For Period 09 June 2007 to 09 July 2007

All values are in thousands of pounds sterling unless otherwise stated

Mortgage Asset Analysis

Analysis of Mortgage Trust Movements

Brought Forward
Replenishment
Repurchased
Redemptions
Losses
Capitalised Interest
Other Movements
Carried Forward

Curren	t Period	
Number	£000's	
460,427	39,857,136	
19,020	2,071,367	
(7,188)	(806,384)	
(11,652)	(1,140,624)	
(43)	(148)	
C	3,789	(* see below)
C	0	
460,564	39,985,136	

^{*} Capitalised interest refers to interest due met from amounts standing to the credit of overpay ment facilities on flexible loans

Brought Forward
Replenishment
Repurchased
Redemptions
Losses
Capitalised Interest
Other Movements
Carried Forward

Cumu	lative	
Number	£000's	
115,191	6,399,214	
1,478,051	125,406,056	
(459,316)	(36,383,056)	
(671,897)	(55,644,589)	
(1,465)	(3,767)	
0	211,278	(* see above)
0	0	
460,564	39,985,136	

For Period 09 June 2007 to 09 July 2007

All values are in thousands of pounds sterling unless otherwise stated

Prepayment Rates		
	Trust Payment Rate (CPR) - Redemptions	Annualised Trust Payment Rate (CPR)
1 Month	2.86%	29.42%
3 Month	8.38%	29.53%
12 Month	30.22%	30.22%
	Trust Payment Rate (CPR) - Repurchases	Annualised Trust Payment Rate (CPR)
1 Month	2.02%	15.75%
3 Month	5.54%	15.55%
12 Month	13.74%	13.74%
	Trust Payment Rate (CPR) - Redemptions and Repurchases	Annualised Trust Payment Rate (CPR)
1 Month	4.88%	45.17%
3 Month	13.92%	45.08%
12 Month	43.96%	43.96%
Asset Profiles		
Weighted Average Seasoning	35.60	months
Weighted Average Loan size	£86,817.76	
Weighted Average LTV	64.83%	*** (see below)
Weighted Average Indexed LTV	58.14%	using Halifax House Price Index
Weighted Average Indexed LTV	56.97%	using Nationwide House Price Index
Weighted Average Remaining Term	17.82	Years

£000's

10,452,115

14,046,778

15,486,243

39,985,136

26.14%

35.13%

38.73%

100.00%

As at 09 July 2007 approximately 16.21% of the loans were flexible loans

Product Type Analysis

Variable Rate

Fixed Rate

Tracker Rate

For Period 09 June 2007 to 09 July 2007

All values are in thousands of pounds sterling unless otherwise stated

Repayment Method Analysis
Endowment
Interest Only

Repayment

Remortgage

£000's	%
4,402,363	11.01%
11,551,706	28.89%
24,031,067	60.10%
39,985,136	100.00%

As at 09 July 2007 approximately 24.46% of the loans were written under Abbey's policy of non-income verification

Loan	Purpose	Analysis
Purch	nase	

£000's	%
23,607,224	59.04%
16,377,912	40.96%
39,985,136	100.00%

Mortgage Standard Variable Rate

Effective Date	Rate
01 June 2007	7.59%
01 February 2007	7.34%
01 December 2006	7.09%
01 September 2006	6.75%

Geographic Analysis

Region	Number	£000's	%
East Anglia	17,887	1,423,669	3.56%
East Midlands	24,494	1,846,470	4.62%
Greater London	79,426	8,924,872	22.32%
North	18,954	1,177,725	2.95%
North West	52,598	3,647,826	9.12%
Scotland	29,184	1,786,028	4.47%
South East	121,601	12,483,058	31.22%
South West	36,909	3,202,969	8.01%
Wales	21,327	1,429,522	3.58%
West Midlands	28,883	2,112,352	5.28%
Yorkshire and Humberside	28,632	1,906,624	4.77%
Unknown	669	44,021	0.11%
Total	460,564	39,985,136	100.00%

For Period 09 June 2007 to 09 July 2007

All values are in thousands of pounds sterling unless otherwise stated

Original LTV Bands

Range
0.00 - 25.00
25.01 - 50.00
50.01 - 75.00
75.01 - 80.00
80.01 - 85.00
85.01 - 90.00
90.01 - 95.00
Total

Number	£000's	%	Average Seasoning
36,236	1,400,880	3.50%	31.74
122,986	8,059,667	20.16%	34.04
186,639	18,709,890	46.79%	32.49
18,828	2,014,321	5.04%	38.53
23,795	2,738,102	6.85%	36.58
39,334	4,618,611	11.55%	35.23
32,746	2,443,664	6.11%	58.29
460,564	39,985,136	100.00%	35.25

^{***} The balance is the current outstanding balance on the account including accrued interest. The LTV is that at origination and excludes any capitalised high loan to value fees, valuation fees or booking fees.

<u>Arrears</u>

Band
Current
1.00 - 1.99 months
2.00 - 2.99 months
3.00 - 3.99 months
4.00 - 4.99 months
5.00 - 5.99 months
6.00 -11.99 months
12 months and over
Properties in Possession
Total

Number	Principal	Overdue	%
449,200	38,982,265	(1,597)	97.53%
6,664	595,170	5,208	1.49%
2,118	180,585	3,095	0.45%
1,011	83,346	1,987	0.21%
436	35,362	1,088	0.09%
287	23,488	904	0.06%
485	41,735	2,352	0.10%
66	6,064	855	0.02%
297	20,540	2,689	0.05%
460,564	39,968,555	16,581	100.00%

Definition of 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.

For Period 09 June 2007 to 09 July 2007

All values are in thousands of pounds sterling unless otherwise stated

Movement in Shares of Trust

	Funding	Seller
	£000's	£000's
Balance Brought Forward	19,563,591	20,293,545
Replenishment of Assets	0	2,071,367
Acquisition by Funding	5,854,684	(5,854,684)
Distribution of Principal Receipts	(1,821,972)	(125,036)
Allocation of Losses	(93)	(55)
Share of Capitalised Interest	2,113	1,676
Payment Re Capitalised Interest	(2,113)	2,113
Balance Carried Forward	23,596,210	16,388,926
Carried Forward Percentage	59.01246%	40.98754%
Minimum Seller Share	2,354,709	5.89%

Cash Accumulation Ledger

	£000's
Brought Forward	1,655,097
Additional Amounts Accumulated	1,822,069
Payment of Notes	(
Carried Forward	3,477,162

Target Balance	1,397,455 payable on 16th July 2007
	514,139 payable on 15th March 2008
	1,564,958 payable on 15th October 2007
	3 476 552

For Period 09 June 2007 to 09 July 2007

All values are in thousands of pounds sterling unless otherwise stated

Fycess	Spread	*
EXCESS.	Spieau	

Quarter to 16/04/07	0.3784%
Quarter to 16/01/07	0.4303%
Quarter to 16/10/06	0.4790%
Quarter to 17/07/06	0.4492%

^{*}Excess spread is calculated by reference to deferred consideration (determined according to relevant accounting policies) for the period, adjusted for non-cash related items and items relating to amounts falling due after transfers to the first and second reserve funds in the Funding Revenue Priority of Payments, expressed as a percentage of the average note balance over that period.

Reserve Funds

Balance as at 15/04/07

Required Amount as at 15/04/07

Percentage of Notes

Percentage of Funding Share

First Reserve	Second Reserve	Funding Reserve
£393,279,551.79	£0.00	£0.00
£420,000,000.00	£0.00	£10,000,000.00
1.45%	0.00%	0.00%
1.67%	0.00%	0.00%

Notes Outstanding

AAA	Notes Outstanding
AA	Notes Outstanding
Α	Notes Outstanding
BBB	Notes Outstanding

Total

£000's	
	25,225,231
	723,536
	276,106
	848,499
	27,073,373

Properties in Possession

Stock

Brought Forward
Repossessed in Perio
Sold in Period
Carried Forward

Repossessed to date
Sold to date
Carried Forward

Current	t Period
Number	£000's
302	23,500
38	8,733
(43)	(9,003)
297	23,230

Cumulative							
Number	£000's						
1,757	242,039						
(1,460)	(218,809)						
297	23,230						

Holmes Financing No 1 plc, Holmes Financing No 2 plc, Holmes Financing No 6 plc, Holmes Financing No 7 plc, Holmes Financing No 8 plc, Holmes Financing No 9 plc, Holmes Financing No 10 plc, Holmes Master Issuer 2006-1, Holmes Master Issuer 2007-1, Holmes Master Issuer 2007-2

Periodic Report re Holmes Trustees Limited and Holmes Funding Limited

For Period 09 June 2007 to 09 July 2007

All values are in thousands of pounds sterling unless otherwise stated

Average time Possession to Sale 101 Days

Average arrears at time of Sale £5,682

MIG Claim Status **

 Number
 £000's

 MIG Claims made
 199
 1,396

Trigger Events

There has been no debit to the AAA Principal Deficiency Ledger

The Seller has not suffered an Insolvency Event

The Seller is still the Servicer

The Outstanding Principal balance is in excess of £30 billion

Contact Details

If you have any queries regarding this report please contact the Securitisation Team via

Telephone: +44 (1908) 343232 / 344602 / 343836

Facsimilie: +44 (1908) 343019

Email: Securitisation@Abbey.com

^{**}On the 14th June 2006, Abbey exercised its right to cancel all relevant MIG policies and therefore, none of the mortgage loans in the portfolio are currently covered by a MIG policy.

For Period 09 June 2007 to 09 July 2007

<u>Notes</u>	<u>Deal</u>	Rating (S&P/Moody's/Fitch)	Outstanding Re	ference Rate	<u>Margin</u>
Series 3 Class A1	Holmes Financing No. 1	AAA/Aaa/AAA	£375,000,000	5.60000%	0.26%
Series 3 Class A2	Holmes Financing No. 1	AAA/Aaa/AAA	€320,000,000	3.96800%	0.26%
Series 3 Class B	Holmes Financing No. 1	AA/Aa3/AA	£24,000,000	5.60000%	0.45%
Series 3 Class C	Holmes Financing No. 1	BBB/Baa2/BBB	£30,000,000	5.60000%	1.60%
Series 4 Class A	Holmes Financing No. 1	AAA/Aaa/AAA	£250,000,000		6.62%
Series 4 Class B	Holmes Financing No. 1	AA/Aa3/AA	£11,000,000	5.60000%	0.62%
Series 4 Class C	Holmes Financing No. 1	BBB/Baa2/BBB	£14,000,000	5.60000%	1.75%
Series 4 Class A	Holmes Financing No. 2	AAA/Aaa/AAA	€500,000,000	3.96800%	0.27%
Series 4 Class B	Holmes Financing No. 2	AA/Aa3/AA	€21,000,000	3.96800%	0.50%
Series 4 Class C	Holmes Financing No. 2	BBB/Baa2/BBB	€35,000,000	3.96800%	1.60%
Series 3 Class B	Holmes Financing No. 6	AA/Aa3/AA	€34,000,000	3.96800%	0.50%
Series 3 Class C	Holmes Financing No. 6	BBB/Baa2/BBB	€57,000,000	3.96800%	1.50%
Series 4 Class A 1	Holmes Financing No. 6	AAA/Aaa/AAA	\$1,000,000,000	5.35563%	0.24%
Series 4 Class A 2	Holmes Financing No. 6	AAA/Aaa/AAA	CHF 300,000,000		2.50%
Series 4 Class B	Holmes Financing No. 6	AA/Aa3/AA	\$40,000,000	5.35563%	0.52%
Series 4 Class C	Holmes Financing No. 6	BBB/Baa2/BBB	\$69,000,000	5.35563%	1.55%
Series 5 Class A	Holmes Financing No. 6	AAA/Aaa/AAA	£500,000,000	5.60000%	0.24%
Series 5 Class B	Holmes Financing No. 6	AA/Aa3/AA	£17,000,000	5.60000%	0.52%
Series 5 Class C	Holmes Financing No. 6	BBB/Baa2/BBB	£29,000,000	5.60000%	1.55%
Series 3 Class B	Holmes Financing No. 7	AA/Aa3/AA	£15,000,000	5.60000%	0.50%
Series 3 Class M	Holmes Financing No. 7	A/A2/A	£20,000,000	5.60000%	0.80%
Series 4 Class A 1	Holmes Financing No. 7	AAA/Aaa/AAA	€500,000,000	3.96800%	0.26%
Series 4 Class A 2	Holmes Financing No. 7	AAA/Aaa/AAA	£250,000,000	5.60000%	0.26%
Series 4 Class B	Holmes Financing No. 7	AA/Aa3/AA	€41,000,000	3.96800%	0.53%
Series 4 Class M	Holmes Financing No. 7	A/A2/A	€56,000,000	3.96800%	0.80%
Series 3 Class A	Holmes Financing No. 8	AAA/Aaa/AAA	€990,000,000	3.96800%	0.15%
Series 3 Class B	Holmes Financing No. 8	AA/Aa3/AA	€ 34,000,000	3.96800%	0.27%
Series 3 Class C	Holmes Financing No. 8	BBB/Baa2/BBB	€57,500,000	3.96800%	0.85%
Series 4 Class A 1	Holmes Financing No. 8	AAA/Aaa/AAA	£900,000,000	5.60000%	0.15%
Series 4 Class A 2	Holmes Financing No. 8	AAA/Aaa/AAA	\$500,000,000	5.35563%	0.14%
Series 4 Class B	Holmes Financing No. 8	AA/Aa3/AA	£39,900,000	5.60000%	0.30%
Series 4 Class C	Holmes Financing No. 8	BBB/Baa2/BBB	£68,000,000	5.60000%	0.90%
Series 2 Class A	Holmes Financing No. 9	AAA/Aaa/AAA	\$2,175,000,000	5.35563%	0.06%
Series 3 Class A1	Holmes Financing No. 9	AAA/Aaa/AAA	€740,000,000	3.96800%	0.10%
Series 3 Class A2	Holmes Financing No. 9	AAA/Aaa/AAA	£400,000,000	5.60000%	0.09%
Series 4 Class A	Holmes Financing No. 9	AAA/Aaa/AAA	£600,000,000	5.60000%	0.09%
Series 1 Class A	Holmes Financing No. 10	AAA/Aaa/AAA	\$1,260,000,000	5.32000%	-0.03%
Series 1 Class B	Holmes Financing No. 10	AA/Aa3/AA	\$47,000,000	5.35563%	0.08%
Series 1 Class C	Holmes Financing No. 10	BBB/Baa2/BBB	\$47,000,000	5.35563%	0.27%
Series 2 Class A	Holmes Financing No. 10	AAA/Aaa/AAA	\$1,440,000,000	5.35563%	0.03%
Series 2 Class B	Holmes Financing No. 10	AA/Aa3/AA	\$55,000,000	5.35563%	0.09%
Series 2 Class C	Holmes Financing No. 10	BBB/Baa2/BBB	\$55,000,000	5.35563%	0.35%
Series 3 Class A	Holmes Financing No. 10	AAA/Aaa/AAA	€1,000,000,000	3.96800%	0.07%
Series 3 Class B1	Holmes Financing No. 10	AA/Aa3/AA	€37,000,000	3.96800%	0.12%
Series 3 Class B2	Holmes Financing No. 10	AA/Aa3/AA	£27,500,000	5.60000%	0.12%
Series 3 Class M1	Holmes Financing No. 10	A/A2/A	€ 34,000,000	3.96800%	0.20%
Series 3 Class M2	Holmes Financing No. 10	A/A2/A	£20,000,000	5.60000%	0.20%

For Period 09 June 2007 to 09 July 2007

<u>Notes</u>	<u>Deal</u>	Rating (S&P/Moody's/Fitch)	Outstanding Refe	erence Rate	<u>Margin</u>
Series 3 Class C1	Holmes Financing No. 10	BBB/Baa2/BBB	€52,500,000	3.96800%	0.40%
Series 3 Class C2	Holmes Financing No. 10	BBB/Baa2/BBB	£22,000,000	5.60000%	0.40%
Series 4 Class A1	Holmes Financing No. 10	AAA/Aaa/AAA	\$1,440,000,000	5.35563%	0.08%
Series 4 Class A2	Holmes Financing No. 10	AAA/Aaa/AAA	£750,000,000	5.60000%	0.09%
Series 1 Class A	Holmes Master Issuer 2006-1	AAA/Aaa/AAA	\$1,500,000,000	5.32000%	-0.02%
Series 1 Class B	Holmes Master Issuer 2006-1	AA/Aa3/AA	\$45,000,000	5.35563%	0.09%
Series 1 Class C	Holmes Master Issuer 2006-1	BBB/Baa2/BBB	\$45,000,000	5.35563%	0.24%
Series 2 Class A	Holmes Master Issuer 2006-1	AAA/Aaa/AAA	\$1,500,000,000	5.35563%	0.06%
Series 2 Class B	Holmes Master Issuer 2006-1	AA/Aa3/AA	\$35,000,000	5.35563%	0.12%
Series 2 Class M	Holmes Master Issuer 2006-1	A/A2/A	\$30,000,000	5.35563%	0.19%
Series 2 Class C	Holmes Master Issuer 2006-1	BBB/Baa2/BBB	\$40,000,000	5.35563%	0.39%
Series 3 Class A1	Holmes Master Issuer 2006-1	AAA/Aaa/AAA	\$900,000,000	5.35563%	0.08%
Series 3 Class A2	Holmes Master Issuer 2006-1	AAA/Aaa/AAA	€670,000,000	3.96800%	0.10%
Series 3 Class A3	Holmes Master Issuer 2006-1	AAA/Aaa/AAA	£700,000,000	5.60000%	0.10%
Series 3 Class B2	Holmes Master Issuer 2006-1	AA/Aa3/AA	€37,500,000	3.96800%	0.15%
Series 3 Class B3	Holmes Master Issuer 2006-1	AA/Aa3/AA	£20,000,000	5.60000%	0.15%
Series 3 Class M2	Holmes Master Issuer 2006-1	A/A2/A	€35,500,000	3.96800%	0.22%
Series 3 Class M3	Holmes Master Issuer 2006-1	A/A2/A	£12,000,000	5.60000%	0.22%
Series 3 Class C2	Holmes Master Issuer 2006-1	BBB/Baa2/BBB	€61,500,000	3.96800%	0.42%
Series 3 Class C3	Holmes Master Issuer 2006-1	BBB/Baa2/BBB	£12,500,000	5.60000%	0.42%
Series 1 Class A1	Holmes Master Issuer 2007-1	AAA/Aaa/AAA	\$1,500,000,000	5.32000%	-0.02%
Series 1 Class A3	Holmes Master Issuer 2007-1	AAA/Aaa/AAA	£600,000,000	5.61125%	0.03%
Series 1 Class B1	Holmes Master Issuer 2007-1	AA/Aa3/AA	\$57,200,000	5.34508%	0.09%
Series 1 Class B2	Holmes Master Issuer 2007-1	AA/Aa3/AA	€21,400,000	3.93000%	0.09%
Series 1 Class C1	Holmes Master Issuer 2007-1	BBB/Baa2/BBB	\$30,300,000	5.34508%	0.28%
Series 1 Class C2	Holmes Master Issuer 2007-1	BBB/Baa2/BBB	€22,700,000	3.93000%	0.28%
Series 1 Class C3	Holmes Master Issuer 2007-1	BBB/Baa2/BBB	£15,550,000	5.61125%	0.28%
Series 2 Class A	Holmes Master Issuer 2007-1	AAA/Aaa/AAA	\$1,500,000,000	5.34508%	0.05%
Series 2 Class B2	Holmes Master Issuer 2007-1	AA/Aa3/AA	€26,300,000	3.93000%	0.14%
Series 2 Class M2	Holmes Master Issuer 2007-1	A/A2/A	€10,600,000	3.93000%	0.22%
Series 2 Class M3	Holmes Master Issuer 2007-1	A/A2/A	£10,800,000	5.61125%	0.22%
Series 2 Class C1	Holmes Master Issuer 2007-1	BBB/Baa2/BBB	\$9,800,000	5.34508%	0.42%
Series 2 Class C2	Holmes Master Issuer 2007-1	BBB/Baa2/BBB	€21,900,000	3.93000%	0.42%
Series 2 Class C3	Holmes Master Issuer 2007-1	BBB/Baa2/BBB	£5,000,000	5.61125%	0.42%
Series 3 Class A1	Holmes Master Issuer 2007-1	AAA/Aaa/AAA	\$1,600,000,000	5.34508%	0.08%
Series 3 Class A2	Holmes Master Issuer 2007-1	AAA/Aaa/AAA	€1,500,000,000	3.93000%	0.10%
Series 3 Class A3	Holmes Master Issuer 2007-1	AAA/Aaa/AAA	£800,000,000	5.61125%	0.10%
Series 3 Class B2	Holmes Master Issuer 2007-1	AA/Aa3/AA	€46,700,000	3.93000%	0.14%
Series 3 Class B3	Holmes Master Issuer 2007-1	AA/Aa3/AA	£48,000,000	5.61125%	0.14%
Series 3 Class M2	Holmes Master Issuer 2007-1	A/A2/A	€28,000,000	3.93000%	0.22%
Series 3 Class M3	Holmes Master Issuer 2007-1	A/A2/A	£28,800,000	5.61125%	0.22%
Series 3 Class C2	Holmes Master Issuer 2007-1	BBB/Baa2/BBB	€86,900,000	3.93000%	0.42%
Series 3 Class C3	Holmes Master Issuer 2007-1	BBB/Baa2/BBB	£25,500,000	5.61125%	0.42%
Series 4 Class A	Holmes Master Issuer 2007-1	AAA/Aaa/AAA	\$1,000,000,000	5.34508%	0.10%
Series 1 Class A1	Holmes Master Issuer 2007-2	AAA/Aaa/AAA	\$1,225,000,000	5.37367%	0.03%
Series 1 Class A2	Holmes Master Issuer 2007-2	AAA/Aaa/AAA	\$1,200,000,000	5.37367%	0.04%
Series 1 Class B	Holmes Master Issuer 2007-2	AA/Aa3/AA	\$82,000,000	5.37367%	0.07%

Holmes Financing No 1 plc, Holmes Financing No 2 plc, Holmes Financing No 6 plc, Holmes Financing No 7 plc, Holmes Financing No 8 plc, Holmes Financing No 9 plc, Holmes Financing No 10 plc, Holmes Master Issuer 2006-1, Holmes Master Issuer 2007-2

Periodic Report re Holmes Trustees Limited and Holmes Funding Limited

For Period 09 June 2007 to 09 July 2007

<u>Notes</u>	<u>Deal</u>	Rating (S&P/Moody's/Fitch)	Outstanding Refe	erence Rate	<u>Margin</u>
Series 1 Clas	ss C Holmes Master Issuer 2007-2	BBB/Baa2/BBB	\$128,400,000	5.37367%	0.23%
Series 2 Clas	ss A Holmes Master Issuer 2007-2	AAA/Aaa/AAA	CAD 600,000,000	4.38423%	0.08%
Series 2 Clas	ss A1 Holmes Master Issuer 2007-2	AAA/Aaa/AAA	\$2,750,000,000	5.37367%	0.05%
Series 2 Clas	ss B1 Holmes Master Issuer 2007-2	AA/Aa3/AA	\$25,000,000	5.37367%	0.12%
Series 2 Clas	ss B2 Holmes Master Issuer 2007-2	AA/Aa3/AA	€95,000,000	4.19300%	0.13%
Series 2 Clas	ss B3 Holmes Master Issuer 2007-2	AA/Aa3/AA	£50,000,000	5.93143%	0.14%
Series 2 Clas	ss C1 Holmes Master Issuer 2007-2	BBB/Baa2/BBB	\$34,000,000	5.37367%	0.41%
Series 2 Clas	ss C2 Holmes Master Issuer 2007-2	BBB/Baa2/BBB	€106,000,000	4.19300%	0.41%
Series 2 Clas	ss C3 Holmes Master Issuer 2007-2	BBB/Baa2/BBB	£45,000,000	5.93143%	0.43%
Series 2 Clas	ss M1 Holmes Master Issuer 2007-2	A/A2/A	\$10,000,000	5.37367%	0.22%
Series 2 Clas	ss M2 Holmes Master Issuer 2007-2	A/A2/A	€20,000,000	4.19300%	0.22%
Series 2 Clas	ss M3 Holmes Master Issuer 2007-2	A/A2/A	£38,000,000	5.93143%	0.24%
Series 3 Clas	ss A1 Holmes Master Issuer 2007-2	AAA/Aaa/AAA	\$1,250,000,000	5.37367%	0.08%
Series 3 Clas	ss A2 Holmes Master Issuer 2007-2	AAA/Aaa/AAA	€1,300,000,000	4.19300%	0.09%
Series 3 Clas	ss A3 Holmes Master Issuer 2007-2	AAA/Aaa/AAA	£450,000,000	5.93143%	0.09%
Series 4 Clas	ss A1 Holmes Master Issuer 2007-2	AAA/Aaa/AAA	\$750,000,000	5.37367%	0.10%

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All values are in thousands of pounds sterling unless otherwise stated

Retired Class A Notes

Date Retired	Holmes 1	Holmes 2	Holmes 6	Holmes 7	Holmes 8	Holmes 9	Holmes 10	Holmes 2006-1	Holmes 2007-1	Holmes 2007-2
02Q3	-	703	-	-	-	-	-	-	-	-
02Q4	-	-	-	-	-	-	-	-	-	-
03Q1	-	-	-	-	-	-	-	-	-	-
03Q2	-	-	-	-	-	-	-	-	-	-
03Q3	600	-	481	-	-	-	-	-	-	-
03Q4	-	176	481	-	-	-	-	-	-	-
04Q1	-	176	-	241	-	-	-	-	-	-
04Q2	-	176	-	241	-	-	-	-	-	-
04Q3	-	176	-	-	-	-	-	-	-	-
04Q4	-	-	-	-	-	-	-	-	-	-
05Q1	-	-	-	-	-	-	-	-	-	-
05Q2	-	-	801	-	1,001	-	-	-	-	-
05Q3	650	-	-	-	-	-	-	-	-	-
05Q4	-	125	-	-	-	-	-	-	-	-
06Q1	-	125	-	803	-	-	-	-	-	-
06Q2	-	125	-	-	-	-	-	-	-	-
06Q3	-	125	-	-	-	-	-	-	-	-
06Q4	-	-	-	-	-	1,018	-	-	-	-
07Q1	-	-	-	161	812	-	-	-	-	-
07Q2	-	-	634	161	-	-	-	-	-	-

Outstanding Class A Notes

Expected Redemption	Holmes 1	Holmes 2	Holmes 6	Holmes 7	Holmes 8	Holmes 9	Holmes 10	Holmes 2006-1	Holmes 2007-1	Holmes 2007-2
07Q2	-	-	-	-	-	-	-	-	-	-
07Q3	575	-	-	-	-	-	679	-	-	-
07Q4	-	300	770	-	-	-	-	795	-	-
08Q1	-	-	-	-	-	-	-	-	771	-
08Q2	-	-	500	592	221	-	388	-	600	715
08Q3	-	-	-	-	221	1,272	388	-	-	715
08Q4	-	-	-	-	221	-	-	-	-	-
09Q1	-	-	-	-	1,171	-	-	-	-	-
09Q2	-	-	-	-	-	-	342	-	-	-
09Q3	-	-	-	-	-	-	342	397	-	-
09Q4	-	-	-	-	-	-	-	397	-	-
10Q1	-	-	-	-	-	453	-	-	386	-
10Q2	-	-	-	-	-	453	-	-	386	1,664
10Q3	250	-	-	-	-	600	-	-	-	-
10Q4	-	-	-	-	-	-	1,526	1,632	-	-
11Q1	-	-	-	-	-	-	-	-	-	-
11Q2	-	-	-	-	-	-	-	-	2,649	654
11Q3	-	-	-	-	-	-	-	-	-	654
11Q4	-	-	-	-	-	-	-	-	-	654
12Q1	-	-	-	-	-	-	-	-	-	-
12Q2	-	-	-	-	-	-	-	-	-	-
12Q3	-	-	-	-	-	-	-	-	-	377
12Q4	-	-	-	-	-	-	-	-	515	-
13Q1	-	-	-	-	-	-	-	-	-	-

For Period 09 June 2007 to 09 July 2007

