



UK Secured Funding Programmes

Holmes Master Issuer

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Holmes Master Trust Investor Report - August 2013

MAIN PARTIES TO THE STRUCTURE, RATINGS AND TRIGGERS (IF APPLICABLE)

Role	Counterparty	Fitch/Moody's/S&P Long Term Rating	Fitch/Moody's/S&P Short Term Rating	Applicable Trigger (loss of)	Consequence
Issuer	Holmes Master Issuer				
Funding	Holmes Funding Limited				
Mortgages Trustee	Holmes Trustees Limited				
Seller	Santander UK	A / A2 / A	F1 / P-1 / A-1	A3 (Moody's) BBB / Baa2 / BBB BBB- / Baa3 / BBB- F2 / P-2 / A-3 F2 / P-2 / A-2 F1 / P-1 / A-1 F1 (Fitch) / A-1 (S&P) Baa3 (Moody's)	Funding required to establish a liquidity reserve fund. Seller to submit to the Mortgages Trustee, Funding, the Security Trustee and the Rating Agencies (in letters of notice to the Borrowers of sale and purchase of Loans. Completion of legal assignment of Loans to the Mortgages Trustee. New Loans may not be assigned to the Mortgages Trustee. Funding may not offer payments to the Seller to acquire an increased interest in the Trust Property. Independent auditors need to be appointed to determine whether the Loans and their Related Security constituting the Trust Property complied with the representations and warranties at the date of assignment. Quarterly (instead of annual) review of the calculation components of the Minimum Seller Share. Adjustment to Minimum Seller Share. The title deeds and the customer files relating to the Loans in the Portfolio to be segregated from the title deeds and customer files of other properties and mortgages of the Seller which do not form part of the Portfolio.
Service	Santander UK	A / A2 / A	F1 / P-1 / A-1	F1 / P-1 / A-1	
Cash Manager	Santander UK	A / A2 / A	F1 / P-1 / A-1		
Each Start-up Loan Provider	Santander UK	A / A2 / A	F1 / P-1 / A-1		
Funding Account Bank A	Bank of New York Mellon	AA / Aa1 / AA-	F1+ / P1 / A1+	A or F1 / P-1 / A or A-1 (or A+ if no ST rating)	Termination of role and transfer of Funding Transaction Account to a financial institution having the required ratings, unless within 30 London Business Days: (a) a guarantee of the Account Bank A's obligations is obtained from a financial institution having the required ratings; or (b) such other actions required by the Rating Agencies are taken to ensure that the ratings assigned to the outstanding Rated Notes are not adversely affected.
Funding Account Bank B	Santander UK	A / A2 / A	F1 / P-1 / A-1	A or F1 / P-1 / A or A-1 (or A+ if no ST rating)	Termination of role and transfer of Funding CIC Account to a financial institution having the required ratings, unless within 30 London Business Days: (a) a guarantee of the Account Bank B's obligations is obtained from a financial institution having the required ratings; or (b) such other actions required by the Rating Agencies are taken to ensure that the ratings assigned to the outstanding Rated Notes are not adversely affected. Certain conditions are met pursuant to the Panel Bank Guidelines (see Schedule 5 to the Cash Management Agreement) a limited amount of cash may be kept with Santander UK as an Eligible Bank when it is rated below A or F1 / P-1 / A or A-, but no lower than F2 and BBB+ / P-2 / A-2 and BBB+.
Mortgage Trust Account Bank	Santander UK	A / A2 / A	F1 / P-1 / A-1	BBB+ or F2 / P-2 / BBB+ or A-2 A or F1 / P-1 / A or A-1 (or A+ if no ST rating)	Termination of role and transfer of Mortgages Trustee CIC Account to a financial institution rated A and F1 / P-1 / A and A-1 (or A+ if no ST rating), unless within 30 London Business Days: (a) the rights and obligations in respect of the provision of the Mortgages Trustee CIC Account are transferred to a financial institution rated A and F1 / P-1 / A and A-1 (or A+ if no ST rating); or (b) a guarantee from a financial institution rated A and F1 / P-1 / A and A-1 (or A+ if no ST rating) is obtained; or (c) such other action required by the Rating Agencies is taken to ensure that the ratings assigned to the outstanding Rated Notes are not adversely affected, and for each of the remedial actions above, a confirmation from the Rating Agencies that the outstanding Rated Notes will not be downgraded is also required. Termination of role and transfer of Mortgages Trustee CIC Account to a financial institution rated A and F1 / P-1 / A and A-1 (or A+ if no ST rating), unless within 60 London Business Days: (a) a stand-by arrangement is put in place in respect of the Mortgages Trustee CIC Account with a financial institution rated A and F1 / P-1 / A and A-1 (or A+ if no ST rating); or (b) such other action required by the Rating Agencies is taken to ensure that the ratings assigned to the outstanding Rated Notes are not adversely affected, and for each of the remedial actions above, a confirmation from the Rating Agencies that the outstanding Rated Notes will not be downgraded is also required. Termination of role and transfer of Mortgages Trustee CIC Account to a financial institution rated A and F1 / P-1 / A and A-1 (or A+ if no ST rating), unless within 60 London Business Days: (a) the Excess Amount (being the amount by which the monies collected by the Service in respect of the Loans and standing to the credit of the Mortgages Trustee CIC Account exceed 5% of the Funding Share) is transferred to a financial institution rated A and A-1 (or A+ if no ST rating) by S&P; or (b) such other action required by the Rating Agencies is taken to ensure that the ratings assigned to the outstanding Rated Notes are not adversely affected, and for each of the remedial actions above, a confirmation from the Rating Agencies that the outstanding Rated Notes will not be downgraded is also required.
Issuer Account Bank	Santander UK	A / A2 / A	F1 / P-1 / A-1	F1 / P-1 / A or A-1 (or A+ if no ST rating)	Termination of Issuer Bank Account Agreement and closure of account, unless within 30 London Business Days: (a) the relevant Master Issuer Transaction Account and rights and obligations of the Issuer Account Bank are transferred to a financial institution rated A and F1 / P-1 / A and A-1 (or A+ if no ST rating); (b) a guarantee of the Issuer Account Bank's obligations is obtained from a financial institution having the above ratings; or (c) such other actions are taken to ensure that the ratings assigned to the outstanding issuing entity rated notes are not adversely affected, and for each of the remedial actions above, a confirmation from the Rating Agencies that the outstanding Rated Notes will not be downgraded is also required.
Funding Swap Provider	Santander UK	A / A2 / A	F1 / P-1 / A-1	A or F1 / A2 or P-1 (or A1 if no ST rating) / A or A-1 (A+ if no ST rating) BBB- or F3 / A3 or P-2 (A3 if no ST rating) / BBB-	Remedial action required including posting collateral with possibility of obtaining guarantee, transferring to eligible transferee or taking such other action as will result in the rating of the relevant Notes being maintained at the same level. Further remedial action required including posting/continuing to post collateral with the possibility of obtaining a guarantee, transferring to eligible transferee or taking such other action as will result in the rating of the relevant Notes being maintained at the same level.
Issuer Swap Providers	Abbey National Treasury Services plc (all Notes other than the swaps in respect of the Notes hedged by Deutsche Bank AG and Natix - see below) Deutsche Bank AG (in respect of 1/6 of the 2012-1 Class A3 Notes and the 2012-4 Class A Notes) Natix (in respect of 5/12 of the 2012-1 Class A3 Notes)	A / A2 / A A+ / A2 / A A / A2 / A	F1 / P-1 / A-1 F1+ / P1 / A1+	A or F1 / A2 or P-1 (or A1 if no ST rating) / A or A-1 (A+ if no ST rating) BBB- or F3 / A3 or P-2 (A3 if no ST rating) / BBB- A or F1 / A2 or P-1 (or A1 if no ST rating) / A or A-1 (A+ if no ST rating) BBB- or F3 / A3 or P-2 (A3 if no ST rating) / BBB- A or F1 / A2 or P-1 (or A1 if no ST rating) / A or A-1 (A+ if no ST rating) BBB- or F3 / A3 or P-2 (A3 if no ST rating) / BBB-	Remedial action required as above. Further remedial action required as above. Remedial action required as above *except that for the 2012-4 Class A Notes the collateral posting trigger is only A3 for Moody's. Further remedial action required as above *except that for the 2012-4 Class A Notes the collateral posting trigger is only A3 for Moody's. Remedial action required as above. Further remedial action required as above.
Paying Agent and related roles	Bank of New York Mellon	AA / Aa1 / AA-	F1+ / P1 / A1+		
Corporate Services Provider	Wilmington Trust SP Services (London) Limited				
Note Trustee and Security Trustee	Bank of New York Mellon				

The table above is a brief overview only. For a more detailed summary, please consult pages 60 to 68 (Rating Triggers Table) of the base prospectus. Investors are also advised to consult the underlying Transaction Documents to understand the precise legal terms and conditions associated with the roles listed above and the rating triggers summarised above.

COLLATERAL REPORT

Mortgage Loan Profile	
Original number of Loans in Portfolio	115,191
Original current value of Loans in Portfolio	£ 6,399,214,138
Current number of Loans in Portfolio	132,913
Current £ value of Loans in Portfolio	£ 13,547,475,358
Weighted Average Yield on 08 August 2013	3.54%

Trust Assets	
Current value of Loans in Portfolio at 08 July 2013	13,711,905,063.98
Last months closing trust assets at 10 June 2013	14,077,607,466.65
Mortgage collections - Interest on 08 August 2013	44,593,608.24
Mortgage collections - Principal (Scheduled) on 08 August 2013	74,606,120.04
Mortgage collections - Principal (Unscheduled) on 08 August 2013	295,703,803.85
Principal Ledger as calculated on 08 August 2013	370,309,923.89
Funding Share as calculated on 08 August 2013	11,673,432,767.75
Funding Share % as calculated on 08 August 2013	85.13356%
Seller Share as calculated on 08 August 2013	2,038,472,296.23
Seller Share % as calculated on 08 August 2013	14.86644%
Minimum Seller Share (Amount) on 08 August 2013	Please refer to the notes on page 12
W	294,129,213.64
X	603,323,822.82
Y	206,867,455.80
Z	-
AA	144,499.63
W + X + Y + Z + AA =	1,104,464,991.89
Minimum Seller Share (% of total) on 08 July 2013	8.05479%

The figure above omits a small portion of the Portfolio, roughly 1.23% of the Portfolio, which is recorded on separate data system for which this information is presently unavailable

Arrears Analysis of Non Repossessed Mortgage Loans at 31 August 2013	Number	Current balance £	Arrears £	By Number %	By current balance %
Less than 1 month in arrears	127,542	12,916,845,107	-	96.01	95.41
1<=2 months in arrears	1,938	220,687,199	1,541,919	1.46	1.63
2<=3 months in arrears	1,018	123,016,820	1,622,811	0.77	0.91
3<=4 months in arrears	699	83,488,662	1,492,744	0.53	0.62
4<=5 months in arrears	385	45,830,067	1,067,809	0.29	0.34
5<=6 months in arrears	288	33,841,687	983,368	0.22	0.25
6<=7 months in arrears	220	27,260,208	907,404	0.17	0.20
7<=8 months in arrears	158	19,274,462	737,705	0.12	0.14
8<=9 months in arrears	103	11,608,948	512,646	0.08	0.09
9<=10 months in arrears	86	10,381,780	461,570	0.06	0.08
10<=11 months in arrears	57	6,832,725	338,469	0.04	0.05
11<=12 months in arrears	51	5,657,093	359,550	0.04	0.04
More than 12 months in arrears	302	33,205,963	3,028,573	0.23	0.25
Total	132,847	13,537,930,720	13,054,569	100.00	100.00

Arrears Capitalised at 31 August 2013	Number	Amount £
Capitalisation cases (in month)	12	1,036,149
Capitalisation cases (cumulative) *	2,568	267,933,320

*Includes properties in possession cases, cases no longer in arrears but excludes any Loans repurchased from the Portfolio or Loans that have been redeemed since January 2008.

Losses on Properties in Possession at 31 August 2013	Number	Loss Amount £
Total loss on sale brought forward	2,148	68,438,667
Losses recorded this period	13	441,402
Total loss on sale carried forward	2,161	68,880,070
Recoveries	-	-

Properties in Possession at 31 August 2013	Number	Current balance £
Total properties in possession since inception	4,490	523,712,076
Repossessed (in month)	17	2,175,639
Sold (in month)	24	3,445,273
Current number in possession	66	9,544,638
Total properties sold since inception	4,424	513,693,336

Product Breakdown (By Balance)	of accounts	% by number	Current balance £	% by balance
Discounted SVR Loans	747	0.56	32,791,355	0.24
Fixed Rate Loans	22,654	17.04	2,327,654,166	17.18
Bank of England Base Rate Tracker Loans	45,883	34.52	4,863,601,737	35.90
Standard Variable Loans	63,624	47.87	6,323,363,326	46.68
Unknown	5	-	64,774	-
Total	132,913	100.00	13,547,475,358	100.00

Payment Type (By Balance)	Number of accounts	% by number	Current balance £	% by balance
Interest only and combined repayment & int-only	58,652	44.13	7,684,780,986	56.72
Repayment	74,261	55.87	5,862,694,372	43.28
Total	132,913	100.00	13,547,475,358	100.00

Use Of Proceeds (By Balance)	Number of accounts	% by number	Current balance £	% by balance
Remortgage	74,927	56.37	7,156,310,846	52.82
House purchase	53,391	40.17	6,222,883,759	45.93
Unknown	4,595	3.46	168,280,752	1.24
Total	132,913	100.00	13,547,475,358	100.00

Analysis of Mortgage loan size at reporting date £	Number of accounts	% by number	Current balance £	% by balance
0 to <=50,000	40,787	30.69	1,099,282,105	8.11
>50,000 to <=100,000	37,614	28.30	2,764,512,557	20.41
>100,000 to <=150,000	25,822	19.43	3,172,306,733	23.42
>150,000 to <=200,000	14,478	10.89	2,485,167,696	18.34
>200,000 to <=250,000	6,821	5.13	1,509,653,296	11.14
>250,000 to <=300,000	3,179	2.39	863,467,868	6.37
>300,000 to <=350,000	1,756	1.32	564,177,215	4.16
>350,000 to <=400,000	952	0.72	354,116,012	2.61
>400,000 to <=450,000	566	0.43	237,820,749	1.76
>450,000 to <=500,000	406	0.31	191,855,155	1.42
>500,000 to <=550,000	249	0.19	128,556,338	0.95
>550,000 to <=600,000	114	0.09	65,006,517	0.48
>600,000 to <=650,000	81	0.06	50,586,917	0.37
>650,000 to <=700,000	48	0.04	32,067,760	0.24
>700,000 to <=750,000	37	0.03	26,629,126	0.20
> 750,000	3	-	2,269,314	0.02
Total	132,913	100.00	13,547,475,358	100.00

As at the report date, the maximum Loan size was £ 766,851.47, the minimum Loan size was £ -15,500.03 and the average Loan size was £ 101,927.39

Geographical Analysis By Region	Number of accounts	% by number	Current balance £	% by balance
East Anglia	5,299	3.99	508,394,640	3.75
East Midlands	6,157	4.63	528,041,747	3.90
London	25,482	19.17	3,521,110,098	25.99
North	5,035	3.79	364,095,735	2.69
North West	16,157	12.16	1,280,405,379	9.45
Scotland	11,013	8.29	842,021,244	6.22
Sout East (Excluding London)	29,172	21.95	3,464,452,697	25.57
South West	11,119	8.37	1,171,084,691	8.64
Yorks And Humberside	5,920	4.45	464,361,697	3.43
Wales	8,548	6.43	725,165,661	5.35
West Midlands	9,009	6.78	678,323,544	5.01
Unknown	2	-	18,225	-
Total	132,913	100.00	13,547,475,358	100.00

Substitution, redemptions and repurchases during period 1st August 2013 - 31st August 2013	Number of accounts this period	Current balance this period £
Substitution & top up	0	0
Redeemed this period	1,691	203,409,332
Repurchases this period (including arrears)*	1,015	131,011,390
Arrears repurchased this period*		

* "Arrears" for this purpose means, in respect of a Loan, on any date that two or more Monthly Payments have become due and remain unpaid by the relevant Borrower, and this reporting line relates to repurchases under clause 8.11 of the Mortgage Sale Agreement.

CPR Analysis	1 Month CPR %	3 Month Average CPR %	12 Month CPR %
Total (including unscheduled repayments and repurchases from the Mortgages Trust)			
Current month	2.63%	5.98%	21.65%
Previous month	2.11%	5.71%	20.91%
Unscheduled repayments and repurchases from the Mortgages Trust only			
Current month	2.10%	4.36%	17.01%
Previous month	1.55%	3.98%	16.39%

Standard Variable Rate - Applicable to underwritten Santander UK mortgages	
Existing Borrowers SVR	4.74%
Effective date of change	Oct-2012
Previous existing Borrowers SVR	4.24%
Effective date of change	Mar-2009

Remaining Term	Number of accounts	by number	Current balance £	% by balance
0 to <5	18,175	13.67	989,392,218	7.30
>= 5 to < 10	26,047	19.60	1,924,227,709	14.20
>= 10 to < 15	33,251	25.02	3,262,668,300	24.08
>=15 to < 20	37,382	28.13	4,880,115,278	36.02
>= 20 to < 25	14,909	11.22	2,026,758,632	14.96
>= 25 to < 30	1,683	1.27	249,990,594	1.85
>= 30 to < 35	1,460	1.10	213,761,187	1.58
>= 35 to < 40	6	-	561,441	-
>= 40 to < 45	0	-	-	-
>= 45	0	-	-	-
Unknown	0	-	-	-
Total	132,913	100.00	13,547,475,358	100.00

As at the report date, the maximum remaining term for a Loan was 451.00 months, the minimum remaining term was 0.00 months and the weighted average remaining term was 181.79 months.

Seasoning	Number of accounts	% by number	Current balance £	% by balance
0 to <6	-	-	-	-
>= 6 to < 12	2,167	1.63	277,521,017	2.05
>= 12 to < 18	4,446	3.35	556,630,174	4.11
>= 18 to < 24	2,525	1.90	324,378,507	2.39
>= 24 to < 30	3,636	2.74	454,990,357	3.36
>= 30 to < 36	3,508	2.64	429,757,674	3.17
>= 36 to < 42	3,283	2.47	400,431,096	2.96
>= 42 to < 48	2,038	1.53	245,236,142	1.81
>=48 to < 54	5,198	3.91	528,493,285	3.90
>=54 to < 60	4,259	3.20	510,447,279	3.77
>= 60 to < 66	6,805	5.12	987,115,044	7.29
>= 66 to < 72	9,817	7.39	1,399,526,263	10.33
>= 72 to < 78	12,353	9.29	1,540,243,480	11.37
>= 78 to < 84	9,419	7.09	1,065,195,427	7.86
>= 84 to < 90	10,303	7.75	1,070,406,182	7.90
>= 90 to < 96	6,139	4.62	587,342,141	4.34
>= 96 to < 102	5,496	4.14	498,413,752	3.68
>= 102 to < 108	4,466	3.36	370,896,221	2.74
>= 108 to < 114	5,873	4.42	439,667,849	3.25
>= 114 to < 120	6,161	4.64	448,119,047	3.31
>= 120 to < 126	4,694	3.53	323,995,530	2.39
>= 126 to < 132	5,320	4.00	325,420,479	2.40
>= 132 to < 138	3,056	2.30	181,531,519	1.34
>= 138 to < 144	2,852	2.15	172,138,057	1.27
>= 144 to < 150	1,972	1.48	110,066,953	0.81
>= 150 to < 156	946	0.71	48,358,599	0.36
>= 156 to < 162	911	0.69	44,479,743	0.33
>= 162 to < 168	855	0.64	35,808,979	0.26
>= 168 to < 174	724	0.54	32,228,384	0.24
>= 174 to < 180	768	0.58	32,307,303	0.24
>= 180	2,923	2.20	106,328,877	0.78
Total	132,913	100.00	13,547,475,358	100.00

As at the report date, the maximum seasoning for a Loan was 216.00 months, the minimum seasoning was 9.00 months and the weighted average seasoning was 75.10 months.

Indexed Current Loan to Value Using current capital balance and HPI indexed latest valuation	Number of accounts	% by number	Current balance £	% by balance
>0% =<25%	30,900	23.25	951,152,906	7.02
>25% =<50%	36,979	27.82	2,964,935,934	21.89
>50% =<75%	36,522	27.48	4,875,604,523	35.99
>75% =<80%	7,088	5.33	1,081,543,911	7.98
>80% =<85%	6,080	4.57	952,978,014	7.03
>85% =<90%	4,762	3.58	794,170,775	5.86
>90% =<95%	3,754	2.82	662,574,984	4.89
>95%	6,748	5.08	1,264,518,892	9.33
Unknown	80	0.06	(4,582)	-
Total	132,913	100.00	13,547,475,358	100.00

As at the report date, the maximum indexed LTV was 186.63, the minimum indexed LTV was 0.00 and the weighted average indexed LTV was 63.72.

Loan to Value at Last Valuation Using current capital balance and unindexed latest valuation	Number of accounts	% by number	Current balance £	% by balance
>0% =<25%	26,678	20.07	775,389,205	5.72
>25% =<50%	34,616	26.04	2,718,505,377	20.07
>50% =<75%	43,501	32.73	5,579,723,894	41.19
>75% =<80%	9,111	6.85	1,432,453,476	10.57
>80% =<85%	6,886	5.18	1,108,374,453	8.18
>85% =<90%	5,904	4.44	998,218,300	7.37
>90% =<95%	3,442	2.59	596,055,306	4.40
>95%	2,775	2.09	338,755,348	2.50
Unknown	-	-	-	-
Total	132,913	100.00	13,547,475,358	100.00

As at the report date, the maximum unindexed LTV was 238.29, the minimum unindexed LTV was 0.00 and the weighted average unindexed LTV was 63.13.

Original Loan to Value at Last Valuation Using original balance and valuation amount	Number of accounts	% by number	Current balance £	% by balance
>0% =<25%	10,767	8.10	445,020,171	3.28
>25% =<50%	31,763	23.90	2,121,468,469	15.66
>50% =<75%	47,191	35.51	5,233,882,455	38.63
>75% =<80%	11,333	8.53	1,542,048,980	11.38
>80% =<85%	9,440	7.10	1,334,553,710	9.85
>85% =<90%	13,131	9.88	1,844,265,368	13.61
>90% =<95%	9,285	6.99	1,025,812,390	7.57
>95%	2	-	196,142	-
Unknown	1	-	227,673	-
Total	132,913	100.00	13,547,475,358	100.00

As at the report date, the maximum original LTV was 103.29, the minimum LTV at origination was 0.20 and the weighted average LTV at origination was 67.43.

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LOAN NOTE REPORT

Report Period 15th July 2013 - 15th October 2013
Closing Date 28/03/2007

Series 2007-1 Notes

2007-1	ISIN	Current Ratings S&P/Moody's/Fitch	Original Ratings S&P/Moody's/Fitch	Currency	Applicable Exchange Rate	Original Balance	Repaid	Outstanding	Reference rate	Margin p.a. %	Current interest rate p.a. %	Accrual Period	Next coupon date	Interest next coupon	Step up Date	Legal Maturity	Bond Type
Series 1 A1	US43641NAA28	AAA/Aaa/AAA	AAA/Aaa/AAA	USD	0.51	1,500,000,000	1,500,000,000	0	1M USD LIBOR	-0.02%	-	-	-	-	Mar-2008	Mar-2008	Bullet
Series 1 A3	XS0292748943	AAA/Aaa/AAA	AAA/Aaa/AAA	GBP	-	600,000,000	600,000,000	0	3M GBP LIBOR	0.03%	-	-	-	-	Jan-2011	Jul-2020	Bullet
Series 1 B1	US43641NAE40	AA/Aa3/AA	AA/Aa3/AA	USD	0.51	57,200,000	57,200,000	0	3M USD LIBOR	0.09%	-	-	-	-	Jan-2011	Jul-2040	P-Through
Series 1 B2	XS0292751061	AA/Aa3/AA	AA/Aa3/AA	EUR	0.68	21,400,000	21,400,000	0	3M EURIBOR	0.99%	-	-	-	-	Jan-2011	Jul-2040	P-Through
Series 1 C1	US43641NAH70	BBB/Baa2/BBB	BBB/Baa2/BBB	USD	0.51	30,300,000	30,300,000	0	3M USD LIBOR	0.28%	-	-	-	-	Jan-2011	Jul-2020	P-Through
Series 1 C2	XS0292756458	BBB/Baa2/BBB	BBB/Baa2/BBB	EUR	0.68	22,700,000	22,700,000	0	3M EURIBOR	0.28%	-	-	-	-	Jan-2011	Jul-2020	P-Through
Series 1 C3	XS0292756615	BBB/Baa2/BBB	BBB/Baa2/BBB	GBP	-	15,550,000	15,550,000	0	3M GBP LIBOR	0.28%	-	-	-	-	Jan-2011	Jul-2020	P-Through
Series 2 A	US43641NAB01	AAA/Aaa/AAA	AAA/Aaa/AAA	USD	0.51	1,500,000,000	1,500,000,000	0	3M USD LIBOR	0.05%	-	-	-	-	Jan-2011	Jul-2021	Sched AM
Series 2 B2	XS0292751814	AA/Aa3/AA	AA/Aa3/AA	EUR	0.68	26,300,000	26,300,000	0	3M EURIBOR	0.14%	-	-	-	-	Jan-2011	Jul-2040	P-Through
Series 2 M2	XS0292753430	A/A2/A	A/A2/A	EUR	0.68	10,600,000	10,600,000	0	3M EURIBOR	0.22%	-	-	-	-	Jan-2011	Jul-2040	P-Through
Series 2 M3	XS0292754081	A/A2/A	A/A2/A	GBP	-	10,800,000	10,800,000	0	3M GBP LIBOR	0.22%	-	-	-	-	Jan-2011	Jul-2040	P-Through
Series 2 C1	US43641NAJ37	BBB/Baa2/BBB	BBB/Baa2/BBB	USD	0.51	9,800,000	9,800,000	0	3M USD LIBOR	0.42%	-	-	-	-	Jan-2011	Jul-2020	P-Through
Series 2 C2	XS0292757001	BBB/Baa2/BBB	BBB/Baa2/BBB	EUR	0.68	21,900,000	21,900,000	0	3M EURIBOR	0.42%	-	-	-	-	Jan-2011	Jul-2020	P-Through
Series 2 C3	XS0292757340	BBB/Baa2/BBB	BBB/Baa2/BBB	GBP	-	5,000,000	5,000,000	0	3M GBP LIBOR	0.42%	-	-	-	-	Jan-2011	Jul-2020	P-Through
Series 3 A1	US43641NAC83	AAA/Aaa/AAA	AAA/Aaa/AAA	USD	0.51	1,600,000,000	1,600,000,000	0	3M USD LIBOR	0.08%	-	-	-	-	Apr-2011	Jul-2040	P-Through
Series 3 A2	XS0292750253	AAA/Aaa/AAA	AAA/Aaa/AAA	EUR	0.68	1,500,000,000	1,500,000,000	0	3M EURIBOR	0.10%	-	-	-	-	Apr-2011	Jul-2040	P-Through
Series 3 A3	XS0292750683	AAA/Aaa/AAA	AAA/Aaa/AAA	GBP	-	800,000,000	800,000,000	0	3M GBP LIBOR	0.10%	-	-	-	-	Apr-2011	Jul-2040	P-Through
Series 3 B2	XS0292752382	AA/Aa3/AA	AA/Aa3/AA	EUR	0.68	46,700,000	46,700,000	0	3M EURIBOR	0.14%	-	-	-	-	Jan-2011	Jul-2040	P-Through
Series 3 B3	XS0292752522	AA/Aa3/AA	AA/Aa3/AA	GBP	-	48,000,000	48,000,000	0	3M GBP LIBOR	0.14%	-	-	-	-	Jan-2011	Jul-2040	P-Through
Series 3 M2	XS0292754594	A/A2/A	A/A2/A	EUR	0.68	28,000,000	28,000,000	0	3M EURIBOR	0.22%	-	-	-	-	Jan-2011	Jul-2040	P-Through
Series 3 M3	XS0292755138	A/A2/A	A/A2/A	GBP	-	28,800,000	28,800,000	0	3M GBP LIBOR	0.22%	-	-	-	-	Jan-2011	Jul-2040	P-Through
Series 3 C2	XS0292759395	BBB/Baa2/BBB	BBB/Baa2/BBB	EUR	0.68	86,900,000	86,900,000	0	3M EURIBOR	0.42%	-	-	-	-	Jan-2011	Jul-2020	P-Through
Series 3 C3	XS0292759635	BBB/Baa2/BBB	BBB/Baa2/BBB	GBP	-	25,500,000	25,500,000	0	3M EURIBOR	0.42%	-	-	-	-	Jan-2011	Jul-2020	P-Through
Series 4 A	US43641NAD66	AAA/Aaa/AAA	AAA/Aaa/AAA	USD	0.51	1,000,000,000	1,000,000,000	0	3M USD LIBOR	0.10%	-	-	-	-	Oct-2012	Jul-2030	Bullet

Closing Date 20/06/2007

Series 2007-2 Notes

2007-2	ISIN	Current Ratings S&P/Moody's/Fitch	Original Ratings S&P/Moody's/Fitch	Currency	Applicable Exchange Rate	Original Balance	Repaid	Outstanding	Reference rate	Margin p.a. %	Current interest rate p.a. %	Accrual Period	Next coupon date	Interest next coupon	Step up Date	Legal Maturity	Bond Type
Series 1 A1	US43641NAK00	AAA/Aaa/AAA	AAA/Aaa/AAA	USD	0.50	1,225,000,000	1,225,000,000	0	1M USD LIBOR	0.03%	-	-	-	-	Oct-2011	Jul-2021	Sched AM
Series 1 A2	XS0302981013	AAA/Aaa/AAA	AAA/Aaa/AAA	EUR	0.68	1,200,000,000	1,200,000,000	0	3M EURIBOR	0.04%	-	-	-	-	Oct-2011	Jul-2021	Sched AM
Series 1 B	US43641NAN49	AA/Aa3/AA	AA/Aa3/AA	USD	0.50	82,000,000	82,000,000	0	3m USD LIBOR	0.07%	-	-	-	-	Oct-2011	Jul-2040	P-Through
Series 1 C	US43641NAP96	BBB/Baa2/BBB	BBB/Baa2/BBB	USD	0.50	128,400,000	128,400,000	0	3m USD LIBOR	0.23%	-	-	-	-	Oct-2011	Jul-2040	P-Through
Series 2 A	CA43641NAU87	AAA/Aaa/AAA	AAA/Aaa/AAA	CAD	0.47	600,000,000	600,000,000	0	1M CDOR	0.08%	-	-	-	-	Oct-2011	Jul-2020	Bullet
Series 2 A1	US43641NAL82	AAA/Aaa/AAA	AAA/Aaa/AAA	USD	0.50	2,750,000,000	2,750,000,000	0	3M USD LIBOR	0.05%	-	-	-	-	Oct-2011	Jul-2020	Bullet
Series 2 B1	US43641NAQ79	AA/Aa3/AA	AA/Aa3/AA	USD	0.50	25,000,000	25,000,000	0	3m USD LIBOR	0.12%	-	-	-	-	Oct-2011	Jul-2020	P-Through
Series 2 B2	XS0305303066	AA/Aa3/AA	AA/Aa3/AA	EUR	0.87	95,000,000	95,000,000	0	3M EURIBOR	0.13%	-	-	-	-	Oct-2011	Jul-2020	P-Through
Series 2 B3	XS0305303223	AA/Aa3/AA	AA/Aa3/AA	GBP	-	50,000,000	50,000,000	0	3M GBP LIBOR	0.14%	-	-	-	-	Oct-2011	Jul-2020	P-Through
Series 2 M1	US43641NAR52	A/A2/A	A/A2/A	USD	0.50	10,000,000	10,000,000	0	3m USD LIBOR	0.22%	-	-	-	-	Oct-2011	Jul-2020	P-Through
Series 2 M2	XS0305304205	A/A2/A	A/A2/A	EUR	0.68	20,000,000	20,000,000	0	3M EURIBOR	0.22%	-	-	-	-	Oct-2011	Jul-2020	P-Through
Series 2 M3	XS0305305863	A/A2/A	A/A2/A	GBP	-	38,000,000	38,000,000	0	3M GBP LIBOR	0.24%	-	-	-	-	Oct-2011	Jul-2020	P-Through
Series 2 C1	US43641NAS36	BBB/Baa2/BBB	BBB/Baa2/BBB	USD	0.50	34,000,000	34,000,000	0	3m USD LIBOR	0.41%	-	-	-	-	Oct-2011	Jul-2020	P-Through
Series 2 C2	XS0305306325	BBB/Baa2/BBB	BBB/Baa2/BBB	EUR	0.68	106,000,000	106,000,000	0	3M EURIBOR	0.41%	-	-	-	-	Oct-2011	Jul-2020	P-Through
Series 2 C3	XS0305306598	BBB/Baa2/BBB	BBB/Baa2/BBB	GBP	-	45,000,000	45,000,000	0	3M GBP LIBOR	0.43%	-	-	-	-	Oct-2011	Jul-2020	P-Through
Series 3 A1	US43641NAM65	AAA/Aaa/AAA	AAA/Aaa/AAA	USD	0.68	1,250,000,000	1,250,000,000	0	3M USD LIBOR	0.08%	-	-	-	-	Oct-2011	Jul-2021	Sched AM
Series 3 A2	XS0302983068	AAA/Aaa/AAA	AAA/Aaa/AAA	EUR	0.68	1,300,000,000	1,300,000,000	0	3M EURIBOR	0.09%	-	-	-	-	Oct-2011	Jul-2021	Sched AM
Series 3 A3	XS0302983498	AAA/Aaa/AAA	AAA/Aaa/AAA	GBP	-	450,000,000	450,000,000	0	3M GBP LIBOR	0.09%	-	-	-	-	Oct-2011	Jul-2021	Sched AM
Series 4 A	US43641NAT19	AAA/Aaa/AAA	AAA/Aaa/AAA	USD	0.50	750,000,000	750,000,000	0	3M USD LIBOR	0.10%	-	-	-	-	Oct-2012	Jul-2020	Bullet

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Closing Date		Series 2010-1 Notes																		
12/11/2010																				
2010-1	ISIN	Current Ratings S&P/Moody's/Fitch	Original Ratings S&P/Moody's/Fitch	Currency	Applicable Exchange Rate	Original Balance	Repaid	Outstanding	Reference rate	Margin p.a.%	Current interest rate p.a.%	Accrual Period	Next coupon date	Interest next coupon	Step up Date	Legal Maturity	Bond Type			
A1	XS0557834545	A1+/P-1/F1+	A1+/P-1/F1+	USD	1.63	500,000,000	(500,000,000)	0	1M USD LIBOR	0.15%	-	-	-	-	n/a	Oct-2011	Bullet			
A2	XS0557834628	AAA/Aaa/AAA	AAA/Aaa/AAA	USD	1.63	900,000,000	(450,000,001)	449,999,999	3M USD LIBOR	1.40%	1.66810%	15/07/13-15/10/13	15/10/2013	-	n/a	Oct-2014	Sched AM			
A3	XS0557834891	AAA/Aaa/AAA	AAA/Aaa/AAA	EUR	0.88	500,000,000	(250,000,000)	250,000,000	3M EURIBOR	1.40%	1.61800%	15/07/13-15/10/13	15/10/2013	1,033,722	Apr-2014	Oct-2054	Sched AM			
A4	XS0557835195	AAA/Aaa/AAA	AAA/Aaa/AAA	EUR	0.88	750,000,000	0	750,000,000	3M EURIBOR	1.40%	1.71800%	15/07/13-15/10/13	15/10/2013	3,292,833	Jan-2016	Oct-2054	Sched AM			
A5	XS0557835351	AAA/Aaa/AAA	AAA/Aaa/AAA	GBP	-	375,000,000	0	375,000,000	GBP FIXED	0.90%	4.00900%	15/04/13-15/10/13	15/10/2013	7,516,876	Oct-2017	Oct-2054	Bullet			
Z	XS0557835518	n/a	n/a	GBP	-	600,000,000	0	600,000,000	3M GBP LIBOR	0.90%	1.40938%	15/07/13-15/10/13	15/10/2013	2,131,446	n/a	Oct-2054	P-Through			

Closing Date		Series 2011-1 Notes																		
09/02/2011																				
2011-1	ISIN	Current Ratings S&P/Moody's/Fitch	Original Ratings S&P/Moody's/Fitch	Currency	Applicable Exchange Rate	Original Balance	Repaid	Outstanding	Reference rate	Margin p.a.%	Current interest rate p.a.%	Accrual Period	Next coupon date	Interest next coupon	Step up Date	Legal Maturity	Bond Type			
A1	XS0590150362	A-1+/P-1/F1+	A-1+/P-1/F1+	USD	1.62	500,000,000	(500,000,000)	0	1M USD LIBOR	0.14%	-	-	-	-	n/a	Jan-2012	Bullet			
A2	XS0590150529	AAA/Aaa/AAA	AAA/Aaa/AAA	USD	1.62	700,000,000	(206,886,322)	493,113,678	3M USD LIBOR	1.35%	1.61810%	15/07/13-15/10/13	15/10/2013	2,039,096	Jul-2014	Oct-2054	Sched AM			
A3	XS0590150446	AAA/Aaa/AAA	AAA/Aaa/AAA	EUR	0.85	650,000,000	(192,108,727)	457,891,273	3M EURIBOR	1.35%	1.56800%	15/07/13-15/10/13	15/10/2013	1,834,821	Jul-2014	Oct-2054	Sched AM			
A4	XS0590150792	AAA/Aaa/AAA	AAA/Aaa/AAA	EUR	0.85	500,000,000	0	500,000,000	3M EURIBOR	1.45%	1.65800%	15/07/13-15/10/13	15/10/2013	2,131,333	Apr-2016	Oct-2054	Sched AM			
A5	XS0590150875	AAA/Aaa/AAA	AAA/Aaa/AAA	GBP	-	325,000,000	0	325,000,000	3M GBP LIBOR	1.45%	1.95938%	15/07/13-15/10/13	15/10/2013	1,605,081	Apr-2016	Oct-2054	Sched AM			
Z	XS0590163696	n/a	n/a	GBP	-	450,000,000	0	450,000,000	3M GBP LIBOR	0.90%	1.40938%	15/07/13-15/10/13	15/10/2013	1,598,584	n/a	Oct-2054	P-Through			

Closing Date		Series 2011-2 Notes																		
25/03/2011																				
2011-2	ISIN	Current Ratings S&P/Moody's/Fitch	Original Ratings S&P/Moody's/Fitch	Currency	Applicable Exchange Rate	Original Balance	Repaid	Outstanding	Reference rate	Margin p.a.%	Current interest rate p.a.%	Accrual Period	Next coupon date	Interest next coupon	Step up Date	Legal Maturity	Bond Type			
A1	XS0608362058	AAA/Aaa/AAA	AAA/Aaa/AAA	GBP	-	250,000,000	(60,387,972)	189,612,028	3M GBP LIBOR	1.16%	1.66938%	15/07/13-15/10/13	15/10/2013	797,840	Jul-2014	Oct-2054	Sched AM			

Closing Date		Series 2011-3 Notes																		
21/09/2011																				
2011-3	ISIN	Current Ratings S&P/Moody's/Fitch	Original Ratings S&P/Moody's/Fitch	Currency	Applicable Exchange Rate	Original Balance	Repaid	Outstanding	Reference rate	Margin p.a.%	Current interest rate p.a.%	Accrual Period	Next coupon date	Interest next coupon	Step up Date	Legal Maturity	Bond Type			
A1	XS0679914787	A-1+/P-1/F1+	A-1+/P-1/F1+	USD	1.58	500,000,000	(500,000,000)	0	1M USD LIBOR	0.13%	-	-	-	-	n/a	Jul-2012	Bullet			
A2	XS0679914860	AAA/Aaa/AAA	AAA/Aaa/AAA	USD	1.58	2,000,000,000	(160,060,909)	1,819,939,091	3M USD LIBOR	1.55%	1.81910%	15/07/13-15/10/13	15/10/2013	8,455,902	Jan-2015	Oct-2054	Sched AM			
A3	XS0679918553	AAA/Aaa/AAA	AAA/Aaa/AAA	EUR	0.87	200,000,000	(18,006,091)	181,993,909	3M EURIBOR	1.40%	1.61800%	15/07/13-15/10/13	15/10/2013	752,525	Jan-2015	Oct-2054	Sched AM			
A4	XS0679914944	AAA/Aaa/AAA	AAA/Aaa/AAA	GBP	-	165,000,000	0	165,000,000	3M GBP LIBOR	1.65%	2.15938%	15/07/13-15/10/13	15/10/2013	898,065	Oct-2016	Oct-2054	Sched AM			
A5	XS0679915081	AAA/Aaa/AAA	AAA/Aaa/AAA	USD	1.58	500,000,000	0	500,000,000	3M USD LIBOR	1.75%	2.01810%	15/07/13-15/10/13	15/10/2013	2,578,683	Jan-2019	Oct-2054	Sched AM			
A6	XS0679915164	AAA/Aaa/AAA	AAA/Aaa/AAA	USD	1.58	250,000,000	0	250,000,000	3M USD LIBOR	1.75%	2.01810%	15/07/13-15/10/13	15/10/2013	1,289,342	Jan-2019	Oct-2054	Sched AM			

Closing Date		Series 2012-1 Notes																		
25/01/2012																				
2012-1	ISIN	Current Ratings S&P/Moody's/Fitch	Original Ratings S&P/Moody's/Fitch	Currency	Applicable Exchange Rate	Original Balance	Repaid	Outstanding	Reference rate	Margin p.a.%	Current interest rate p.a.%	Accrual Period	Next coupon date	Interest next coupon	Step up Date	Legal Maturity	Bond Type			
A1	XS0736184658	A-1+/P-1/F1+	A-1+/P-1/F1+	USD	1.54	500,000,000	(500,000,000)	0	1M USD LIBOR	0.20%	-	-	-	-	n/a	Jan-2013	Bullet			
A2	XS0736387604	AAA/Aaa/AAA	AAA/Aaa/AAA	USD	1.54	500,000,000	0	500,000,000	3M USD LIBOR	1.65%	1.91810%	15/07/13-15/10/13	15/10/2013	2,450,906	Apr-2015	Oct-2054	Sched AM			
A3	XS0736398834	AAA/Aaa/AAA	AAA/Aaa/AAA	EUR	0.83	1,200,000,000	0	1,200,000,000	3M EURIBOR	1.55%	1.76800%	15/07/13-15/10/13	15/10/2013	5,421,867	Apr-2015	Oct-2054	Sched AM			
A4	XS0736389917	AAA/Aaa/AAA	AAA/Aaa/AAA	GBP	-	175,000,000	0	175,000,000	3M GBP LIBOR	1.75%	2.25938%	15/07/13-15/10/13	15/10/2013	996,603	Apr-2015	Oct-2054	Sched AM			
A5	XS0736399055	AAA/Aaa/AAA	AAA/Aaa/AAA	JPY	118.00	20,000,000,000	0	20,000,000,000	3M JPY LIBOR	1.25%	1.40643%	15/07/13-15/10/13	15/10/2013	71,102,850	Apr-2015	Oct-2054	Sched AM			
A6	XS0736399139	AAA/Aaa/AAA	AAA/Aaa/AAA	GBP	-	215,000,000	0	215,000,000	3M GBP LIBOR	1.85%	2.35938%	15/07/13-15/10/13	15/10/2013	1,278,590	Jul-2017	Oct-2054	Sched AM			
Z	XS0737122464	n/a	n/a	GBP	-	610,000,000	0	610,000,000	3M GBP LIBOR	0.90%	1.40938%	15/07/13-15/10/13	15/10/2013	2,166,970	n/a	Oct-2054	P-Through			

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Closing Date 19/04/2012 Series 2012-2 Notes

2012-2	ISIN	Current Ratings S&P/Moody's/Fitch	Original Ratings S&P/Moody's/Fitch	Currency	Applicable Exchange Rate	Original Balance	Repaid	Outstanding	Reference rate	Margin p.a.%	Current interest rate p.a.%	Accrual Period	Next coupon date	Interest next coupon	Step up Date	Legal Maturity	Bond Type
A1	XS0773322606	AAA/Aaa/AAA	AAA/Aaa/AAA	USD	1.59	1,250,000,000	0	1,250,000,000	3M USD LIBOR	1.55%	1.81810%	15/07/13-15/10/13	15/10/2013	5,807,819	Oct-2017	Oct-2054	Sched AM
Z	XS0773322788	n/a	n/a	GBP	-	175,000,000	0	175,000,000	3M GBP LIBOR	0.90%	1.40938%	15/07/13-15/10/13	15/10/2013	621,672	n/a	Oct-2054	P-Through

Closing Date 08/06/2012 Series 2012-3 Notes

2012-3	ISIN	Current Ratings S&P/Moody's/Fitch	Original Ratings S&P/Moody's/Fitch	Currency	Applicable Exchange Rate	Original Balance	Repaid	Outstanding	Reference rate	Margin p.a.%	Current interest rate p.a.%	Accrual Period	Next coupon date	Interest next coupon	Step up Date	Legal Maturity	Bond Type
A1	XS0790113632	AAA/Aaa/AAA	AAA/Aaa/AAA	GBP	-	515,000,000	0	515,000,000	3M GBP LIBOR	1.55%	2.05938%	15/07/13-15/10/13	15/10/2013	2,673,245	Oct-2017	Oct-2054	Sched AM
B1	XS0790113558	AA/Aa3/AA	AA/Aa3/AA	USD	1.55	140,000,000	0	140,000,000	3M USD LIBOR	2.20%	2.46810%	15/07/13-15/10/13	15/10/2013	883,031	Oct-2017	Oct-2054	Sched AM
B2	XS0790188139	AA/Aa3/AA	AA/Aa3/AA	GBP	-	33,000,000	0	33,000,000	3M GBP LIBOR	2.35%	2.85938%	15/07/13-15/10/13	15/10/2013	237,838	Oct-2017	Oct-2054	Sched AM

Closing Date 28/08/2012 Series 2012-4 Notes

2012-4	ISIN	Current Ratings S&P/Moody's/Fitch	Original Ratings S&P/Moody's/Fitch	Currency	Applicable Exchange Rate	Original Balance	Repaid	Outstanding	Reference rate	Margin p.a.%	Current interest rate p.a.%	Accrual Period	Next coupon date	Interest next coupon	Step up Date	Legal Maturity	Bond Type
A1	XS0816608755	AAA/Aaa/AAA	AAA/Aaa/AAA	EUR	1.27	650,000,000	0	650,000,000	3M EURIBOR	0.75%	0.96800%	15/07/13-15/10/13	15/10/2013	1,607,956	Jul-2015	Oct-2054	Sched AM
Z	XS0816612278	n/a	n/a	GBP	-	180,000,000	0	180,000,000	3M GBP LIBOR	0.90%	1.40938%	15/07/13-15/10/13	15/10/2013	639,434	n/a	Oct-2054	P-Through

Closing Date 30/05/2013 Series 2013-1 Notes

2013-1	ISIN	Current Ratings S&P/Moody's/Fitch	Original Ratings S&P/Moody's/Fitch	Currency	Applicable Exchange Rate	Original Balance	Repaid	Outstanding	Reference rate	Margin p.a.%	Current interest rate p.a.%	Accrual Period	Next coupon date	Interest next coupon	Step up Date	Legal Maturity	Bond Type	Placement
A1	XS0938279378	AAA/Aaa/AAA	AAA/Aaa/AAA	USD	1.51	750,000,000	0	750,000,000	1M USD LIBOR	0.08%	0.26410%	15/08/13-16/09/13	16/09/2013	176,040	n/a	Apr-2054	Bullet	Public
A2	XS0938012704	AAA/Aaa/AAA	AAA/Aaa/AAA	GBP	-	500,000,000	0	500,000,000	3M GBP LIBOR	0.40%	0.90938%	15/07/13-15/10/13	15/10/2013	1,146,068	Oct-2016	Oct-2054	Sched AM	Retained
A3	XS0938091575	AAA/Aaa/AAA	AAA/Aaa/AAA	GBP	-	100,000,000	0	100,000,000	3M GBP LIBOR	0.40%	0.90938%	15/07/13-15/10/13	15/10/2013	229,214	Jan-2017	Oct-2054	Sched AM	Retained

*All Notes are listed on the London Stock Exchange.

Combined Credit Enhancement	Total £		Current note subordination	Subordination +Reserve Fund	% Required
Class A Notes	£9,906,302,867	82.25%	17.75%	22.03%	8.30%
Class B Notes	£123,177,134	1.02%	16.73%	21.01%	5.70%
Class Z Notes	£2,015,000,000	16.73%	0.00%	0.00%	0.00%
	£12,044,480,001	100.00%			
Funding Reserve Fund Required Amount	£515,000,000	4.28%			

Interest shortfall in period	£0
Cumulative interest shortfall	£0
Principal shortfall in period	£0
Cumulative principal shortfall	£0
Cumulative net loss	£0
Excess principal paid in current period	£0

Funding Reserve Fund	
Balance brought forward	£515,000,000
Drawings	£0
Top up	£0
Balance carried forward	£515,000,000

Excess Spread	
Excess spread this month annualised	1.57%
Excess spread rolling 12 month average	1.34%

*excess spread is calculated at each quarterly Interest Payment Date

Funding Principal Ledger-AAA	£370,309,924
Funding Principal Ledger-AA	£0
Funding Principal Ledger-A	£0
Funding Principal Ledger-BBB	£0
Funding Principal Ledger	£370,309,924

Accounts as at 31 August 2013	Counterparty	Rate	Amount
Mortgages Trustee GIC	Santander UK	Libor	166,662,837
Funding GIC	Santander UK	Libor	930,786,293
Funding Transaction Account	Santander UK	Libor - 0.25%	60,811
Panel Banks	-	-	-

WATERFALLS

MORTGAGES TRUSTEE REVENUE WATERFALL		FUNDING REVENUE WATERFALL		ISSUER REVENUE WATERFALL	
<i>*for distribution period 8th July - 8th August</i>		<i>*for interest period 15th July - 15th October</i>			
(a)	Mortgages Trustee fees Other third party payments	(a)	Funding Security Trustee fees Fee under Intercompany Loan Other third party payments	(a)	Issuing Entity Security Trustee fees Note Trustee fees Agent Bank fees etc.
(b)	Servicer fees	(b)	Cash Manager fees	(b)	Other third party payments
(c)	Funding Seller	(c)	Funding Corporate Services fees Account Banks fees	(c)	Issuing Entity Cash Manager fees Issuing Entity Corporate Services Provider fees Issuing Entity Account Bank fees
MORTGAGES TRUSTEE PRINCIPAL WATERFALL		FUNDING PRINCIPAL WATERFALL		ISSUER PRINCIPAL WATERFALL	
<i>*for distribution period 8th July - 8th August</i>		<i>* To be read in conjunction with rules on pgs 181- 185 of the base prospectus</i>			
(a)	Funding	(a)	Interest on AAA Term Advances (f) Credit to AAA Principal Deficiency Ledger	(d)	Interest on Class A Notes (including any payments to Issuing Entity Swap Providers)
(b)	Seller	(g)	Interest on AA Term Advances (h) Credit to AA Principal Deficiency Ledger	(e)	Interest on Class B Notes (including any payments to Issuing Entity Swap Providers)
		(i)	Interest on A Term Advances (j) Credit to A Principal Deficiency Ledger	(f)	Interest on Class M Notes (including any payments to Issuing Entity Swap Providers)
		(k)	Interest on BBB Term Advances (l) Credit to BBB Principal Deficiency Ledger	(g)	Interest on Class C Notes (including any payments to Issuing Entity Swap Providers)
		(m)	Swap termination payments	(h)	Interest on Class Z Notes
		(n)	Credit to First Reserve Fund	(i)	Excluded issuer swap payments
		(o)	Additional credit to First Reserve Fund	(j)	Issuing Entity profit
		(p)	Credit to Liquidity Reserve Fund	ISSUER PRINCIPAL WATERFALL	
		(q)	Credit to NR Principal Deficiency Ledger	(a)	Repayment of Class A Notes (including principal payments to class A swap providers)
		(r)	Interest on NR Term Advances	(b)	Repayment of Class B Notes (including principal payments to class A swap providers)
		(s)	Excluded swap payments (with respect to the Issuer) and other fees under the	(c)	Repayment of Class M Notes (including principal payments to class A swap providers)
		(t)	Payment of Funding Start-up Loan	(d)	Repayment of Class C Notes (including principal payments to class A swap providers)
		(u)	Profit to Funding	(e)	Repayment of Class Z Notes
		(v)	Deferred Consideration		
		(a)	Repayment of AAA Term Advances		
		(b)	Credit to Cash Accumulation Ledger		
		(c)	Repayment of AA Term Advances		
		(d)	Repayment of A Term Advances		
		(e)	Repayment of BBB Term Advances		
		(f)	Repayment of NR Term Advances		

SWAP PAYMENTS

Note	Swap Counterparty	Currency Notional	Receive Reference Rate	Receive Margin	Receive Rate	Received	£ Notional	Pay reference rate	Pay margin	Pay rate	Paid
2013-1 A1	ANTS	750,000,000.00	1M USD LIBOR	0.0800%	0.2710%	175,040.21	496,853,262.67	3M GBP LIBOR	-0.0295%		

COLLATERAL

Note	Collateral Postings	Counterparty

There was no collateral posted during the reporting period 01-August-13 to 31-August-13

TRIGGER EVENTS	
Asset Amount debited to AAA Principal Deficiency Sub Ledger, unless certain criteria are met	None
Non Asset Insolvency Event occurs in relation to Seller. Seller's role as Servicer terminated & new servicer appointed within 60 days. The then current Seller Share is less than the Minimum Seller Share.	None None None
An Arrears Trigger Event will occur if:	
(i) the Outstanding Principal Balance of the Loans in arrears for more than 90 days divided by the Outstanding Principal Balance of all of the Loans in the Mortgages Trust (expressed as a percentage) exceeds 2 per cent.; or	Triggered
(ii) the Issuer does not exercise its option to redeem the Issuing Entity Notes on the relevant step-up date pursuant to the Terms and Conditions of the Issuing Entity Notes (but only where such right of redemption arises on or after a particular specified date and not as a result of the occurrence of any event specified in the Terms and Conditions of the relevant Issuing Entity Notes)	None
Full details of all Trigger Events can be found within the Holmes Master Issuer plc base prospectus	

Notes

1 Weighted Average Indexed LTV (Halifax HPI)

These figures have been calculated on a new and improved valuation basis as per the special schedule issued along with the February 2009 report. The latest automated valuation model update was run in Q4 2013

2 Arrears

This arrears multiplier is calculated as the arrears amount (which is the difference between the expected monthly repayments and the amount that has actually been paid, i.e. a total of under and/or over payments) divided by the monthly amount repayable. It is recalculated every time the arrears amount changes, i.e. on the date when a payment is due.

3 Defaults

For the purpose of the Bank of England Market Notice dated 30 November 2010 "defaults" is defined as properties been taken into possession.

4 CPR

The splits between scheduled and unscheduled Principal Receipts for a given month are derived from a forecast of scheduled Principal Receipts from the earlier month and therefore may not necessarily equal the actual amount of scheduled Principal Receipts during the period. For a period in which a Mortgages Trust replenishment occurs, a straight-lining method is used to estimate the scheduled Principal Receipts received on the replenished Mortgages Trust for the remainder of the month.

5 W

Savings balance

6 X

Current balance of Loans in the trust property multiplied by 4.82%

7 Y

Flexible drawings set-off risk

8 Z

Breach of Mortgage Sale Agreement

9 AA

Reward loans cashbacks

10 Excess Spread calculation

Excess spread is calculated by dividing (excess cash available for payment below the Funding Reserve Fund in the reserve waterfall) by (the weighted average Funding Share for the relevant period.)

All capitalised terms used in this investor report have the meaning or descriptions assigned to them in the Holmes Master Issuer plc base prospectus.