S&P Global Ratings

RatingsDirect®

Ratings Raised In U.K. RMBS Transaction Paragon Mortgages 11 Following Review

Primary Credit Analyst:

Ibrahim Bundu-kamara, London +44-20-7176 1231; Ibrahim.Bundu-Kamara@spglobal.com

Secondary Contact:

Margarita Volodina, London +44 20 7176 6557; Margarita.Volodina@spglobal.com

OVERVIEW

- We have reviewed Paragon Mortgages (No. 11) by conducting our credit and cash flow analysis under our European residential loans criteria.
- Following our review, we have raised our long-term ratings on the class A to C notes, and withdrawn our short-term rating on the class A1 notes.
- Paragon Mortgages (No. 11) is backed by a pool of buy-to-let loans originated by Paragon Mortgages and Mortgage Trust.

LONDON (S&P Global Ratings) April 7, 2017--S&P Global Ratings today raised its long-term credit ratings on Paragon Mortgages (No. 11) PLC's class A1, A2a, A2b, B1a, B1b, and C1b notes. At the same time, we have withdrawn our short-term rating on the class A1 notes (see list below).

Today's rating actions follow our credit and cash flow surveillance analysis under our European residential loans criteria and our current counterparty criteria (see "Methodology And Assumptions: Assessing Pools Of European Residential Loans," published on Dec. 23, 2016, and "Counterparty Risk Framework Methodology And Assumptions," published on June 25, 2013).

The transaction's collateral performance has been stable over the past 12 months, with arrears levels consistently lower than those in our U.K. buy-to-let RMBS index (see "U.K. RMBS Index Report For Q4 2016 Published,"

published on March 10, 2017). As of December 2016, the level of arrears over three months for Paragon Mortgages 11 stood at 0.18%, lower than our index level of 2.29%.

Since our previous review, we have observed a decrease in our weighted-average foreclosure frequency (WAFF) (see "Various Rating Actions Taken In U.K. RMBS Transactions Paragon Mortgages 11 And 12 Following Review," published on May 29, 2015). In addition, we have observed a decrease in our weighted-average loss severity (WALS) in all rating scenarios apart from the 'AAA' and 'AA' rating stress levels.

Paragon Mortgages 11

Rating	WAFF	WALS
level	(%)	(%)
AAA	19.79	46.74
AA	13.31	37.80
A	10.03	23.48
BBB	6.73	14.96
BB	3.47	9.34
В	2.62	6.34

The decrease in the WAFF is mainly due to the increase in seasoning and the decrease in total arrears since our previous review. The decrease in the WALS is due to the decrease in the weighted-average current loan-to-value (CLTV) ratio, offsetting the increased repossession market value declines in all rating scenarios apart from the 'AAA' and 'AA' rating stress levels.

At closing, Paragon Mortgages 11's class A1 notes were structured to ensure eligibility for purchase by money market funds under Rule 2a-7 of the U.S. Investment Company Act. To comply with eligibility rules, the notes are denominated in U.S. dollars, have a monthly payment frequency, and are remarketed annually on each class A1 note mandatory transfer date. As part of the remarketing mechanism, the remarketing agent attempts to identify third-party purchasers for the class A1 notes. If the remarketing agent is unable to identify third-party purchasers for the class A1 notes or a remarketing termination event were to occur, the class A1 notes' conditional note purchasers, Deutsche Bank A.G., London Branch (A-/Negative/A-2) and The Royal Bank of Scotland PLC (BBB+/Stable/A-2), will purchase the class A1 notes.

On Jan. 17, 2017, a remarketing termination event took place. Consequently, the notes will no longer be eligible securities for purchase by money market funds under Rule 2a-7 of the U.S. Investment Company Act. In addition, the notes will now be redenominated into British pound sterling (GBP) at the currency swap exchange rate, the interest rate on the class Al notes will be reset to three-month sterling LIBOR plus 0.10%, and the notes will have a quarterly payment frequency. As a result of the issuer terminating the remarketing agreement, we have withdrawn our 'A-2 (sf)' short-term rating on

the class Al notes.

Available credit enhancement for the rated notes has gradually increased since our previous review due to a combination of the asset paydown and the nonamortizing reserve fund. Consequently, given the lower credit coverage required at all rating levels and the continued strong asset performance, the long-term ratings on all rated notes are now commensurate with higher ratings than those currently assigned. We have therefore raised our long-term ratings on all classes of notes.

Paragon Mortgages 11 securitizes a pool of buy-to-let loans originated by Paragon Mortgages Ltd. and Mortgage Trust Ltd.

RELATED CRITERIA

- Legal Criteria: Structured Finance: Asset Isolation And Special-Purpose Entity Methodology, March 29, 2017
- Criteria Structured Finance General: Methodology And Assumptions: Assessing Pools Of European Residential Loans, Dec. 23, 2016
- Criteria Structured Finance General: Ratings Above The Sovereign Structured Finance: Methodology And Assumptions, Aug. 08, 2016
- Criteria Structured Finance General: Methodology: Criteria For Global Structured Finance Transactions Subject To A Change In Payment Priorities Or Sale Of Collateral Upon A Nonmonetary EOD, March 02, 2015
- Criteria Structured Finance General: Global Framework For Assessing Operational Risk In Structured Finance Transactions, Oct. 09, 2014
- General Criteria: Methodology Applied To Bank Branch-Supported Transactions, Oct. 14, 2013
- Criteria Structured Finance General: Counterparty Risk Framework Methodology And Assumptions, June 25, 2013
- Criteria Structured Finance General: Global Derivative Agreement Criteria, June 24, 2013
- Criteria Structured Finance General: Criteria Methodology Applied To Fees, Expenses, And Indemnifications, July 12, 2012
- General Criteria: Global Investment Criteria For Temporary Investments In Transaction Accounts, May 31, 2012
- General Criteria: Methodology: Credit Stability Criteria, May 03, 2010
- Criteria Structured Finance General: Standard & Poor's Revises Criteria Methodology For Servicer Risk Assessment, May 28, 2009

RELATED RESEARCH

- U.K. RMBS Index Report For Q4 2016 Published, March 10, 2017
- Global Structured Finance Scenario And Sensitivity Analysis 2016: The Effects Of The Top Five Macroeconomic Factors, Dec. 16, 2016
- European Structured Finance Scenario And Sensitivity Analysis 2016: The Effects Of The Top Five Macroeconomic Factors, Dec. 16, 2016
- S&P Global Ratings Definitions, Aug. 18, 2016
- 2015 EMEA RMBS Scenario And Sensitivity Analysis, Aug. 6, 2015

• Various Rating Actions Taken In U.K. RMBS Transactions Paragon Mortgages 11 And 12 Following Review, May 29, 2015

RATINGS LIST

Class Rating

To From

Paragon Mortgages (No. 11) PLC

€389.6 Million, £165.5 Million, \$985 Billion Mortgage-Backed Floating-Rate Notes

Short-Term Rating Withdrawn

A1 NR A-2 (sf)

Ratings Raised

A1	AAA (sf)	AA+ (sf)
A2a	AAA (sf)	AA+ (sf)
A2b	AAA (sf)	AA+ (sf)
B1a	AA- (sf)	A (sf)
B1b	AA- (sf)	A (sf)
C1b	A+ (sf)	A- (sf)

NR--Not rated.

Copyright © 2017 by Standard & Poor's Financial Services LLC. All rights reserved.

No content (including ratings, credit-related analyses and data, valuations, model, software or other application or output therefrom) or any part thereof (Content) may be modified, reverse engineered, reproduced or distributed in any form by any means, or stored in a database or retrieval system, without the prior written permission of Standard & Poor's Financial Services LLC or its affiliates (collectively, S&P). The Content shall not be used for any unlawful or unauthorized purposes. S&P and any third-party providers, as well as their directors, officers, shareholders, employees or agents (collectively S&P Parties) do not guarantee the accuracy, completeness, timeliness or availability of the Content. S&P Parties are not responsible for any errors or omissions (negligent or otherwise), regardless of the cause, for the results obtained from the use of the Content, or for the security or maintenance of any data input by the user. The Content is provided on an "as is" basis. S&P PARTIES DISCLAIM ANY AND ALL EXPRESS OR IMPLIED WARRANTIES, INCLUDING, BUT NOT LIMITED TO, ANY WARRANTIES OF MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE OR USE, FREEDOM FROM BUGS, SOFTWARE ERRORS OR DEFECTS, THAT THE CONTENT'S FUNCTIONING WILL BE UNINTERRUPTED, OR THAT THE CONTENT WILL OPERATE WITH ANY SOFTWARE OR HARDWARE CONFIGURATION. In no event shall S&P Parties be liable to any party for any direct, indirect, incidental, exemplary, compensatory, punitive, special or consequential damages, costs, expenses, legal fees, or losses (including, without limitation, lost income or lost profits and opportunity costs or losses caused by negligence) in connection with any use of the Content even if advised of the possibility of such damages.

Credit-related and other analyses, including ratings, and statements in the Content are statements of opinion as of the date they are expressed and not statements of fact. S&P's opinions, analyses, and rating acknowledgment decisions (described below) are not recommendations to purchase, hold, or sell any securities or to make any investment decisions, and do not address the suitability of any security. S&P assumes no obligation to update the Content following publication in any form or format. The Content should not be relied on and is not a substitute for the skill, judgment and experience of the user, its management, employees, advisors and/or clients when making investment and other business decisions. S&P does not act as a fiduciary or an investment advisor except where registered as such. While S&P has obtained information from sources it believes to be reliable, S&P does not perform an audit and undertakes no duty of due diligence or independent verification of any information it receives.

To the extent that regulatory authorities allow a rating agency to acknowledge in one jurisdiction a rating issued in another jurisdiction for certain regulatory purposes, S&P reserves the right to assign, withdraw, or suspend such acknowledgement at any time and in its sole discretion. S&P Parties disclaim any duty whatsoever arising out of the assignment, withdrawal, or suspension of an acknowledgment as well as any liability for any damage alleged to have been suffered on account thereof.

S&P keeps certain activities of its business units separate from each other in order to preserve the independence and objectivity of their respective activities. As a result, certain business units of S&P may have information that is not available to other S&P business units. S&P has established policies and procedures to maintain the confidentiality of certain nonpublic information received in connection with each analytical process.

S&P may receive compensation for its ratings and certain analyses, normally from issuers or underwriters of securities or from obligors. S&P reserves the right to disseminate its opinions and analyses. S&P's public ratings and analyses are made available on its Web sites, www.standardandpoors.com (free of charge), and www.ratingsdirect.com and www.globalcreditportal.com (subscription) and www.spcapitaliq.com (subscription) and may be distributed through other means, including via S&P publications and third-party redistributors. Additional information about our ratings fees is available at www.standardandpoors.com/usratingsfees.

STANDARD & POOR'S, S&P and RATINGSDIRECT are registered trademarks of Standard & Poor's Financial Services LLC.