

## Gracechurch Card Programme Funding PLC

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Reporting Date	15 June 2012
Reporting Period Start	1 May 2012
Reporting Period End	31 May 2012
Accrual Period	1 May 2012 to 31 May 2012
Next Payment Date	15 June 2012

Outstanding Trust Balance	9,607,075,768
Total Outstanding Note Balance	5,558,040,220

### Gracechurch Trust Performance Metrics

	GCPF 2010-1	GCPF 2011-1	GCPF 2011-2	GCPF 2011-3	GCPF 2011-4	GCPF 2011-5	GCPF 2012-1	GCPF 2012-3
Outstanding Note Balance	370,640,010	919,581,415	376,193,095	381,279,809	1,134,119,000	753,327,848	823,591,394	446,365,649
Controlled Accumulation/Deposit Amount	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Portfolio Yield	17.39%	17.39%	17.39%	17.39%	17.39%	17.39%	17.39%	17.39%
Portfolio Yield 3-Month Ave	16.55%	16.55%	16.55%	16.55%	16.55%	16.55%	22.42%	
Expense Rate	2.30%	2.82%	2.81%	2.53%	2.86%	2.86%	2.50%	
Charge-Offs	3.89%	3.89%	3.89%	3.89%	3.89%	3.89%	3.89%	
Charge-Off 3-Month Ave	3.92%	3.92%	3.92%	3.92%	3.92%	3.92%	5.09%	
Excess Spread Current	11.20%	10.68%	10.69%	10.97%	10.64%	11.41%	11.00%	
Excess Spread 3-Month Ave	10.33%	9.82%	9.83%	10.11%	9.78%	10.54%	13.71%	
Delinquencies 30-59	0.71%	0.71%	0.71%	0.71%	0.71%	0.71%	0.71%	
Delinquencies 60-89	0.46%	0.46%	0.46%	0.46%	0.46%	0.46%	0.46%	
Delinquencies 90+	0.95%	0.95%	0.95%	0.95%	0.95%	0.95%	0.95%	
Payment Rate	16.59%	16.59%	16.59%	16.59%	16.59%	16.59%	16.59%	
Payment Rate 3-Month Ave	15.61%	15.61%	15.61%	15.61%	15.61%	15.61%	21.23%	
Principal Payment Rate	15.18%	15.18%	15.18%	15.18%	15.18%	15.18%	15.18%	
Principal Payment Rate 3-Month Ave	14.27%	14.27%	14.27%	14.27%	14.27%	14.27%	19.38%	
Seller's Interest	42.12%	42.12%	42.12%	42.12%	42.12%	42.12%	42.12%	42.12%
Investor Interest	57.88%	57.88%	57.88%	57.88%	57.88%	57.88%	57.88%	57.88%

### Gracechurch Receivables Trustee Limited

Aggregate principal balance - beginning of period	£9,607,075,768	
Aggregate principal balance - end of period	£9,593,233,118	
Aggregate number of accounts (31 March 2012)	7,427,055	Unaudited updated quarterly
<b>Collections during the period:-</b>		
Principal (£/%)	£1,507,326,996	15.18%
Yield (£/%)	£139,201,823	17.39%
<b>Charge-offs during the period:</b>		
Gross charge-offs (£/%)	£31,119,901	3.89%
Net charge-offs (incl. recoveries) (£/%)	£23,944,067	2.99%
<b>Additional Collateral:-</b>		
Series Yield Reserve Account	£0	
Series Cash Reserve Account	£0	
Series Re-Investment Account	£0	

Trust Bank Account Information				
	Opening Balance	Transfers In	Transfers Out	Closing Balance
Collection Account	£210,567,503	£1,665,498,249	(£1,671,206,662)	£204,859,090
Acquisition Account	£0	£1,403,447,877	(£1,403,447,877)	£0
Cash Reserve Account	£0	£0	£0	£0
Yield Reserve Account	£0	£0	£0	£0
Principal Funding Account	£0	£0	£0	£0
Trustee Re-investment Account	£0	£0	£0	£0

### Unaudited Stratification Tables as at 31 March 2012 (please note that information is produced on a quarterly basis only)

Arrears	Total Number of Accounts	Percentage of Total Number of Accounts	Receivables	Percentage of Total Receivables
30 to 59 days	23,891	34.43%	71,046,579.00	32.39%
60 to 89 days	15,606	22.49%	£47,465,570	21.64%
90 to 119 days	11,211	16.16%	£36,306,628	16.55%
120 to 149 days	9,667	13.93%	£32,905,989	15.00%
150 to 179 days	8,957	12.91%	£31,373,679	14.30%
180 days or more	54	0.08%	£277,221	0.13%
<b>Total</b>	<b>69,386</b>	<b>100.00%</b>	<b>£219,375,666</b>	<b>100.00%</b>

Current outstanding balance	Total Number of Accounts	Percentage of Total Number of Accounts	Receivables	Percentage of Total Receivables
Credit Balance	660,331	8.89%	(£20,237,323)	(0.20%)
Nil Balance	2,241,694	30.18%	£0	0.00%
£0.01 to £5,000.00	3,895,793	52.45%	£4,945,904,613	49.95%
£5,000.01 to £10,000.00	511,013	6.88%	£3,562,517,952	35.98%
£10,000.01 to £15,000.00	110,142	1.48%	£1,270,078,548	12.83%
£15,000.01 to £20,000.00	6,920	0.09%	£113,564,792	1.15%
£20,000.01 to £25,000.00	825	0.01%	£18,354,174	0.19%
£25,000.01 and over	337	0.00%	£12,023,433	0.12%
<b>Total</b>	<b>7,427,055</b>	<b>100.00%</b>	<b>£9,902,206,189</b>	<b>100.00%</b>

Seasoning (account age)	Total Number of Accounts	Percentage of Total Number of Accounts	Receivables	Percentage of Total Receivables
0 to 3 Months	248,311	3.34%	£501,776,305	5.07%
3 to 6 months	219,419	2.95%	£441,954,687	4.46%
6 to 9 months	201,190	2.71%	£439,838,898	4.44%
9 to 12 months	182,353	2.46%	£355,283,058	3.59%
12 to 15 months	191,807	2.58%	£379,802,107	3.84%
15 to 18 months	128,280	1.73%	£169,759,308	1.71%
18 to 21 months	119,401	1.61%	£136,642,676	1.38%
21 to 24 months	101,211	1.36%	£117,730,514	1.19%
2 to 3 years	264,305	3.56%	£335,941,892	3.39%
3 to 4 years	441,488	5.94%	£539,659,828	5.45%
4 to 5 years	378,514	5.10%	£457,007,565	4.62%
5 to 10 years	1,363,414	18.36%	£1,682,337,096	16.99%
Over 10 years	3,587,362	48.30%	£4,344,472,255	43.87%
<b>Total</b>	<b>7,427,055</b>	<b>100.00%</b>	<b>£9,902,206,189</b>	<b>100.00%</b>

### Supplementary Information

	GCPF 2010-1	GCPF 2011-1	GCPF 2011-2	GCPF 2011-3	GCPF 2011-4	GCPF 2011-5	GCPF 2012-1	GCPF 2012-3
Issue Date	23 November 2010	07 February 2011	07 February 2011	21 April 2011	29 September 2011	17 October 2011	12 March 2012	24 May 2012
Scheduled Maturity Date	15 November 2012	15 January 2016	15 January 2016	15 April 2014	15 September 2014	15 April 2013	17 February 2015	15 May 2017
Legal Final Maturity Date	15 November 2014	15 January 2018	15 January 2016	15 April 2016	15 September 2016	15 April 2015	15 February 2017	15 May 2019
Bond Structure	Soft-Bullet	Soft-Bullet	Soft-Bullet	Soft-Bullet	Soft-Bullet	Soft-Bullet	Soft-Bullet	Soft-Bullet
Stock Exchange Listing	LSE	LSE	LSE	LSE	LSE	LSE	LSE	LSE
<b>Note Balance:-</b>								
Class A	\$500,000,000		€375,000,000		€1,100,000,000	\$1,000,000,000		\$600,000,000
Class A1		€430,000,000		€225,000,000			\$450,000,000	
Class A2		€415,000,000		€125,000,000			€500,000,000	
Class D	€55,600,000	€138,000,000	€56,500,000	€57,200,000	€170,200,000	€113,000,000	€123,539,000	€66,955,000
<b>Applicable Exchange Rates (CCY / GBP):-</b>								
USD	£1.587	n/a	n/a	n/a	n/a	£1.562	£1.586	£1.581
EUR	n/a	£1.173	£1.173	£1.130	£1.141	n/a	£1.201	n/a
<b>Credit Ratings (Original):-</b>								
Class A	AAA/Aaa		AAA/Aaa		AAA/Aaa	AAA/Aaa		AAA/Aaa
Class A1		AAA/Aaa		AAA/Aaa			AAA/Aaa	
Class A2		AAA/Aaa		AAA/Aaa			AAA/Aaa	
Class D	NR	NR	NR	NR	NR	NR	NR	NR
<b>Credit Ratings (Current):-</b>								
Class A	AAA/Aaa		AAA/Aaa		AAA/Aaa	AAA/Aaa		AAA/Aaa
Class A1		AAA/Aaa		AAA/Aaa			AAA/Aaa	
Class A2		AAA/Aaa		AAA/Aaa			AAA/Aaa	
Class D	NR	NR	NR	NR	NR	NR	NR	NR
<b>Bond Coupon:-</b>								
Class A	1-m USD LIBOR + 60bp		1-m EURIBOR + 85bp		1-m EURIBOR + 75bp	1-m USD LIBOR + 55bp		1-m USD LIBOR + 85bp
Class A1		1-m EURIBOR + 95bp		1-m EURIBOR + 75bp			1-m USD LIBOR + 70bp	
Class A2		1-m GBP LIBOR + 110bp		1-m GBP LIBOR + 85bp			1-m EURIBOR + 80bp	
Class D	1-m GBP LIBOR + 120bp	1-m GBP LIBOR + 200bp	1-m GBP LIBOR + 150bp	1-m GBP LIBOR + 160bp	1-m GBP LIBOR + 150bp	1-m GBP LIBOR + 110bp	1-m GBP LIBOR + 120bp	1-m GBP LIBOR + 135bp

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Supplementary Information - continued								
	GCPF 2010-1	GCPF 2011-1	GCPF 2011-2	GCPF 2011-3	GCPF 2011-4	GCPF 2011-5	GCPF 2012-1	GCPF 2012-3
<b>Identifiers:-</b>								
Class A	US38406EAA73 XS0513644814		XS0590160163		XS0681023163 XS0681020144	XS0690845085 US38406EAB56		XS0784933565 US38406EAE95
Class A1		XS0588037233		XS0619180606			US38406EAD13 XS0743622226 XS0744440164 XS0743622069	
Class A2		XS0588037662		XS0619181596				
Class D	XS0513642792	XS0588037746	XS0590160247	XS0619182487	XS0680308466	XS0690846133	XS0743622499	XS0784934027
Regulated Amortisation Period	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a
Credit Enhancement - including reserve funds (%)	15.00%	15.01%	15.02%	15.00%	15.01%	15.00%	15.00%	15.00%
<b>Counterparties:-</b>	Barclays Bank Plc (Servicer, Cash Manager, Bank Account Provider & Swap Provider) Gracechurch Receivables Trustee Ltd Barclaycard Funding Plc (Investor Beneficiary) Bank of New York Mellon (Note Trustees)							
	A+ (Standard & Poors); Aa3 (Moody's) & A (Fitch) - Long-term ratings A-1 (Standard & Poors); P-1 (Moody's) & F1 (Fitch) - Short-term ratings No Rating							
	AA- (Standard & Poors); Aa1 (Moody's) & AA (Fitch) - Long-term ratings A-1+ (Standard & Poors); P1 (Moody's) & F1+ (Fitch) - Short-term ratings							
<b>Swap Terms:-</b>								
Counterparty	Barclays Bank Plc	Barclays Bank Plc	Barclays Bank Plc	Barclays Bank Plc	Barclays Bank Plc	Barclays Bank Plc	Barclays Bank Plc	Barclays Bank Plc
Notional - GBP Pay	(315,040,010)	(366,581,415)	(319,693,095)	(199,079,809)	(963,919,000)	(640,327,848)	(700,052,394)	(379,410,649)
Notional - USD Receive	500,000,000	430,000,000	375,000,000	225,000,000	1,100,000,000	1,000,000,000	450,000,000	600,000,000
Notional - EUR Receive							500,000,000	
Applicable rates:								
Exchange Rate	As above	As above	As above	As above	As above	As above	As above	As above
<b>Payments:-</b>								
GBP Pay	(389,146)	(645,533)	(540,836)	(290,293)	(1,672,856)	(671,305)	(999,623)	
USD Receive	361,128					679,201	363,766	
EUR Receive		499,134	403,000	222,425	1,087,411		515,806	
Collateral Postings	£0	£0	£0	£0	£0	£0	£0	£0
Spread Trapping Trigger Levels	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a

Definitions	
<b>Portfolio Yield</b> For any monthly period: $\frac{A+B+C+D+E+F}{H} \times 12$	where: A = the finance charge collections allocable to the relevant series; B = The amount, if any, with respect to annual fees allocable to the relevant series; C = the Acquired Interchange allocable to the relevant series; D = the Principal Funding Investment Proceeds up to the Covered Amount; E = the reserve draw amount (as defined in the series supplement); F = the amount, if any, to be withdrawn from the Re-investment Account that is included in Available Funds; and H = the investor interest.
<b>Charge-Off Rate</b> For any Transfer Date: $\frac{G}{H} \times 12$	where: G = the Investor Default Amount; and H = the investor interest.
<b>Expense Rate</b> For any Transfer Date: $\frac{A+B+C}{D} \times 12$	where: A = the sum of the Class A Monthly Required Expense Amount, the Class B Monthly Required Expense Amount, the Class C Monthly Required Expense Amount and the Class D Monthly Required Expense Amount; B = the Investor Servicing Fee; C = the Investor Trust Cash Management Fee; and D = the debt amount.
<b>Payment Rate</b> For any Transfer Date: $\frac{A+B+C+D}{E}$	where: A = the finance charge collections allocable to the relevant series; B = The amount, if any, with respect to annual fees allocable to the relevant series; C = the Acquired Interchange allocable to the relevant series; D = the Principal collections allocable to the relevant series; and E = the average gross eligible receivables balance allocable to the relevant series.
<b>First Period Payment Rate (March 2012 onwards)</b> For any Transfer Date: $\frac{A+B+C+D}{E}$	where: A = the sum of finance charge collections allocable to the relevant series; B = The amount, if any, with respect to the sum of annual fees allocable to the relevant series; C = the sum of the Acquired Interchange allocable to the relevant series; D = the sum of Principal collections allocable to the relevant series; and E = Series note balance.
<b>Principal Payment Rate</b> For any Transfer Date: $\frac{D}{E}$	where: D = the Principal collections allocable to the relevant series; and E = the average gross eligible receivables balance allocable to the relevant series.
<b>First Period Principal Payment Rate (March 2012 onwards)</b> For any Transfer Date: $\frac{D}{E}$	where: D = the sum of the Principal collections allocable to the relevant series; and E = Series note balance.
<b>Arrears</b>	An account is contractually delinquent or in arrears if the minimum payment is not received by the due date indicated on the customer's statement. An account does not actually become delinquent until a new customer statement is sent following a missed payment on the account.
<b>Defaulted Account</b>	A "Defaulted Account" is a Designated Account where the receivables have been charged off by the servicer as uncollectible in line with the credit and charge card guidelines or the usual servicing procedures of the servicer for similar credit and charge card accounts.
<b>Default Account Policy</b>	A Designated Account is designated as a Defaulted Account when: - the account has been in Arrears for greater than 180 days; or - upon receipt of the required documentation in the case of bankruptcy; or - 90 days after notification has been received of a deceased cardholder.

### Contact Details

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### Weblinks

Investor Relations Website: <http://group.barclays.com/Investor-Relations/Debt-Investors/Secured-Funding/Credit-cards/Gracechurch-Card-Funding>

Transaction Documents: <https://live.irooms.net/Site/Security/Login.aspx?ReturnUrl=%2F%2F%2FDashboards%2FAnchor.aspx>

### Note

GCPF 2012-3 was issued on 24 May 2012 and will be included in the July reporting period. Subsequently on 14 June 2012, GCPF 2012-4 was issued and will be included in the August reporting period.