.120% per annum	Opening balance Revaluation Closing balance	 558,659 22,061 <u>580,720</u>	 517,331 41,328 <u>558,659</u>

Balance sheet – continued

<u>Series</u>	<u>Note description</u>		2010 Total ('000)	2009 Total ('000)
102	EUR 50,000,000 Variable Coupon Leveraged Asset Backed Securities due 2027 Interest at 3 month Euribor plus 1.000% per annum	Opening balance	12,272	50,000
		Impairment of Notes	0	(37,728)
		Closing balance	<u>12,272</u>	<u>12,272</u>
105	AUD 300,000,000 Perpetual Step-Up Notes (no maturity date) Interest at 7.6350% plus 2.17% per annum	Opening balance	187,207	147,420
		Revaluation	41,017	39,787
		Closing balance	<u>228,224</u>	<u>187,207</u>
106	AUD 450,000,000 Floating Rate Perpetual Step-Up Notes (no maturity date) Interest at 6 month BBSW plus 1.170% per annum	Opening balance	280,811	221,130
		Revaluation	61,524	59,681
		Closing balance	<u>342,335</u>	<u>280,811</u>
113	EUR 40,000,000 Managed Financials Basket T.Y.G.E.R. Series 3 Leveraged Notes due 2017 Interest at 3 month Euribor plus 1.000% per annum	Opening balance	40,000	40,000
		Closing balance	<u>40,000</u>	<u>40,000</u>
117	EUR 40,000,000 Financials Basket T.Y.G.E.R. Leveraged Notes due 2017 Interest at 3 month Euribor plus 1.000% per annum	Opening balance	40,000	40,000
		Closing balance	<u>40,000</u>	<u>40,000</u>
118	EUR 7,000,000 Fixed Accretion Zero-Coupon Notes due 2033 No interest payable	Opening balance	7,000	7,000
		Closing balance	<u>7,000</u>	<u>7,000</u>
119	EUR 21,400,000 Floating Rate Secured Notes due 2016 Partially Credit-Linked to Porsche Automobil Holding SE Interest at 3 month Euribor plus 0.300% per annum	Opening balance	21,400	21,400
		Closing balance	<u>21,400</u>	<u>21,400</u>
120	EUR 500,000,000 Fixed to Floating Rate Notes (no maturity date) Interest at 6.250% per annum	nominal	110,000	500,000
		remaining discount	(11,881)	(11,937)
			98,119	488,063
		Notes issued/ redeemed	0	(390,000)
		Closing balance	<u>98,119</u>	<u>98,063</u>

Balance sheet – continued

<u>Series</u>	<u>Note description</u>		2010 Total ('000)	2009 Total ('000)
122	EUR 500,000,000 Fixed to Floating Rate Notes (no maturity date) Interest at 6.250% plus a variable spread per annum	nominal	250,000	500,000
		remaining discount	<u>(13,013)</u>	<u>(13,154)</u>
			236,987	486,846
		Notes issued/ redeemed	<u>0</u>	<u>(250,000)</u>
		Closing balance	<u><u>236,987</u></u>	<u><u>236,846</u></u>
123	Class A EUR 396,000,000 Floating Rate Secured Notes due 2015 and Class B EUR 4,000,000 Floating Rate Secured Notes due 2015 Interest at 3 month Euribor plus 0.350% per annum	Opening balance	<u>400,000</u>	<u>400,000</u>
		Closing balance	<u><u>400,000</u></u>	<u><u>400,000</u></u>
126	EUR 50,000,000 Secured Notes due 18 December 2014 Interest at 6.000% per annum	Opening balance	50,000	0
		Notes issued/ redeemed	<u>0</u>	<u>50,000</u>
		Closing balance	<u><u>50,000</u></u>	<u><u>50,000</u></u>
127	AUD 275,043,000 Secured Notes due 10 June 2013 No interest payable; issued at 69.2897%	nominal	158,689	171,634
		remaining discount	<u>(31,493)</u>	<u>(36,404)</u>
		Closing balance	<u><u>127,196</u></u>	<u><u>135,230</u></u>
128	USD 136,500,000 Secured Credit Linked Notes due 2011 Interest at 3 month Libor plus 5.800% per annum	Opening balance	94,562	97,188
		Revaluation	<u>7,380</u>	<u>(2,626)</u>
		Closing balance	<u><u>101,942</u></u>	<u><u>94,562</u></u>
129	USD 178,500,000 Secured Credit Linked Notes due 2011 Interest at 3 month Libor plus 6.830% per annum	Opening balance	123,658	127,091
		Revaluation	<u>9,650</u>	<u>(3,433)</u>
		Closing balance	<u><u>133,308</u></u>	<u><u>123,658</u></u>
133	EUR 30,000,000 Floating Rate Secured Notes due 2012 Interest at 3 month Euribor plus 0.700% per annum	nominal	30,000	30,000
		remaining discount	<u>(2,394)</u>	<u>(4,820)</u>
		Closing balance	<u><u>27,606</u></u>	<u><u>26,393</u></u>
135	EUR 600,000,000 Fixed Rate Secured Notes due 2013 Interest at 6.500% per annum	Opening balance	0	0
		nominal	600,000	600,000
		remaining discount	<u>(1,217)</u>	<u>(2,630)</u>
		Closing balance	<u><u>598,783</u></u>	<u><u>597,370</u></u>

Balance sheet – continued

<u>Series</u>	<u>Note description</u>		2010 Total (‘000)	2009 Total (‘000)
136	EUR 15,000,000 Secured Volatility Notes due 2022 Interest at 6.000% per annum	Opening balance	0	0
		Notes issued/ redeemed	15,000	0
		Closing balance	<u>15,000</u>	<u>0</u>
137	EUR 45,000,000 Secured Volatility Notes due 2022 Interest at 4.4000% per annum	Opening balance	0	0
		Notes issued/ redeemed	45,000	0
		Closing balance	<u>45,000</u>	<u>0</u>
138	EUR 125,000,000 Secured Tranchéd Portfolio Credit-Linked Notes due 2018 Interest at 3 month Euribor plus 13.000% per annum	Opening balance	0	0
		Notes issued/ redeemed	125,000	0
		Closing balance	<u>125,000</u>	<u>0</u>
139	EUR 15,000,000 Secured Tranchéd Portfolio Credit-Linked Notes due 2015 Interest at 7.4000% per annum	Opening balance	0	0
		Notes issued/ redeemed	15,000	0
		Closing balance	<u>15,000</u>	<u>0</u>
140	EUR 146,000,000 Secured Instalment Note due 2047	Opening balance	0	0
		Notes issued/ redeemed	146,000	0
		remaining discount	(331)	0
		Closing balance	<u>145,669</u>	<u>0</u>
141	EUR 189,921,000 Secured Instalment Note due 2027	Opening balance	0	0
		Notes issued/ redeemed	189,921	0
		remaining discount	(4,174)	0
		Closing balance	<u>185,747</u>	<u>0</u>
142	Cadenza EUR 7,000,000 Secured Tranchéd Portfolio Credit-Linked Notes due 2015 Interest at 6 month Euribor plus 5.250% per annum	Opening balance	0	0
		Notes issued/ redeemed	7,000	0
		Closing balance	<u>7,000</u>	<u>0</u>
143	GBP 7,000,000 Secured Tranchéd Portfolio Credit-Linked Notes due 2014 Interest at 3 month Libor plus 2.300% per annum	Opening balance	0	0
		Notes issued/ redeemed	8,130	0
		Closing balance	<u>8,130</u>	<u>0</u>
			<u>7,585,056</u>	<u>7,118,938</u>

Balance sheet - continued

	2010	2009
Amount of Notes falling due within a year:	235,250	13,482
Amount of Notes falling due between 1 and 5 years:	1,463,296	1,264,082
Amount of Notes falling due after 5 years:	5,886,510	5,516,993
	<u>7,585,056</u>	<u>6,794,557</u>
Notes (at market value)		
Notes	<u>7,158,122</u>	<u>6,549,886</u>
	<u>7,158,122</u>	<u>6,549,886</u>

Write downs due to credit events relates to Credit Linked Notes that have had their notional amounts written down. Credit Linked Notes are Notes whose performance are linked to the credit of a portfolio of reference entities, and the First Loss Protection Amount is the amount of losses that the portfolio of reference entities can accumulate, without the principal amount of the Credit Linked Notes being affected. These write downs due to credit events have occurred where the losses on the portfolio of reference entities have exceeded their First Loss Protection amounts. In some cases these losses have resulted in the Credit Linked Notes redeeming at zero.

8 Trading balance	2010 ('000)	2009 ('000)
<u>Trading balance liability:</u>		
Opening balance	93	622
Write downs due to credit events	0	0
Current year expense	60	(529)
Closing balance	<u>153</u>	<u>93</u>
<u>Funded by:</u>		
Opening balance client accounts	93	622
Write downs due to credit events	0	0
Current year Swap expense	60	(529)
Retrieval from client accounts	0	0
Swap balances with UBS AG, London Branch	0	0
Bank interest on trading balance bank accounts	0	0
Closing balance	<u>153</u>	<u>93</u>
Amount of Swap balances receivable falling due within a year:	0	0
Amount of Swap balances receivable falling due after a year:	<u>153</u>	<u>93</u>
	<u>153</u>	<u>93</u>
Amount of trading balance payable falling due within a year:	0	0
Amount of trading balance payable falling due after a year:	<u>153</u>	<u>93</u>
	<u>153</u>	<u>93</u>

Balance sheet - continued

9 Capital and reserves

		<u>Legal reserve</u>	<u>Retained earnings</u>	<u>Unappr. results</u>
Balance as per 01.01.2009	18	0	(180)	315
Transfer	0	0	315	(315)
Final dividend paid	0	0	(135)	0
Interim dividend paid	0	0	0	0
Result for the period	0	0	0	177
Balance as per 31.12.2009	18	0	(0)	177
Transfer	0	0	177	(177)
Final dividend paid	0	0	(177)	0
Interim dividend paid	0	0	(50)	0
Result for the period	0	0	0	116
Balance as per 31.12.2010	18	0	(50)	116

The authorised share capital of the Company amounts to EUR 18,000 divided into 18 shares of EUR 1,000 each, of which 18 shares are issued and paid up.

A final dividend for the year 2009 was made in an amount of EUR 177,000 and an interim dividend for the year 2010 was paid in an amount of EUR 50,000.

Profit and loss account

	2010 ('000)	2009 ('000)
10 Interest income		
Swap Interest	82,509	88,261
Interest on Collateral	300,670	312,943
	<u>383,179</u>	<u>401,205</u>
11 Interest expense		
Swap Interest	71,350	83,524
Interest on Notes	311,829	317,681
	<u>383,179</u>	<u>401,205</u>
12 Other interest income		
Bank interest on deposit account	2	8
	<u>2</u>	<u>8</u>
13 Other financial income		
Amortisation of Collateral	5,593	3,684
Amortisation on value Swap Agreement	8,998	(3,027)
Revaluation of Notes (impairment)	0	162,191
	<u>14,591</u>	<u>162,848</u>
14 Other financial expenses		
Fund manager fee	0	14
Fund manager fee recharged	0	(14)
Amortisation of Notes	16,509	12,454
Amortisation on value Swap Agreement	(1,918)	(11,797)
Revaluation of Collateral (Impairment)	0	162,191
	<u>14,591</u>	<u>162,848</u>
15 General and administrative expenses		
Audit fee expense	36	42
General expenses	0	4
Legal fees	83	237
Listing fees	22	26
Other professional fees	328	349
Tax advisor fee expense	19	11
Trustee fees	46	25
	<u>534</u>	<u>693</u>

Profit and Loss account - continued

	2010 ('000)	2009 ('000)
16 Recharged expenses and other income		
Recharged expenses settled from ABN Amro bank account	55	57
Recharged expenses settled by UBS AG, London Branch	479	636
	<u>534</u>	<u>693</u>
17 Other income		
Repackaging transactions	143	215
	<u>143</u>	<u>215</u>
18 Corporate Income Tax		
Corporate Income Tax former years	0	46
Corporate Income Tax current year	29	0
	<u>29</u>	<u>46</u>

Staff numbers and employment costs

The Company has no employees and hence incurred no wages, salaries or related social security charges during the reporting period or previous years.

Directors

The Company has one managing director, who receives no remuneration.
The Company has no supervisory directors.

Audit fees

With reference to Section 2:302a of the Netherlands Civil Code, the following fees for the financial year have been charged by Ernst & Young LLP to the Company:

(in euros)	2010	2009
Statutory audit of annual accounts	36	42
Other assurance services	0	0
Tax advisory services	0	0
Other non-audit services	0	0
Total	<u>36</u>	<u>42</u>

Amsterdam, 28 June 2011

Intertrust (Netherlands) B.V.

Other information

Appropriation of results

Subject to the provisions under Dutch law that no dividends can be declared until all losses have been recovered, other reserves and unappropriated results are at the disposal of the shareholder in accordance with the Company's articles of association. Furthermore, Dutch law prescribes that any profit distribution may only be made to the extent that the shareholder's equity exceeds the amount of the issued capital and the legal reserves. A final dividend payment for the year 2009 was made for an amount of EUR 177,000.

Subsequent events

Since the reporting date the Company has issued 3 new Series and there were no increases of the issued amount on existing Series. 7 Series were repurchased in full and two Series were partly repurchased.

No events have occurred since balance sheet date that would change the financial position of the Company and that would require adjustment of or disclosure in the annual accounts now presented. Subject to the provisions under Dutch law that no dividends can be declared until all losses have been recovered, other reserves and unappropriated results are at the disposal of the shareholder in accordance with the Company's articles of association. Furthermore, Dutch law prescribes that any profit distribution may only be made to the extent that the shareholder's equity exceeds the amount of the issued capital and the legal reserves.

Management proposes to the shareholder to add the results for the year, if any, to the other reserves. No events have occurred since the balance sheet date, which would change the financial position of the Company and which would require adjustment of or disclosure in the annual accounts now presented.

Auditor's report

The auditor's report is presented on the next pages.

Elm B.V., Amsterdam

Independent auditor's report

To: the Annual Meeting of Shareholders of ELM B.V.

Report on the financial statements

We have audited the accompanying financial statements for the year ended 31 December 2010 of ELM B.V., Amsterdam, which comprise the balance sheet as at 31 December 2010, the profit and loss account for the year then ended and the notes.

Management's responsibility

Management is responsible for the preparation and fair presentation of these financial statements and for the preparation of the management board report, both in accordance with Part 9 of Book 2 of the Dutch Civil Code. Furthermore management is responsible for such internal control as it determines is necessary to enable the preparation of the financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Dutch law, including the Dutch Standards on Auditing. This requires that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion with respect to the financial statements

In our opinion, the financial statements give a true and fair view of the financial position of ELM B.V. as at 31 December 2010 and of its result for the year then ended in accordance with Part 9 of Book 2 of the Dutch Civil Code.

Report on other legal and regulatory requirements

Pursuant to the legal requirement under Section 2:393 sub 5 at e and f of the Dutch Civil Code, we have no deficiencies to report as a result of our examination whether the management board report, to the extent we can assess, has been prepared in accordance with Part 9 of Book 2 of this Code, and whether the information as required under Section 2:392 sub 1 at b-h has been annexed. Further we report that the management board report, to the extent we can assess, is consistent with the financial statements as required by Section 2:391 sub 4 of the Dutch Civil Code.

Amsterdam, 28 June 2011

Ernst & Young Accountants LLP

signed by W.J. Smit