



UK Secured Funding Programmes

Holmes Master Issuer

Report Date:	31-Dec-18
Reporting Period:	01-November-18 to 30-November-18
Trustee Distribution Date:	10-Dec-18
Issuer Distribution Date:	17-Dec-18

Investors (or other appropriate third parties) can register at <https://boeportal.co.uk/santanderuk> (Internet Explorer version 8 or higher required) to download further disclosures in accordance with the Bank of England Market Notice Detailed eligibility requirements for residential mortgage backed securities and covered bonds backed by residential mortgages dated 30th November 2010.

DISCLAIMER: The following document has been prepared by Santander UK. The document is provided to you for information purposes only. The document is not intended as an offer or solicitation for the purchase or sale of any financial instrument. Whilst every effort has been taken to ensure that the document is accurate, current, complete, fit for its intended purpose and compliant with the relevant United Kingdom legislation and regulations as at the date of issue, Santander UK does not warrant that this document is accurate, current, complete, fit for its intended purpose and compliant with the relevant United Kingdom legislation and regulations as errors might occur due to circumstances which are beyond our control. In particular, Santander UK does not warrant that any market data or prices are complete or accurate. Any opinions or estimates expressed in the documents may be subject to change without notice and Santander UK is under no obligation to update the opinions or estimates and neither Santander UK nor any of its affiliates accepts any liability whatsoever for any direct or consequential loss arising from any use of this document or its contents. Please remember that past performance is not necessarily a guide for future performance. The value of instruments and the income from them can go down as well as up.

Contacts:

All queries should be directed to:

Medium Term Funding Team 0207 756 7107 MTF@santander.co.uk

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 / Aa3 / 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 A3 (Moody's) 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 draft 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 a random selection of 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.
Servicer	Santander UK	A / Aa3 / A	F1 / P-1 / A-1	F1 / P-1 / A-1	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.
Cash Manager	Santander UK	A / Aa3 / A	F1 / P-1 / A-1		
Each Start-up Loan Provider	Santander UK	A / Aa3 / A	F1 / P-1 / A-1		
Funding Account Bank A	Bank of New York Mellon	AA+ / Aa1 / AA-	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 Transaction Account to a financial institution having the required ratings, unless within 30 calendar 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 / Aa3 / 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 GIC Account to a financial institution having the required ratings, unless within 30 calendar 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. If 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 / Aa3 / 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 GIC Account to a financial institution rated A and F1 / P-1 / A and A-1 (or A+ if no ST rating), unless within 30 calendar days: (a) the rights and obligations in respect of the provision of the Mortgages Trustee GIC 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 Ratings Agencies that the outstanding Rated Notes will not be downgraded is also required. Termination of role and transfer of Mortgages Trustee GIC 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 GIC 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.
Issuer Account Bank	Santander UK	A / Aa3 / A	F1 / P-1 / A-1	A or A-1 (or A+ if no ST rating) (S&P) F1 / P-1 / A or A-1 (or A+ if no ST rating)	Termination of role and transfer of Mortgages Trustee GIC 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 Servicer in respect of the Loans and standing to the credit of the Mortgages Trustee GIC 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. Termination of Issuer Bank Account Agreement and closure of account, unless within 30 calendar 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 Ratings Agencies that the outstanding Rated Notes will not be downgraded is also required.
Funding Swap Provider	Santander UK	A / Aa3 / 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 Provider	Santander UK	A / Aa3 / 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 as above. Further remedial action required as above.
Paying Agent and related roles	Bank of New York Mellon	AA+ / Aa1 / AA-	F1+ / P-1 / A-1+		
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 Mortgage Loans in Pool	115,191
Original current value of Mortgage Loans in Pool	£ 6,399,214,138
Current number of Mortgage Loans in Pool at 31-December-2018	84,160
Current £ value of Mortgage Loans in Pool at 31-December-2018	£ 4,720,644,282
Weighted Average Yield on 10-December-2018	2.72%

Trust Assets	
Current value of Mortgage Loans in Pool at 01 December 2018	4,720,644,281.68
Last months Closing Trust Assets at 01 November 2018	4,817,838,021.98
Mortgage collections - Interest on 01 December 2018	10,804,051.12
Mortgage collections - Principal (Scheduled) on 01 December 2018	10,529,916.48
Mortgage collections - Principal (Unscheduled) on 01 December 2018	90,916,826.24
Principal Ledger as calculated on 10 December 2018	218,442,589.19
Funding Share as calculated on 30 November 2018	3,338,202,608.22
Funding Share % as calculated on 30 November 2018	69.28839%
Seller Share as calculated on 30 November 2018	1,479,635,413.76
Seller Share % as calculated on 30 November 2018	30.71161%
Minimum Seller Share (Amount) 30 November 2018	-
W	209,784,068.94
X	211,964,872.97
Y	195,733,953.14
Z	-
AA	37,480.97
W + X + Y + Z + AA =	617,540,376.02
Minimum Seller Share (% of Total) on 01 December 2018	12.81779%

Arrears Analysis of Non Repossessed Mortgage Loans at 31 December 2018	Number	Current Balance £	Arrears £	By Number %	By Current Balance %
<1 month in arrears	82,999	4,639,397,816	-	98.62	98.28
≥1 - <2 months in arrears	1,155	81,016,462	209,087	1.37	1.72
≥2 - <3 months in arrears	6	230,005	4,195	0.01	0.00
≥3 - <4 months in arrears	-	-	-	-	-
≥4 - <5 months in arrears	-	-	-	-	-
≥5 - <6 months in arrears	-	-	-	-	-
≥6 - <7 months in arrears	-	-	-	-	-
≥7 - <8 months in arrears	-	-	-	-	-
≥8 - <9 months in arrears	-	-	-	-	-
≥9 - <10 months in arrears	-	-	-	-	-
≥10 - <11 months in arrears	-	-	-	-	-
≥11 - <12 months in arrears	-	-	-	-	-
More than 12 months in arrears	-	-	-	-	-
Total	84,160	4,720,644,282	213,282	100.00	100.00

Arrears Capitalised at 31 December 2018	Number	Current Balance £	Capitalised Amount £
Capitalisation cases (in month)	1	193,590	2,363
Capitalisation cases (Total) *	727	62,284,899	880,344

*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 May 2008.

Losses on Properties in Possession at 31 December 2018	Number	Loss Amount £
Total loss on sale brought forward	2,234	71,745,264
Losses recorded this period	-	-
Total loss on sale carried forward	2,234	71,745,264
Recoveries*	48	106,643

*This figure represents all live cases and would therefore exclude cases that have been closed due to bankruptcy.

Properties in Possession at 31 December 2018	Number	Current Balance £
Total properties in possession since inception	4,539	530,849,819
Repossessed (in month)	-	-
Sold (in month)	-	-
Current number in possession	-	-
Total properties sold since inception	4,539	530,849,819

Product Breakdown (By Balance)	Number of accounts	% by number	Current balance £	% by balance
Discounted SVR Loans	18	0.02	560,481	0.01
Fixed Rate Loans	6,991	8.31	1,001,422,809	21.21
Bank of England Base Rate Tracker Loans	47,948	56.97	2,365,722,610	50.11
Standard Variable Loans	29,203	34.70	1,352,938,382	28.66
Unknown	-	0.00	-	-
Total	84,160	100.00	4,720,644,282	100.00

Payment Type (By Balance)	Number of accounts	% by number	Current balance £	% by balance
Interest only and Combined repayment & int-only	32,702	38.86	2,449,171,741	51.88
Repayment	51,458	61.14	2,271,472,540	48.12
Total	84,160	100.00	4,720,644,282	100.00

Use Of Proceeds (By Balance)	Number of accounts	% by number	Current balance £	% by balance
Remortgage	52,584	62.48	2,514,431,651	53.26
House Purchase	31,576	37.52	2,206,212,631	46.74
Unknown	-	-	-	-
Total	84,160	100.00	4,720,644,282	100.00

Analysis of Mortgage loan size at reporting date £	Number of accounts	% by number	Current balance £	% by balance
0 to <=50,000	55,212	65.60	544,034,429	11.52
>50,000 to <=100,000	11,719	13.92	853,503,036	18.08
>100,000 to <=150,000	7,315	8.69	901,448,448	19.10
>150,000 to <=200,000	4,333	5.15	746,946,513	15.82
>200,000 to <=250,000	2,321	2.76	517,084,133	10.95
>250,000 to <=300,000	1,259	1.50	343,643,290	7.28
>300,000 to <=350,000	729	0.87	235,944,315	5.00
>350,000 to <=400,000	441	0.52	164,448,171	3.48
>400,000 to <=450,000	297	0.35	125,282,426	2.65
>450,000 to <=500,000	206	0.24	97,553,077	2.07
>500,000 to <=550,000	141	0.17	72,851,500	1.54
>550,000 to <=600,000	70	0.08	40,131,836	0.85
>600,000 to <=650,000	51	0.06	31,547,135	0.67
>650,000 to <=700,000	33	0.04	22,260,306	0.47
>700,000 to <=750,000	32	0.04	23,091,000	0.49
> 750,000	1	0.00	874,668	0.02
Total	84,160	100.00	4,720,644,282	100.00

As at the report date, the maximum loan size was £874,667.84, the minimum loan size was £0.00 and the average loan size was £56,091.31

Geographical Analysis By Region	Number of accounts	% by number	Current balance £	% by balance
East Anglia	9,376	11.14	576,702,340	12.22
East Midlands	4,677	5.56	220,638,733	4.67
London	13,062	15.52	1,019,191,114	21.59
North	2,916	3.46	108,956,933	2.31
North West	10,532	12.51	444,207,667	9.41
Scotland	6,084	7.23	265,146,212	5.62
South East	15,253	18.12	1,016,183,716	21.53
South West	7,147	8.49	400,068,338	8.47
Yorkshire and Humberside	5,445	6.47	236,641,036	5.01
Wales	4,326	5.14	184,296,005	3.90
West Midlands	5,342	6.35	248,612,187	5.27
Unknown	-	-	-	-
Total	84,160	100.00	4,720,644,282	100.00

Substitution, redemptions and repurchases during period 01 November 2018- 01 December 2018	Number of accounts this period	Current balance this period £
Substitution & Top up	0	0
Redeemed this period	575	52,661,720
Repurchases this period (including arrears)*	384	38,255,106
Arrears repurchased this period*	98	7,497,401
Cumulative arrears repurchased*	11,378	1,017,233,517

*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.

PPR/CPR Analysis 01 November 2018- 01 December 2018	1 Month %	1 Month Annualised %	3 Month Average %	3 Month Annualised %	12 Month Average %
Total (including unscheduled repayments and repurchases from the Mortgages Trust)					
Current month	2.11%	22.54%	2.11%	22.56%	21.55%
Previous month	2.37%	25.03%	2.37%	26.49%	22.52%
Unscheduled repayments and repurchases from the Mortgages Trust only					
Current month	1.89%	20.48%	1.90%	20.58%	19.42%
Previous month	2.16%	23.04%	2.16%	24.09%	20.18%

*As of February 2014 the definitions and calculations for PPR/CPR have been amended to align the reporting between all Santander UK secured funding structures.

Standard Variable Rate - Applicable to underwritten Santander UK mortgages	
Existing Borrowers SVR	4.99%
Effective date of change	Sep-2018
Previous existing Borrowers SVR	4.74%
Effective date of change	Jan-2018

Remaining Term	Number of accounts	% by number	Current balance £	% by balance
0 to <5	24,279	28.85	649,257,211.11	13.75
>= 5 to < 10	27,208	32.33	1,254,040,602.87	26.57
>= 10 to < 15	22,336	26.54	1,566,109,450.19	33.18
>= 15 to < 20	6,132	7.29	537,387,551.29	11.38
>= 20 to < 25	2,032	2.41	316,412,782.98	6.70
>= 25 to < 30	1,357	1.61	238,700,379.82	5.06
>= 30 to < 35	816	0.97	158,736,303.42	3.36
>= 35 to < 40	-	-	-	0.00
>= 40 to < 45	-	-	-	0.00
>= 45	-	-	-	0.00
Unknown	-	-	-	0.00
Total	84,160	100.00	4,720,644,282	100.00

As at the report date, the maximum remaining term for a loan was 407 months, the minimum remaining term was 0 months and the weighted average remaining term was 152 months.

Seasoning	Number of accounts	% by number	Current balance £	% by balance
0 to <6	-	0.00	-	0.00
>= 6 to < 12	1,271	1.51	212,905,099.74	4.51
>= 12 to < 18	1,982	2.36	333,961,201.93	7.07
>= 18 to < 24	1,332	1.58	212,810,247.28	4.51
>= 24 to < 30	429	0.51	54,642,625.53	1.16
>= 30 to < 36	405	0.48	51,751,345.06	1.10
>= 36 to < 42	534	0.63	71,384,345.18	1.51
>= 42 to < 48	362	0.43	38,950,097.52	0.83
>= 48 to < 54	233	0.28	23,464,272.43	0.50
>= 54 to < 60	137	0.16	12,821,933.80	0.27
>= 60 to < 66	151	0.18	13,849,197.06	0.29
>= 66 to < 72	142	0.17	12,039,598.61	0.26
>= 72 to < 78	905	1.08	47,945,756.71	1.02
>= 78 to < 84	1,064	1.26	63,686,777.86	1.35
>= 84 to < 90	1,198	1.42	76,140,559.56	1.61
>= 90 to < 96	1,326	1.58	87,034,958.12	1.84
>= 96 to < 102	1,281	1.52	83,782,200.56	1.77
>= 102 to < 108	632	0.75	36,015,360.13	0.76
>= 108 to < 114	1,048	1.25	62,018,360.47	1.31
>= 114 to < 120	1,666	1.98	95,394,757.06	2.02
>= 120 to < 126	2,599	3.09	175,086,472.41	3.71
>= 126 to < 132	4,369	5.19	332,981,464.63	7.05
>= 132 to < 138	6,465	7.68	442,907,047.65	9.38
>= 138 to < 144	6,197	7.36	343,911,491.87	7.29
>= 144 to < 150	8,487	10.08	423,354,436.95	8.97
>= 150 to < 156	6,967	8.28	312,907,672.93	6.63
>= 156 to < 162	4,688	5.57	184,332,975.29	3.90
>= 162 to < 168	3,036	3.61	122,300,976.01	2.59
>= 168 to < 174	4,530	5.38	149,923,411.09	3.18
>= 174 to < 180	4,656	5.53	151,027,518.42	3.20
>= 180	16,068	19.09	491,312,119.82	10.41
Total	84,160	100.00	4,720,644,282	100.00

As at the report date, the maximum seasoning for a loan was 279 months, the minimum seasoning was 8 months and the weighted average seasoning was 118 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%	36,299	43.13	730,473,687.72	15.47
>25% <=50%	28,140	33.44	1,901,205,845.72	40.27
>50% <=75%	16,423	19.51	1,682,443,362.48	35.64
>75% <=80%	1,304	1.55	149,284,405.08	3.16
>80% <=85%	1,128	1.34	149,870,440.88	3.17
>85% <=90%	622	0.74	77,985,882.01	1.65
>90% <=95%	187	0.22	24,300,629.52	0.51
>95%	57	0.07	5,080,028.27	0.11
Unknown	-	0.00	-	0.00
Total	84,160	100.00	4,720,644,282	100.00

As at the report date, the maximum indexed LTV was 109%, the minimum indexed LTV was 0% and the weighted average indexed LTV was 46.85%.

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%	26,128	31.05	347,740,195.11	7.37
>25% <=50%	23,748	28.22	1,134,481,341.57	24.03
>50% <=75%	21,763	25.86	1,891,159,404.09	40.06
>75% <=80%	3,825	4.54	395,437,221.68	8.38
>80% <=85%	3,235	3.84	362,521,920.95	7.68
>85% <=90%	2,921	3.47	341,450,142.88	7.23
>90% <=95%	1,398	1.66	163,424,153.15	3.46
>95%	1,142	1.36	84,429,902.25	1.79
Unknown	-	0.00	-	0.00
Total	84,160	100.00	4,720,644,282	100.00

As at the report date, the maximum unindexed LTV was 194%, the minimum unindexed LTV was 0% and the weighted average unindexed LTV was 60.18%.

Original Loan to Value at Last Valuation Using original balance and valuation amount	Number of accounts	% by number	Current balance £	% by balance
>0% <=25%	4,834	5.74	106,604,826.67	2.26
>25% <=50%	19,690	23.40	706,438,857.67	14.96
>50% <=75%	33,605	39.93	1,938,087,215.21	41.06
>75% <=80%	7,038	8.36	516,661,764.60	10.94
>80% <=85%	6,193	7.36	459,166,527.99	9.73
>85% <=90%	7,848	9.33	607,668,626.76	12.87
>90% <=95%	2,876	3.42	276,992,234.42	5.87
>95%	2,076	2.47	109,024,228.36	2.31
Unknown	-	0.00	-	0.00
Total	84,160	100.00	4,720,644,282	100.00

As at the report date, the maximum original LTV was 331%, the minimum LTV at origination was 0% and the weighted average LTV at origination was 68.51%.

LOAN NOTE REPORT

Closing Date		21/09/2011		Series 2011-3 Notes																	
2011-3	ISIN (Reg S)	ISIN (144a)	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	US43641NBG88	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	US43641NBH61	AAA/Aaa/AAA	AAA/Aaa/AAA	USD	1.58	2,000,000,000	(2,000,000,000)	0	3M USD LIBOR	1.55%	-	-	-	-	Jan-2015	Oct-2054	Sched AM			
A3	XS0679918853	X30679922889	AAA/Aaa/AAA	AAA/Aaa/AAA	EUR	1.15	200,000,000	(200,000,000)	0	3M EUR LIBOR	1.40%	-	-	-	-	Jan-2015	Oct-2054	Sched AM			
A4	XS0679914944	X30679923937	AAA/Aaa/AAA	AAA/Aaa/AAA	GBP	-	155,000,000	(155,000,000)	0	3M GBP LIBOR	1.55%	-	-	-	-	Oct-2016	Oct-2054	Sched AM			
A5	XS0679915081	US43641NBL73	AAA/Aaa/AAA	AAA/Aaa/AAA	USD	1.58	500,000,000	0	500,000,000	USD FIXED	0.00%	3.61500%	15/07/2018 - 15/01/2019	15/01/2019	9,037,500	Jan-2019	Oct-2054	Sched AM			
A6	XS0679915164	US43641NBM56	AAA/Aaa/AAA	AAA/Aaa/AAA	USD	1.58	250,000,000	0	250,000,000	3M USD LIBOR	1.75%	4.18631%	15/10/2018 - 15/01/2019	15/01/2019	2,674,587	Jan-2019	Oct-2054	Sched AM			

Closing Date		26/05/2016		Series 2016-1 Notes																	
2016-1	ISIN (Reg S)	ISIN (144a)	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	XS1419677387	US43641NBW39	AAA/Aaa/AAA	AAA/Aaa/AAA	USD	1.46	375,000,000	(375,000,000)	0	1M USD LIBOR	0.60%	1.56288%	15/10/2018 - 15/01/2019	15/01/2019	1,339,367	N/A	Apr-2017	Sched AM			
A2	XS1419677544	XS1419805996	AAA/Aaa/AAA	AAA/Aaa/AAA	GBP	-	340,000,000	0	340,000,000	3M GBP LIBOR	0.75%	1.71288%	15/10/2018 - 15/01/2019	15/01/2019	1,675,248	N/A	Oct-2054	Sched AM			
Z	XS1419677460	n/a	n/a	n/a	GBP	-	582,000,000	(194,440,369)	387,559,630	3M GBP LIBOR	0.90%	-	-	-	-	-	Oct-2054	P-Through			

*All Notes are listed on the London Stock Exchange.

Closing Date		04/10/2017		Series 2017-1 Notes																	
2017-1	ISIN (Reg S)	ISIN (144a)	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	XS1693006071	n/a	AAA/Aaa/AAA	AAA/Aaa/AAA	GBP	-	250,000,000	0	250,000,000	3M GBP LIBOR	0.28%	1.09288%	15/10/2018 - 15/01/2019	15/01/2019	686,664	Jul-2020	Oct-2054	Sched AM			
A2	XS1693006091	n/a	AAA/Aaa/AAA	AAA/Aaa/AAA	GBP	-	250,000,000	0	250,000,000	3M GBP LIBOR	0.42%	1.23288%	15/10/2018 - 15/01/2019	15/01/2019	776,883	Jul-2023	Oct-2054	Sched AM			

Closing Date		18/03/2018		Series 2018-1 Notes																	
2018-1	ISIN (Reg S)	ISIN (144a)	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	XS1791715201	US43641NBX12	AAA/Aaa/AAA	AAA/Aaa/AAA	USD	1.39	200,000,000	(130,000,000)	70,000,000	1M USD LIBOR	0.37%	2.67650%	15/11/2018 - 17/12/2018	17/12/2018	166,538	Jan-2019	Jan-2019	Sched AM			
A2	XS1791715486	US43641NB194	AAA/Aaa/AAA	AAA/Aaa/AAA	USD	1.39	750,000,000	0	750,000,000	3M USD LIBOR	0.36%	2.73631%	15/10/2018 - 15/01/2019	15/01/2019	5,359,594	Oct-2020	Oct-2054	Sched AM			
A3	XS1791440659	n/a	AAA/Aaa/AAA	AAA/Aaa/AAA	GBP	-	300,000,000	0	300,000,000	3M GBP LIBOR	0.36%	1.17288%	15/10/2018 - 15/01/2019	15/01/2019	886,890	Oct-2023	Oct-2054	Sched AM			

Closing Date 30/09/2018

Series 2018-2 Notes

2018-2	ISIN (Reg S)	ISIN (144a)	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	XS1872157653	US43641NBZ69	A-1+/P-1/F1+	A-1+/P-1/F1+	USD	1.28	210,000,000	-	210,000,000	1M USD LIBOR	0.35%	2.65650%	15/11/2018 - 17/12/2018	Dec-2018	495,880	n/a	Jul-2019	Sched AM
A2	XS1872157737	US43641NC A00	AAA/Aaa/AAA	AAA/Aaa/AAA	USD	1.28	800,000,000	-	800,000,000	3M USD LIBOR	0.42%	2.85631%	15/10/2018 - 15/01/2019	Jan-2019	5,839,567	Jan-2021	Oct-2054	Sched AM
Z	XS1872157810	N/A	AAA/Aaa/AAA	AAA/Aaa/AAA	GBP	-	74,000,000	-	74,000,000	3M GBP LIBOR	0.90%	1.71288%	15/10/2018 - 15/01/2019	Jan-2019	319,487	Jan-2021	Oct-2054	Pass-Through

Combined Credit Enhancement	Total £	Total %	Current note subordination	Subordination +Reserve Fund	Subordination % Required
Class A Notes	£2,993,638,834	86.64%	13.36%	16.25%	8.30%
Class B Notes	£0	0.00%	0.00%	0.00%	0.00%
Class Z Notes	£461,559,620	13.36%	0.00%	2.89%	
	£3,455,198,454.10	100.00%			
Funding Reserve Fund Required Amount	£100,000,000	2.89%			

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	£100,000,000
Drawings	£0
Top up	£0
Balance carried forward	£100,000,000

Quarterly Excess Spread*	Excluding Z notes interest payment	Including Z notes interest payment
Quarterly Excess Spread annualised	2.69%	3.46%
Quarterly Excess Spread rolling 12 month average	2.58%	3.42%

*Quarterly Excess Spread is calculated at each quarterly Interest Payment Date

Monthly Excess Spread* as at December 2018	Excluding Z notes	Including Z notes
Monthly Excess Spread annualised	0.98%	1.23%

*Monthly Excess Spread is calculated using monthly Funding Revenue received and one third of Fundings quarterly liabilities

Funding Principal Ledger-AAA	218,442,589
Funding Principal Ledger-AA	-
Funding Principal Ledger-A	-
Funding Principal Ledger-BBB	-
Funding Principal Ledger	218,442,589

Accounts as at 30 November 2018	Counterparty	Rate	Amount
Mortgages Trustee GIC	Santander UK	Libor	155,054,097
Funding GIC	Santander UK	Libor	334,147,015
Funding Transaction Account	Santander UK	Libor - 0.25%	3
Panel Banks	Bank of New York Mellon	-	-

SWAP PAYMENTS

Note	Swap Counterparty	Currency Notional	Receive Reference Rate	Receive Margin	Receive Rate	Interest Received	Principal Received	£ Notional	Pay reference rate	Pay margin	Pay rate	Interest Paid	Principal Paid
2018-1 A1	SAN UK	70,000,000.00	1M USD LIBOR	0.37000%	2.67650%	166,537.78	0.00	50,472,276.00	3M GBP LIBOR	0.10400%	0.91688%	0.00	0.00
2018-2 A1	SAN UK	210,000,000.00	1M USD LIBOR	0.42000%	2.65650%	495,880.00	0.00	163,781,001.40	3M GBP LIBOR	0.22500%	1.03788%	0.00	0.00

COLLATERAL

Note	Collateral Postings	Counterparty

There was no collateral posted during this period.

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 (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 None
Full details of all Trigger Events can be found within the Holmes Master Issuer plc. base prospectus	

Definitions

1 Current value of mortgages

Includes all amounts of principal, interest and fees as yet unpaid by the borrower. Current Value of Mortgage Loans in Pool in 'Mortgage Loan Profile' and 'Trust Asset' is different due to the 'Mortgage Loan Profile' value including the accrued interest over the reporting period.

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 1 month CPR

On any trust calculation date, the total principal receipts received during the immediately preceding trust calculation period divided by the aggregate current balance of the loans comprised in the trust property calculated on the previous trust calculation date in respect of the previous trust calculation period.

5 1 month annualised CPR

Calculated as $1 - ((1 - R) ^ 12)$ where R is (i) total principal receipts received scheduled and unscheduled during the relevant period, divided by (ii) the aggregate outstanding principal balance of the loans in the expected portfolio as at the start of that period.

6 3 month average CPR

The total principal receipts received during the immediately preceding trust calculation period for the last 3 months divided by the average aggregate current balance of the last 3 months of the loans comprised in the trust property.

7 3 month annualised CPR

Calculated as $1 - ((1 - R) ^ 4)$ where R is (i) total principal receipts received scheduled and unscheduled during the relevant period, divided by (ii) the average aggregate

12 month average CPR

The total principal receipts received during the immediately preceding trust calculation period for the last 12 months divided by the average aggregate current balance of the last

9

Savings balance

10 X

Current balance of Loans in the trust property multiplied by 4.4%

11 Y

Flexible drawings set-off risk

12 Z

Breach of Mortgage Sale Agreement

13 AA

Reward loans cashbacks

14 Excess Spread calculation

After a review of the calculation and reporting, Excess Spread has been updated to include 4 reporting components:

1. Quarterly including Z Notes 2. Quarterly excluding Z Notes 3. Monthly including Z Notes 4. Monthly excluding Z Notes

In all cases Excess Spread is calculated by dividing excess cash available (pre and post Z Note payment) divided by a. Quarterly = the weighted average Funding Share for the relevant period and b. Monthly = the current Funding Share for the relevant period

Notes Risk retention

The seller confirms that if it sells one or more new loans and their related security to the mortgages trustee on or after 1 January 2015, the seller, in its capacity as originator, (i) on or immediately following the relevant sale date, will retain, on an on-going basis, a material net economic interest of not less than 5 per cent. in the nominal value of the securitised exposures in accordance with the text of Article 405 of Regulation (EU) No 575/2013 and Article 51 of Regulation (EU) No 231/2013, and (ii) will disclose via an RNS announcement (or in such other manner as the seller may determine) such retained interest and the manner in which it is held. Any change to the manner in which such interest is held will be notified to noteholders in accordance with the conditions.

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