

**28 September 2009**

**NORTHERN ROCK PLC**

**NOTICE TO NOTEHOLDERS**

To the holders of the outstanding U.S.\$700,000,000 5.60% Perpetual Fixed-to-Floating Rate Subordinated Notes (the "Notes") issued by Northern Rock plc (the "**Issuer**") under a U.S.\$20,000,000,000 US Medium Term Note Programme

ISINs: US66567EAW57 and US66567GAW06

CUSIPs: 66567EAW5 and 66567GAW0

NOTICE IS HEREBY GIVEN to the holders of the Notes that, pursuant to Section 311 of the Subordinated Indenture dated as of May 6, 1999 (the "Indenture"),

- (i) the Interest Date falling on 30 October 2009 will be an Optional Interest Payment Date; and
- (ii) the Issuer has elected not to pay interest due on such Optional Interest Payment Date.

Capitalised terms used herein shall bear the meanings ascribed to them in the Indenture.

For further information, please contact:

**ISSUER**

Northern Rock plc  
Northern Rock House  
Gosforth  
Newcastle upon Tyne  
NE3 4PL

Antony Swalwell  
Lesley-Anne Rawcliffe  
Capital Markets  
Tel: +44 (0) 191 279 4553

Tony Laggan  
Settlements  
Tel: +44 (0) 191 279 6109

**TRUSTEE AND PAYING AGENT**

Deutsche Bank Trust Company Americas  
c/o Deutsche Bank National Trust Company  
Global Transaction Banking  
Trust and Securities Services  
25 DeForest Avenue  
Mail Stop: SUM01-0105  
Summit, New Jersey 07901  
United States of America

**LUXEMBOURG LISTING AGENT AND PAYING AND TRANSFER AGENT**

Deutsche Bank Luxembourg S.A.  
2 Boulevard Konrad Adenauer  
L-1115 Luxembourg  
Grand Duchy of Luxembourg