

Holmes Financing (No. 1) PLC
Profit & Loss Account
Period Ended 16 July 2007

	This Quarter £'000	Prior Quarter £'000
Interest receivable - Inter-company loan	13,419	13,167
Interest receivable - Cash deposits	0	0
	<hr/> 13,420	<hr/> 13,168
Interest payable - Notes	(13,419)	(13,167)
Interest payable	-	-
	<hr/> (13,419)	<hr/> (13,167)
Net operating income	<hr/> 0	<hr/> 0
Fair value derivative	140	(43)
Other income		
Operating expenses	-	-
	<hr/> 140	<hr/> (43)
Profit on ordinary activities before taxation		
Taxation	(42)	13
	<hr/> 98	<hr/> (30)
Profit on ordinary activities after taxation		
Dividend	-	-
Retained profit brought forward	813	844
Retained profit carried forward	<hr/> <hr/> 911	<hr/> <hr/> 813

Holmes Financing (No. 1) PLC
Balance Sheet
Period Ended 16 July 2007

	£'000	£'000
Fixed asset investments		
Loans to Funding		329,000
Current assets		
Amounts due from group companies	20	
Cash at bank	20	
Fair value derivative	<u>1,263</u>	
	<u>1,303</u>	
Creditors: Amounts falling due within one year		
Sundry creditors	<u>379</u>	
	<u>379</u>	
Net current assets		924
Total assets less current liabilities		<u>329,924</u>
Creditors: Amounts falling due after more than one year		
Amounts due to noteholders		(329,000)
Net assets		<u>924</u>
Capital and reserves		
Share capital		13
Reserves		<u>911</u>
		<u>924</u>

Holmes Financing (No. 1) PLC
Notes Outstanding
Period Ended 16 July 2007

	ISIN / CUSIP Number	Currency	Reference Rate
Series 1 Class A	US436382AA36	US\$	3 month USD Libor
Series 1 Class B	US436382AB19	US\$	3 month USD Libor
Series 1 Class C	US436382AC91	US\$	3 month USD Libor
Series 2 Class A	US436382AD74	US\$	3 month USD Libor
Series 2 Class B	US436382AE57	US\$	3 month USD Libor
Series 2 Class C	US436382AF23	US\$	3 month USD Libor
Series 3 Class A1	XS0114776585	GBP	3 month Sterling Libor
Series 3 Class A2	XS0114776825	EUR	3 month Euribor
Series 3 Class B	XS0114777807	GBP	3 month Sterling Libor
Series 3 Class C	XS0114778953	GBP	3 month Sterling Libor
Series 4 Class A	XS0114779845	GBP	Fixed Rate
Series 4 Class B	XS0114780181	GBP	3 month Sterling Libor
Series 4 Class C	XS0114780421	GBP	3 month Sterling Libor

	Step Up Date	Expected Repayment Date	Initial Margin	Step up Margin
Series 1 Class A	July 2010	July 2003	14	N/A
Series 1 Class B	July 2010	October 2003	38	138
Series 1 Class C	July 2010	October 2003	103	203
Series 2 Class A	July 2010	July 2005	19	N/A
Series 2 Class B	July 2010	October 2005	41	141
Series 2 Class C	July 2010	October 2005	115	215
Series 3 Class A1	July 2010	July 2007	26	N/A
Series 3 Class A2	July 2010	July 2007	26	N/A
Series 3 Class B	July 2010	October 2007	45	145
Series 3 Class C	July 2010	October 2007	160	260
Series 4 Class A	July 2010	July 2010	6.62%	125
Series 4 Class B	July 2010	July 2010	62	162
Series 4 Class C	July 2010	July 2010	175	275

	Payment Frequency	Next Payment date	Moody's	S&P	Fitch Ratings
Series 1 Class A	Quarterly	N/A	Aaa	AAA	AAA
Series 1 Class B	Quarterly	N/A	Aa3	AA	AA
Series 1 Class C	Quarterly	N/A	Baa2	BBB	BBB
Series 2 Class A	Quarterly	N/A	Aaa	AAA	AAA
Series 2 Class B	Quarterly	N/A	Aa3	AA	AA
Series 2 Class C	Quarterly	N/A	Baa2	BBB	BBB
Series 3 Class A1	Quarterly	N/A	Aaa	AAA	AAA
Series 3 Class A2	Quarterly	N/A	Aaa	AAA	AAA
Series 3 Class B	Quarterly	15-Oct-2007	Aa3	AA	AA
Series 3 Class C	Quarterly	15-Oct-2007	Baa2	BBB	BBB
Series 4 Class A	Semi Annually	15-Jan-2008	Aaa	AAA	AAA
Series 4 Class B	Quarterly	15-Oct-2007	Aa3	AA	AA
Series 4 Class C	Quarterly	15-Oct-2007	Baa2	BBB	BBB

Holmes Financing (No. 1) PLC
Notes Outstanding
Period Ended 16 July 2007

	Initial note balance	Previous Principal	Redemptions	Current Principal
Series 1 Class A	\$900,000,000	\$0	\$0	\$0
Series 1 Class B	\$31,500,000	\$0	\$0	\$0
Series 1 Class C	\$42,000,000	\$0	\$0	\$0
Series 2 Class A	\$975,000,000	\$0	\$0	\$0
Series 2 Class B	\$34,500,000	\$0	\$0	\$0
Series 2 Class C	\$45,000,000	\$0	\$0	\$0
Series 3 Class A1	£375,000,000	£375,000,000	£375,000,000	£0
Series 3 Class A2	£320,000,000	£320,000,000	£320,000,000	£0
Series 3 Class B	£24,000,000	£24,000,000	£0	£24,000,000
Series 3 Class C	£30,000,000	£30,000,000	£0	£30,000,000
Series 4 Class A	£250,000,000	£250,000,000	£0	£250,000,000
Series 4 Class B	£11,000,000	£11,000,000	£0	£11,000,000
Series 4 Class C	£14,000,000	£14,000,000	£0	£14,000,000

	Currency Swap Counterparty	Current Rating Moody's / S&P / Fitch	Rating Trigger Moody's / S&P / Fitch	Comments
Series 1 Class A	Citibank	Aa1 / AA / AA+	below Aa3 / AA- / AA-	Series Repaid
Series 1 Class B	Citibank	Aa1 / AA / AA+	below Aa3 / AA- / AA-	Series Repaid
Series 1 Class C	Citibank	Aa1 / AA / AA+	below Aa3 / AA- / AA-	Series Repaid
Series 2 Class A	Gen Re	Aa1 / AAA / AA+	below Aa3 / AA- / AA-	Series Repaid
Series 2 Class B	Gen Re	Aa1 / AAA / AA+	below Aa3 / AA- / AA-	Series Repaid
Series 2 Class C	Gen Re	Aa1 / AAA / AA+	below Aa3 / AA- / AA-	Series Repaid
Series 3 Class A1	GBP - n/a			Series Repaid
Series 3 Class A2	Citibank	Aa1 / AA / AA+	below Aa3 / AA- / AA-	Series Repaid
Series 3 Class B	GBP - n/a			
Series 3 Class C	GBP - n/a			
Series 4 Class A	Citibank	Aa1 / AA / AA+	below Aa3 / AA- / AA-	
Series 4 Class B	GBP - n/a			
Series 4 Class C	GBP - n/a			

Holmes Financing (No. 2) PLC
Profit & Loss Account
Period Ended 16 July 2007

	This Quarter	Prior Quarter
	£'000	£'000
Interest receivable - Inter-company loan	4,980	4,887
Interest receivable - Cash deposits	-	-
	<hr/> 4,980	<hr/> 4,887
Interest payable - Notes	(4,980)	(4,887)
Interest payable	-	-
	<hr/> (4,980)	<hr/> (4,887)
Net operating income	-	-
Fair value derivative	117	(7)
Other income	-	-
Operating expenses	-	-
	<hr/> 117	<hr/> (7)
Profit on ordinary activities before taxation	117	(7)
Taxation	(35)	2
	<hr/> 82	<hr/> (5)
Profit on ordinary activities after taxation	82	(5)
Dividend	-	-
Retained profit brought forward	(31)	(26)
	<hr/> 51	<hr/> (31)
Retained profit carried forward	<hr/> <hr/> 51	<hr/> <hr/> (31)

Holmes Financing (No. 2) PLC
Balance Sheet
Period Ended 16 July 2007

	£'000	£'000
Fixed asset investments		
Loans to Funding		333,600
Current assets		
Amounts due from group companies	11	
Deferred Tax	61	
Cash at bank	10	
	<u>82</u>	
Creditors: Amounts falling due within one year		
Fair value derivative	18	
Taxation	-	
	<u>18</u>	
Net current assets		64
Total assets less current liabilities		<u>333,664</u>
Creditors: Amounts falling due after more than one year		
Amounts due to noteholders		(333,600)
Net assets		<u>64</u>
Capital and reserves		
Share capital		13
Reserves		<u>51</u>
		<u>64</u>

Holmes Financing (No. 2) PLC
Notes Outstanding
Period Ended 16 July 2007

	ISIN / CUSIP Number	Currency	Reference Rate
Series 1 Class A	US436381AA52	US\$	3 month USD Libor
Series 1 Class B	US436381AB36	US\$	3 month USD Libor
Series 1 Class C	US436381AC19	US\$	3 month USD Libor
Series 2 Class A	US436381AD91	US\$	3 month USD Libor
Series 2 Class B	US436381AE74	US\$	3 month USD Libor
Series 2 Class C	US436381AF40	US\$	3 month USD Libor
Series 3 Class A	XS120819445	GBP	3 month Sterling Libor
Series 3 Class B	XS120845101	GBP	3 month Sterling Libor
Series 3 Class C	XS120845952	GBP	3 month Sterling Libor
Series 4 Class A	XS120846687	EUR	3 month Euribor
Series 4 Class B	XS120847149	EUR	3 month Euribor
Series 4 Class C	XS120847578	EUR	3 month Euribor

	Step Up Date	Expected Repayment Date	Initial Margin	Step up Margin
Series 1 Class A	October 2007	July 2002	9	N/A
Series 1 Class B	October 2007	October 2002	35	135
Series 1 Class C	October 2007	October 2002	120	220
Series 2 Class A	October 2007	July 2004	18	36
Series 2 Class B	October 2007	October 2004	44	144
Series 2 Class C	October 2007	October 2004	135	235
Series 3 Class A	October 2007	July 2006	24	48
Series 3 Class B	October 2007	October 2006	45	145
Series 3 Class C	October 2007	October 2006	150	250
Series 4 Class A	October 2007	October 2007	27	54
Series 4 Class B	October 2007	October 2007	50	150
Series 4 Class C	October 2007	October 2007	160	260

	Payment Frequency	Next Payment date	Moody's	S&P	Fitch Ratings
Series 1 Class A	Quarterly	N/A	Aaa	AAA	AAA
Series 1 Class B	Quarterly	N/A	Aa3	AA	AA
Series 1 Class C	Quarterly	N/A	Baa2	BBB	BBB
Series 2 Class A	Quarterly	N/A	Aaa	AAA	AAA
Series 2 Class B	Quarterly	N/A	Aa3	AA	AA
Series 2 Class C	Quarterly	N/A	Baa2	BBB	BBB
Series 3 Class A	Quarterly	N/A	Aaa	AAA	AAA
Series 3 Class B	Quarterly	N/A	Aa3	AA	AA
Series 3 Class C	Quarterly	N/A	Baa2	BBB	BBB
Series 4 Class A	Quarterly	15-Oct-2007	Aaa	AAA	AAA
Series 4 Class B	Quarterly	15-Oct-2007	Aa3	AA	AA
Series 4 Class C	Quarterly	15-Oct-2007	Baa2	BBB	BBB

Holmes Financing (No. 2) PLC
Notes Outstanding
Period Ended 16 July 2007

	Initial note balance	Previous Principal	Redemptions	Current Principal
Series 1 Class A	\$1,000,000,000	\$0	\$0	\$0
Series 1 Class B	\$37,000,000	\$0	\$0	\$0
Series 1 Class C	\$49,000,000	\$0	\$0	\$0
Series 2 Class A	\$1,000,000,000	\$0	\$0	\$0
Series 2 Class B	\$37,000,000	\$0	\$0	\$0
Series 2 Class C	\$49,000,000	\$0	\$0	\$0
Series 3 Class A	£500,000,000	£0	£0	£0
Series 3 Class B	£19,000,000	£0	£0	£0
Series 3 Class C	£25,000,000	£0	£0	£0
Series 4 Class A	□500,000,000	□500,000,000	□0	□500,000,000
Series 4 Class B	□21,000,000	□21,000,000	□0	□21,000,000
Series 4 Class C	□35,000,000	□35,000,000	□0	□35,000,000

	Currency Swap Counterparty	Current Rating Moody's / S&P / Fitch	Rating Trigger Moody's / S&P / Fitch	Comments
Series 1 Class A	West LB	Aa2 / AA- / AAA	below Aa3 / AA- / AA-	Series Repaid
Series 1 Class B	West LB	Aa2 / AA- / AAA	below Aa3 / AA- / AA-	Series Repaid
Series 1 Class C	West LB	Aa2 / AA- / AAA	below Aa3 / AA- / AA-	Series Repaid
Series 2 Class A	Citibank	Aa1 / AA / AA+	below Aa3 / AA- / AA-	Series Repaid
Series 2 Class B	Citibank	Aa1 / AA / AA+	below Aa3 / AA- / AA-	Series Repaid
Series 2 Class C	Citibank	Aa1 / AA / AA+	below Aa3 / AA- / AA-	Series Repaid
Series 3 Class A	GBP - n/a			Series Repaid
Series 3 Class B	GBP - n/a			Series Repaid
Series 3 Class C	GBP - n/a			Series Repaid
Series 4 Class A	Citibank	Aa1 / AA / AA+	below Aa3 / AA- / AA-	
Series 4 Class B	Citibank	Aa1 / AA / AA+	below Aa3 / AA- / AA-	
Series 4 Class C	Citibank	Aa1 / AA / AA+	below Aa3 / AA- / AA-	

Holmes Financing (No. 3) PLC
Profit & Loss Account
Period Ended 16 July 2007

	This Quarter	Prior Quarter
	£'000	£'000
Interest receivable - Inter-company loan	-	-
Interest receivable - Cash deposits	-	-
	<hr/>	<hr/>
Interest payable - Notes	-	-
Interest payable	-	-
	<hr/>	<hr/>
Net operating income	-	-
Fair value derivative	-	-
Other income	-	-
Operating expenses	-	-
	<hr/>	<hr/>
Profit on ordinary activities before taxation	-	-
Taxation	-	-
	<hr/>	<hr/>
Profit on ordinary activities after taxation	-	-
Dividend	-	-
Retained profit brought forward	1	1
	<hr/>	<hr/>
Retained profit carried forward	<u>1</u>	<u>1</u>

Holmes Financing (No. 3) PLC
Balance Sheet
Period Ended 16 July 2007

	£'000	£'000
Fixed asset investments		
Loans to Funding		-
Current assets		
Amounts due from group companies	7	
Deferred Tax		
Cash at bank	<u>8</u>	
	<u>14</u>	
Creditors: Amounts falling due within one year		
Fair value derivative	-	
Sundry creditors	<u>-</u>	
	<u>-</u>	
Net current assets		14
Total assets less current liabilities		<u>14</u>
Creditors: Amounts falling due after more than one year		
Amounts due to noteholders		-
Net assets		<u><u>14</u></u>
Capital and reserves		
Share capital		13
Reserves		<u>1</u>
		<u><u>14</u></u>

Holmes Financing (No. 3) PLC
Notes Outstanding
Period Ended 16 July 2007

	ISIN / CUSIP Number	Currency	Reference Rate
Series 1 Class A	US43638PAA21	US\$	3 month USD Libor
Series 1 Class B	US43638PAB04	US\$	3 month USD Libor
Series 1 Class C	US43638PAC86	US\$	3 month USD Libor
Series 2 Class A	US43638PAD69	US\$	3 month USD Libor
Series 2 Class B	US43638PAE43	US\$	3 month USD Libor
Series 2 Class C	US43638PAF18	US\$	3 month USD Libor
Series 3 Class A	XS0129181193	EUR	3 month Euribor
Series 3 Class B	XS0129182597	EUR	3 month Euribor
Series 3 Class C	XS0129182837	EUR	3 month Euribor

	Step Up Date	Expected Repayment Date	Initial Margin	Step up Margin
Series 1 Class A	July 2006	January 2003	12	N/A
Series 1 Class B	July 2006	April 2003	35	70
Series 1 Class C	July 2006	April 2003	120	220
Series 2 Class A	July 2006	January 2005	16	32
Series 2 Class B	July 2006	April 2005	40	80
Series 2 Class C	July 2006	April 2005	127	227
Series 3 Class A	July 2006	July 2006	24	48
Series 3 Class B	July 2006	July 2006	40	80
Series 3 Class C	July 2006	July 2006	150	250

	Payment Frequency	Next Payment date	Moody's	S&P	Fitch Ratings
Series 1 Class A	Quarterly	N/A	Aaa	AAA	AAA
Series 1 Class B	Quarterly	N/A	Aa3	AA	AA
Series 1 Class C	Quarterly	N/A	Baa2	BBB	BBB
Series 2 Class A	Quarterly	N/A	Aaa	AAA	AAA
Series 2 Class B	Quarterly	N/A	Aa3	AA	AA
Series 2 Class C	Quarterly	N/A	Baa2	BBB	BBB
Series 3 Class A	Quarterly	N/A	Aaa	AAA	AAA
Series 3 Class B	Quarterly	N/A	Aa3	AA	AA
Series 3 Class C	Quarterly	N/A	Baa2	BBB	BBB

Holmes Financing (No. 3) PLC
Notes Outstanding
Period Ended 16 July 2007

	Initial note balance	Previous Principal	Redemptions	Current Principal
Series 1 Class A	\$1,060,000,000	\$0	\$0	\$0
Series 1 Class B	\$32,500,000	\$0	\$0	\$0
Series 1 Class C	\$53,000,000	\$0	\$0	\$0
Series 2 Class A	\$1,060,000,000	\$0	\$0	\$0
Series 2 Class B	\$32,500,000	\$0	\$0	\$0
Series 2 Class C	\$53,000,000	\$0	\$0	\$0
Series 3 Class A	□805,000,000	□0	□0	□0
Series 3 Class B	□24,000,000	□0	□0	□0
Series 3 Class C	□50,000,000	□0	□0	□0

	Currency Swap Counterparty	Current Rating Moody's / S&P / Fitch	Rating Trigger Moody's / S&P / Fitch	Comments
Series 1 Class A	CSFB	Aa3 / AA- / AA-	below Aa3 / AA- / AA-	Series Repaid
Series 1 Class B	CSFB	Aa3 / AA- / AA-	below Aa3 / AA- / AA-	Series Repaid
Series 1 Class C	CSFB	Aa3 / AA- / AA-	below Aa3 / AA- / AA-	Series Repaid
Series 2 Class A	Citibank	Aa1 / AA / AA+	below Aa3 / AA- / AA-	Series Repaid
Series 2 Class B	Citibank	Aa1 / AA / AA+	below Aa3 / AA- / AA-	Series Repaid
Series 2 Class C	Citibank	Aa1 / AA / AA+	below Aa3 / AA- / AA-	Series Repaid
Series 3 Class A	Citibank	Aa1 / AA / AA+	below Aa3 / AA- / AA-	Series Repaid
Series 3 Class B	Citibank	Aa1 / AA / AA+	below Aa3 / AA- / AA-	Series Repaid
Series 3 Class C	Citibank	Aa1 / AA / AA+	below Aa3 / AA- / AA-	Series Repaid

Holmes Financing (No. 4) PLC
Profit & Loss Account
Period Ended 16 July 2007

	This Quarter	Prior Quarter
	£'000	£'000
Interest receivable - Inter-company loan	-	-
Interest receivable - Cash collateral	-	-
	<hr/>	<hr/>
Interest payable - Notes	-	-
Interest payable - CSFB	-	-
	<hr/>	<hr/>
Net operating income	-	-
Fair value derivative	-	-
Other income	-	-
Operating expenses	-	-
	<hr/>	<hr/>
Profit on ordinary activities before taxation	-	-
Taxation	-	-
	<hr/>	<hr/>
Profit on ordinary activities after taxation	-	-
Dividend	-	-
Retained profit brought forward	2	2
	<hr/>	<hr/>
Retained profit carried forward	<u>2</u>	<u>2</u>

Holmes Financing (No. 4) PLC
Balance Sheet
Period Ended 16 July 2007

	£'000	£'000
Fixed asset investments		
Loans to Funding		-
Current assets		
Amounts due from group companies	1	
Accrued interest receivable	-	
Fair Value Derivative	-	
Cash at bank	14	
Cash collateral	-	
	<u>15</u>	
Creditors: Amounts falling due within one year		
Fair value derivative	-	
Accrued interest payable	-	
	<u>-</u>	
Net current assets		15
Total assets less current liabilities		<u>15</u>
Creditors: Amounts falling due after more than one year		
Amounts due to noteholders		-
Amount due to CSFB		-
Net assets		<u><u>15</u></u>
Capital and reserves		
Share capital		13
Reserves		<u>2</u>
		<u><u>15</u></u>

Holmes Financing (No. 4) PLC
Notes Outstanding
Period Ended 16 July 2007

	ISIN / CUSIP Number	Currency	Reference Rate
Series 1 Class A	US43638QAA04	US\$	3 month USD Libor
Series 1 Class B	US43638QAB86	US\$	3 month USD Libor
Series 1 Class C	US43638QAC69	US\$	3 month USD Libor
Series 2 Class A	XS0131630815	EUR	Fixed Rate
Series 2 Class B	XS0131630906	EUR	3 month Euribor
Series 2 Class C	XS0131631037	EUR	3 month Euribor
Series 3 Class A1	XS0131874447	GBP	3 month Sterling Libor
Series 3 Class A2	US43638QAD43	US\$	3 month USD Libor
Series 3 Class B	US43638QAE26	US\$	3 month USD Libor
Series 3 Class C	US43638QAF90	US\$	3 month USD Libor
Series 3 Class D1	XS0131874520	GBP	3 month Sterling Libor
Series 3 Class D2	XS0132112300	EUR	3 month Euribor
Series 3 Class D3	XS0132112649	US\$	3 month USD Libor
Series 4 Class A	CH0012522238	CHF	Fixed Rate
Series 4 Class B	XS0131631383	GBP	3 month Sterling Libor
Series 4 Class C	XS0131631466	GBP	3 month Sterling Libor

	Step Up Date	Expected Repayment Date	Initial Margin	Step up Margin
Series 1 Class A	July 2006	July 2004	19	38
Series 1 Class B	July 2006	October 2004	39	78
Series 1 Class C	July 2006	October 2004	120	220
Series 2 Class A	July 2006	July 2006	5.05%	48
Series 2 Class B	July 2006	July 2006	40	80
Series 2 Class C	July 2006	July 2006	145	245
Series 3 Class A1	July 2006	July 2006	23	46
Series 3 Class A2	July 2006	July 2006	23	46
Series 3 Class B	July 2006	July 2006	44	88
Series 3 Class C	July 2006	July 2006	130	230
Series 3 Class D1	July 2006	July 2006	475	575
Series 3 Class D2	July 2006	July 2006	450	550
Series 3 Class D3	July 2006	July 2006	450	550
Series 4 Class A	July 2006	October 2006	3.50%	36
Series 4 Class B	July 2006	October 2006	43	86
Series 4 Class C	July 2006	October 2006	150	250

	Payment Frequency	Next Payment date	Moody's	S&P	Fitch Ratings
Series 1 Class A	Quarterly	N/A	Aaa	AAA	AAA
Series 1 Class B	Quarterly	N/A	Aa3	AA	AA
Series 1 Class C	Quarterly	N/A	Baa2	BBB	BBB
Series 2 Class A	Annually	N/A	Aaa	AAA	AAA
Series 2 Class B	Quarterly	N/A	Aa3	AA	AA
Series 2 Class C	Quarterly	N/A	Baa2	BBB	BBB
Series 3 Class A1	Quarterly	N/A	Aaa	AAA	AAA
Series 3 Class A2	Quarterly	N/A	Aaa	AAA	AAA
Series 3 Class B	Quarterly	N/A	Aa3	AA	AA
Series 3 Class C	Quarterly	N/A	Baa2	BBB	BBB
Series 3 Class D1	Quarterly	N/A	Ba2	BB	BB
Series 3 Class D2	Quarterly	N/A	Ba2	BB	BB
Series 3 Class D3	Quarterly	N/A	Ba2	BB	BB
Series 4 Class A	Annually	N/A	Aaa	AAA	AAA
Series 4 Class B	Quarterly	N/A	Aa3	AA	AA
Series 4 Class C	Quarterly	N/A	Baa2	BBB	BBB

Holmes Financing (No. 4) PLC
Notes Outstanding
Period Ended 16 July 2007

	Initial note balance	Previous Principal	Redemptions	Current Principal
Series 1 Class A	\$1,050,000,000	\$0	\$0	\$0
Series 1 Class B	\$36,500,000	\$0	\$0	\$0
Series 1 Class C	\$54,500,000	\$0	\$0	\$0
Series 2 Class A	□800,000,000	□0	□0	□0
Series 2 Class B	□35,800,000	□0	□0	□0
Series 2 Class C	□53,800,000	□0	□0	□0
Series 3 Class A1	£550,000,000	£0	£0	£0
Series 3 Class A2	\$410,000,000	\$0	\$0	\$0
Series 3 Class B	\$34,500,000	\$0	\$0	\$0
Series 3 Class C	\$49,500,000	\$0	\$0	\$0
Series 3 Class D1	£30,000,000	£0	£0	£0
Series 3 Class D2	□27,000,000	□0	□0	□0
Series 3 Class D3	\$5,000,000	\$0	\$0	\$0
Series 4 Class A	CHF 850,000,000	CHF 0	CHF 0	CHF 0
Series 4 Class B	£11,000,000	£0	£0	£0
Series 4 Class C	£19,000,000	£0	£0	£0

	Currency Swap Counterparty	Current Rating Moody's / S&P / Fitch	Rating Trigger Moody's / S&P / Fitch	Comments
Series 1 Class A	Banque AIG	Aa2 / AA+ / AA	below Aa3 / AA- / AA-	Series Repaid
Series 1 Class B	Banque AIG	Aa2 / AA+ / AA	below Aa3 / AA- / AA-	Series Repaid
Series 1 Class C	Banque AIG	Aa2 / AA+ / AA	below Aa3 / AA- / AA-	Series Repaid
Series 2 Class A	CSFB	Aa3 / AA- / AA-	below Aa3 / AA- / AA-	Series Repaid
Series 2 Class B	CSFB	Aa3 / AA- / AA-	below Aa3 / AA- / AA-	Series Repaid
Series 2 Class C	CSFB	Aa3 / AA- / AA-	below Aa3 / AA- / AA-	Series Repaid
Series 3 Class A1	GBP - n/a			Series Repaid
Series 3 Class A2	Banque AIG	Aa2 / AA+ / AA	below Aa3 / AA- / AA-	Series Repaid
Series 3 Class B	Banque AIG	Aa2 / AA+ / AA	below Aa3 / AA- / AA-	Series Repaid
Series 3 Class C	Banque AIG	Aa2 / AA+ / AA	below Aa3 / AA- / AA-	Series Repaid
Series 3 Class D1	GBP - n/a			Series Repaid
Series 3 Class D2	CSFB	Aa3 / AA- / AA-	below Aa3 / AA- / AA-	Series Repaid
Series 3 Class D3	CSFB	Aa3 / AA- / AA-	below Aa3 / AA- / AA-	Series Repaid
Series 4 Class A	CSFB	Aa3 / AA- / AA-	below Aa3 / AA- / AA-	Series Repaid
Series 4 Class B	GBP - n/a			Series Repaid
Series 4 Class C	GBP - n/a			Series Repaid

Holmes Financing (No. 5) PLC
Profit & Loss Account
Period Ended 16 July 2007

	This Quarter	Prior Quarter
	£'000	£'000
Interest receivable - Inter-company loan	-	-
Interest receivable - Cash collateral	-	-
Interest receivable - Cash deposits	-	-
	<hr/>	<hr/>
Interest payable - Notes	-	-
Interest payable - CSFB	-	-
	<hr/>	<hr/>
Net operating income	-	-
Fair value derivative	-	-
Operating expenses	-	-
	<hr/>	<hr/>
Profit on ordinary activities before taxation	-	-
Taxation	-	-
	<hr/>	<hr/>
Profit on ordinary activities after taxation	-	-
Dividend	-	-
Retained profit brought forward	3	3
	<hr/>	<hr/>
Retained profit carried forward	<u>3</u>	<u>3</u>

Holmes Financing (No. 5) PLC
Balance Sheet
Period Ended 16 July 2007

	£'000	£'000
Fixed asset investments		
Loans to Funding		-
Current assets		
Accrued interest receivable	-	
Cash at bank	16	
Cash collateral	-	
	<u>16</u>	
Creditors: Amounts falling due within one year		
Fair value derivative	-	
Accrued interest payable	-	
	<u>-</u>	
Net current assets		16
Total assets less current liabilities		<u>16</u>
Creditors: Amounts falling due after more than one year		
Amounts due to noteholders		-
Amount due to CSFB		-
Net assets		<u>16</u>
Capital and reserves		
Share capital		13
Reserves		<u>3</u>
		<u>16</u>

Holmes Financing (No. 5) PLC
Notes Outstanding
Period Ended 16 July 2007

	ISIN / CUSIP Number	Currency	Reference Rate
Series 1 Class A	US43638RAA86	US\$	1 month USD Libor
Series 1 Class B	US43638RAB69	US\$	3 month USD Libor
Series 1 Class C	US43638RAC43	US\$	3 month USD Libor
Series 2 Class A1	US43638RAD26	US\$	3 month USD Libor
Series 2 Class A2	CH0013170276	CHF	Fixed Rate
Series 2 Class B	US43638RAE09	US\$	3 month USD Libor
Series 2 Class C	US43638RAF73	US\$	3 month USD Libor
Series 3 Class A1	XS0137886262	EUR	Fixed Rate
Series 3 Class A2	XS0137887070	GBP	3 month Sterling Libor
Series 3 Class B	XS0137887583	EUR	3 month Euribor
Series 3 Class C	XS0137888045	EUR	3 month Euribor

	Step Up Date	Expected Repayment Date	Initial Margin	Step up Margin
Series 1 Class A	October 2006	October 2002	1	N/A
Series 1 Class B	October 2006	January 2003	35	70
Series 1 Class C	October 2006	January 2003	135	235
Series 2 Class A1	October 2006	October 2004	20	N/A
Series 2 Class A2	October 2006	October 2004	2.50%	2
Series 2 Class B	October 2006	January 2005	43	86
Series 2 Class C	October 2006	January 2005	145	245
Series 3 Class A1	October 2006	October 2006	4.25%	42
Series 3 Class A2	October 2006	October 2006	23	46
Series 3 Class B	October 2006	October 2006	40	80
Series 3 Class C	October 2006	October 2006	147	247

	Payment Frequency	Next Payment date	Moody's	S&P	Fitch Ratings
Series 1 Class A	Monthly	N/A	Aaa	AAA	AAA
Series 1 Class B	Quarterly	N/A	Aa3	AA	AA
Series 1 Class C	Quarterly	N/A	Baa2	BBB	BBB
Series 2 Class A1	Quarterly	N/A	Aaa	AAA	AAA
Series 2 Class A2	Annually	N/A	Aaa	AAA	AAA
Series 2 Class B	Quarterly	N/A	Aa3	AA	AA
Series 2 Class C	Quarterly	N/A	Baa2	BBB	BBB
Series 3 Class A1	Annually	N/A	Aaa	AAA	AAA
Series 3 Class A2	Quarterly	N/A	Aaa	AAA	AAA
Series 3 Class B	Quarterly	N/A	Aa3	AA	AA
Series 3 Class C	Quarterly	N/A	Baa2	BBB	BBB

Holmes Financing (No. 5) PLC
Notes Outstanding
Period Ended 16 July 2007

	Initial note balance	Previous Principal	Redemptions	Current Principal
Series 1 Class A	\$1,000,000,000	\$0	\$0	\$0
Series 1 Class B	\$35,000,000	\$0	\$0	\$0
Series 1 Class C	\$52,000,000	\$0	\$0	\$0
Series 2 Class A1	\$750,000,000	\$0	\$0	\$0
Series 2 Class A2	CHF 400,000,000	CHF 0	CHF 0	CHF 0
Series 2 Class B	\$35,000,000	\$0	\$0	\$0
Series 2 Class C	\$52,000,000	\$0	\$0	\$0
Series 3 Class A1	€600,000,000	€0	€0	€0
Series 3 Class A2	£500,000,000	£0	£0	£0
Series 3 Class B	€53,000,000	€0	€0	€0
Series 3 Class C	€76,000,000	€0	€0	€0

	Currency Swap Counterparty	Current Rating Moody's / S&P / Fitch	Rating Trigger Moody's / S&P / Fitch	Comments
Series 1 Class A	CSFB	Aa3 / AA- / AA-	below Aa3 / AA- / AA-	Series Repaid
Series 1 Class B	CSFB	Aa3 / AA- / AA-	below Aa3 / AA- / AA-	Series Repaid
Series 1 Class C	CSFB	Aa3 / AA- / AA-	below Aa3 / AA- / AA-	Series Repaid
Series 2 Class A1	CSFB	Aa3 / AA- / AA-	below Aa3 / AA- / AA-	Series Repaid
Series 2 Class A2	CSFB	Aa3 / AA- / AA-	below Aa3 / AA- / AA-	Series Repaid
Series 2 Class B	CSFB	Aa3 / AA- / AA-	below Aa3 / AA- / AA-	Series Repaid
Series 2 Class C	CSFB	Aa3 / AA- / AA-	below Aa3 / AA- / AA-	Series Repaid
Series 3 Class A1	Citibank	Aa1 / AA / AA+	below Aa3 / AA- / AA-	Series Repaid
Series 3 Class A2	GBP - n/a			Series Repaid
Series 3 Class B	Citibank	Aa1 / AA / AA+	below Aa3 / AA- / AA-	Series Repaid
Series 3 Class C	Citibank	Aa1 / AA / AA+	below Aa3 / AA- / AA-	Series Repaid

Holmes Financing (No. 6) PLC
Profit & Loss Account
Period Ended 16 July 2007

	This Quarter	Prior Quarter
	£'000	£'000
Interest receivable - Inter-company loan	21,476	30,132
Interest receivable - Cash collateral		
	<hr/> 21,476	<hr/> 30,132
Interest payable - Notes	(21,476)	(30,132)
Interest payable - CSFB		
	<hr/> (21,476)	<hr/> (30,132)
Net operating income	-	-
Fair value derivative	343	(108)
Other income	-	-
Operating expenses	-	-
	<hr/> 343	<hr/> (108)
Profit on ordinary activities before taxation		
Taxation	(103)	32
	<hr/> 240	<hr/> (75)
Profit on ordinary activities after taxation		
Dividend	-	-
Retained profit brought forward	(113)	(37)
	<hr/> 127	<hr/> (113)
Retained profit carried forward		

Holmes Financing (No. 6) PLC
Balance Sheet
Period Ended 16 July 2007

	£'000	£'000
Fixed asset investments		
Loans to Funding		1,386,129
Current assets		
Cash at bank	16	
Deferred Tax	179	
	<u>194</u>	
Creditors: Amounts falling due within one year		
Fair value derivative	<u>54</u>	
	54	
Net current assets		<u>141</u>
Total assets less current liabilities		1,386,270
Creditors: Amounts falling due after more than one year		
Amounts due to noteholders		(1,386,129)
Net assets		<u><u>141</u></u>
Capital and reserves		
Share capital		14
Reserves		<u>127</u>
		<u><u>141</u></u>

Holmes Financing (No. 6) PLC
Notes Outstanding
Period Ended 16 July 2007

	ISIN / CUSIP Number	Currency	Reference Rate
Series 1 Class A	US43638WAA71	US\$	1 month USD Libor
Series 1 Class B	US43638WAB54	US\$	3 month USD Libor
Series 1 Class C	US43638WAC38	US\$	3 month USD Libor
Series 2 Class A	US43638WAD11	US\$	3 month USD Libor
Series 2 Class B	US43638WAE93	US\$	3 month USD Libor
Series 2 Class C	US43638WAF68	US\$	3 month USD Libor
Series 3 Class A	XS0157152785	EUR	3 month Euribor
Series 3 Class B	XS0157154567	EUR	3 month Euribor
Series 3 Class C	XS0157155291	EUR	3 month Euribor
Series 4 Class A1	US43638WAG42	US\$	3 month USD Libor
Series 4 Class A2	CH0015083659	CHF	Fixed Rate
Series 4 Class B	US43638WAH25	US\$	3 month USD Libor
Series 4 Class C	US43638WAJ80	US\$	3 month USD Libor
Series 5 Class A	XS0157156349	GBP	3 month Sterling Libor
Series 5 Class B	XS0157158048	GBP	3 month Sterling Libor
Series 5 Class C	XS0157158634	GBP	3 month Sterling Libor

	Step Up Date	Expected Repayment Date	Initial Margin	Step up Margin
Series 1 Class A	April 2008	October 2003	0	N/A
Series 1 Class B	April 2008	January 2004	37.5	75
Series 1 Class C	April 2008	January 2004	135	235
Series 2 Class A	April 2008	April 2005	17	N/A
Series 2 Class B	April 2008	July 2005	41	82
Series 2 Class C	April 2008	July 2005	145	245
Series 3 Class A	April 2008	April 2007	24	48
Series 3 Class B	April 2008	July 2007	50	100
Series 3 Class C	April 2008	July 2007	150	250
Series 4 Class A1	April 2008	October 2007	24	48
Series 4 Class A2	April 2008	October 2007	2.50%	35
Series 4 Class B	April 2008	January 2008	52	104
Series 4 Class C	April 2008	January 2008	155	255
Series 5 Class A	April 2008	April 2008	24	48
Series 5 Class B	April 2008	April 2008	52	14
Series 5 Class C	April 2008	April 2008	155	255

	Payment Frequency	Next Payment date	Moody's	S&P	Fitch Ratings
Series 1 Class A	Monthly	N/A	Aaa	AAA	AAA
Series 1 Class B	Quarterly	N/A	Aa3	AA	AA
Series 1 Class C	Quarterly	N/A	Baa2	BBB	BBB
Series 2 Class A	Quarterly	N/A	Aaa	AAA	AAA
Series 2 Class B	Quarterly	N/A	Aa3	AA	AA
Series 2 Class C	Quarterly	N/A	Baa2	BBB	BBB
Series 3 Class A	Quarterly	N/A	Aaa	AAA	AAA
Series 3 Class B	Quarterly	N/A	Aa3	AA	AA
Series 3 Class C	Quarterly	N/A	Baa2	BBB	BBB
Series 4 Class A1	Quarterly	15-Oct-2007	Aaa	AAA	AAA
Series 4 Class A2	Annually	15-Oct-2007	Aaa	AAA	AAA
Series 4 Class B	Quarterly	15-Oct-2007	Aa3	AA	AA
Series 4 Class C	Quarterly	15-Oct-2007	Baa2	BBB	BBB
Series 5 Class A	Quarterly	15-Oct-2007	Aaa	AAA	AAA
Series 5 Class B	Quarterly	15-Oct-2007	Aa3	AA	AA
Series 5 Class C	Quarterly	15-Oct-2007	Baa2	BBB	BBB

Holmes Financing (No. 6) PLC
Notes Outstanding
Period Ended 16 July 2007

	Initial note balance	Previous Principal	Redemptions	Current Principal
Series 1 Class A	\$1,500,000,000	\$0	\$0	\$0
Series 1 Class B	\$50,000,000	\$0	\$0	\$0
Series 1 Class C	\$86,000,000	\$0	\$0	\$0
Series 2 Class A	\$1,250,000,000	\$0	\$0	\$0
Series 2 Class B	\$42,000,000	\$0	\$0	\$0
Series 2 Class C	\$70,000,000	\$0	\$0	\$0
Series 3 Class A	□1,000,000,000	□0	□0	□0
Series 3 Class B	□34,000,000	□34,000,000	□34,000,000	□0
Series 3 Class C	□57,000,000	□57,000,000	□57,000,000	□0
Series 4 Class A1	\$1,000,000,000	\$1,000,000,000	\$0	\$1,000,000,000
Series 4 Class A2	CHF 300,000,000	CHF 300,000,000	CHF 0	CHF 300,000,000
Series 4 Class B	\$40,000,000	\$40,000,000	\$0	\$40,000,000
Series 4 Class C	\$69,000,000	\$69,000,000	\$0	\$69,000,000
Series 5 Class A	£500,000,000	£500,000,000	£0	£500,000,000
Series 5 Class B	£17,000,000	£17,000,000	£0	£17,000,000
Series 5 Class C	£29,000,000	£29,000,000	£0	£29,000,000

	Currency Swap Counterparty	Current Rating Moody's / S&P / Fitch	Rating Trigger Moody's / S&P / Fitch	Comments
Series 1 Class A	Barclays Capital	Aa1 and P-1 / A-1+ / F1+	below A1 or P-1 / A-1+ / F1	Series Repaid
Series 1 Class B	Barclays Capital	Aa1 and P-1 / A-1+ / F1+	below A1 or P-1 / A-1+ / F1	Series Repaid
Series 1 Class C	Barclays Capital	Aa1 and P-1 / A-1+ / F1+	below A1 or P-1 / A-1+ / F1	Series Repaid
Series 2 Class A	Barclays Capital	Aa1 and P-1 / A-1+ / F1+	below A1 or P-1 / A-1+ / F1	Series Repaid
Series 2 Class B	Barclays Capital	Aa1 and P-1 / A-1+ / F1+	below A1 or P-1 / A-1+ / F1	Series Repaid
Series 2 Class C	Barclays Capital	Aa1 and P-1 / A-1+ / F1+	below A1 or P-1 / A-1+ / F1	Series Repaid
Series 3 Class A	CSFB	Aa3 and P-1 / A-1+ / F1+	below A1 or P-1 / A-1+ / F1	Series Repaid
Series 3 Class B	CSFB	Aa3 and P-1 / A-1+ / F1+	below A1 or P-1 / A-1+ / F1	Series Repaid
Series 3 Class C	CSFB	Aa3 and P-1 / A-1+ / F1+	below A1 or P-1 / A-1+ / F1	Series Repaid
Series 4 Class A1	Citibank	Aa1 and P-1 / A-1+ / F1+	below A1 or P-1 / A-1+ / F1	
Series 4 Class A2	UBS	Aa2 and P-1 / A-1+ / F1+	below A1 or P-1 / A-1+ / F1	
Series 4 Class B	Citibank	Aa1 and P-1 / A-1+ / F1+	below A1 or P-1 / A-1+ / F1	
Series 4 Class C	Citibank	Aa1 and P-1 / A-1+ / F1+	below A1 or P-1 / A-1+ / F1	
Series 5 Class A	GBP - n/a			
Series 5 Class B	GBP - n/a			
Series 5 Class C	GBP - n/a			

Holmes Financing (No. 7) PLC
Profit & Loss Account
Period Ended 16 July 2007

	This Quarter £'000	Prior Quarter £'000
Interest receivable - Inter-company loan	10,238	12,340
Interest receivable - Cash deposits	-	-
	<hr/> 10,238	<hr/> 12,340
Interest payable - Notes	(10,238)	(12,340)
Interest payable	-	-
	<hr/> (10,238)	<hr/> (12,340)
Net operating income	-	-
Fair value derivative	131	(62)
Operating expenses	-	-
	<hr/> 131	<hr/> (62)
Profit on ordinary activities before taxation	131	(62)
Taxation	(39)	19
	<hr/> 92	<hr/> (43)
Profit on ordinary activities after taxation	92	(43)
Dividend	-	-
Retained profit brought forward	(119)	(75)
Retained profit carried forward	<hr/> (27)	<hr/> (119)

Holmes Financing (No. 7) PLC
Balance Sheet
Period Ended 16 July 2007

	£'000	£'000
Fixed asset investments		
Loans to Funding		657,750
Current assets		
Fair Value Derivative	15	
Cash at bank	12	
	<u>27</u>	
Creditors: Amounts falling due within one year		
Fair value derivative	41	
Sundry creditors	<u>41</u>	
Net current assets		(14)
Total assets less current liabilities		<u>657,736</u>
Creditors: Amounts falling due after more than one year		
Amounts due to noteholders		(657,750)
Net assets		<u>(14)</u>
Capital and reserves		
Share capital		13
Reserves		<u>(27)</u>
		<u>(14)</u>

Holmes Financing (No. 7) PLC
Notes Outstanding
Period Ended 16 July 2007

	ISIN / CUSIP Number	Currency	Reference Rate
Series 1 Class A	US43759PAA57	US\$	1 month USD Libor
Series 1 Class B	US43759PAB31	US\$	3 month USD Libor
Series 1 Class M	US43759PAC14	US\$	3 month USD Libor
Series 2 Class A	US43759PAD96	US\$	3 month USD Libor
Series 2 Class B	US43759PAE79	US\$	3 month USD Libor
Series 2 Class M	US43759PAF45	US\$	3 month USD Libor
Series 3 Class A	US43759PAG28	US\$	3 month USD Libor
Series 3 Class B	XS0165442137	GBP	3 month Sterling Libor
Series 3 Class M	XS0165443291	GBP	3 month Sterling Libor
Series 4 Class A1	XS0165443531	EUR	3 month Euribor
Series 4 Class A2	XS0165443705	GBP	3 month Sterling Libor
Series 4 Class B	XS0165443960	EUR	3 month Euribor
Series 4 Class M	XS0165444182	EUR	3 month Euribor

	Step Up Date	Expected Repayment Date	Initial Margin	Step up Margin
Series 1 Class A	April 2008	April 2004	-4	N/A
Series 1 Class B	April 2008	July 2004	23	46
Series 1 Class M	April 2008	July 2004	75	150
Series 2 Class A	April 2008	January 2006	15	N/A
Series 2 Class B	April 2008	April 2006	35	70
Series 2 Class M	April 2008	April 2006	80	160
Series 3 Class A	April 2008	April 2007	23	46
Series 3 Class B	April 2008	July 2007	50	100
Series 3 Class M	April 2008	July 2007	80	160
Series 4 Class A1	April 2008	April 2008	26	52
Series 4 Class A2	April 2008	April 2008	26	52
Series 4 Class B	April 2008	April 2008	53	106
Series 4 Class M	April 2008	April 2008	80	160

	Payment Frequency	Next Payment date	Moody's	S&P	Fitch Ratings
Series 1 Class A	Monthly	N/A	Aaa	AAA	AAA
Series 1 Class B	Quarterly	N/A	Aa3	AA	AA
Series 1 Class M	Quarterly	N/A	A2	A	A
Series 2 Class A	Quarterly	N/A	Aaa	AAA	AAA
Series 2 Class B	Quarterly	N/A	Aa3	AA	AA
Series 2 Class M	Quarterly	N/A	A2	A	A
Series 3 Class A	Quarterly	N/A	Aaa	AAA	AAA
Series 3 Class B	Quarterly	N/A	Aa3	AA	AA
Series 3 Class M	Quarterly	N/A	A2	A	A
Series 4 Class A1	Quarterly	15-Oct-2007	Aaa	AAA	AAA
Series 4 Class A2	Quarterly	15-Oct-2007	Aaa	AAA	AAA
Series 4 Class B	Quarterly	15-Oct-2007	Aa3	AA	AA
Series 4 Class M	Quarterly	15-Oct-2007	A2	A	A

Holmes Financing (No. 7) PLC
Notes Outstanding
Period Ended 16 July 2007

	Initial note balance	Previous Principal	Redemptions	Current Principal
Series 1 Class A	\$750,000,000	\$0	\$0	\$0
Series 1 Class B	\$22,500,000	\$0	\$0	\$0
Series 1 Class M	\$38,250,000	\$0	\$0	\$0
Series 2 Class A	\$1,250,000,000	\$0	\$0	\$0
Series 2 Class B	\$37,500,000	\$0	\$0	\$0
Series 2 Class M	\$63,750,000	\$0	\$0	\$0
Series 3 Class A	\$500,000,000	\$0	\$0	\$0
Series 3 Class B	£15,000,000	£15,000,000	£15,000,000	£0
Series 3 Class M	£20,000,000	£20,000,000	£20,000,000	£0
Series 4 Class A1	€500,000,000	€500,000,000	€0	€500,000,000
Series 4 Class A2	£250,000,000	£250,000,000	£0	£250,000,000
Series 4 Class B	€41,000,000	€41,000,000	€0	€41,000,000
Series 4 Class M	€56,000,000	€56,000,000	€0	€56,000,000

	Currency Swap Counterparty	Current Rating Moody's / S&P / Fitch	Rating Trigger Moody's / S&P / Fitch	Comments
Series 1 Class A	Citibank	Aa1 and P-1 / A-1+ / F1+	below A1 or P-1 / A-1+ / F1	Series Repaid
Series 1 Class B	Citibank	Aa1 and P-1 / A-1+ / F1+	below A1 or P-1 / A-1+ / F1	Series Repaid
Series 1 Class M	Citibank	Aa1 and P-1 / A-1+ / F1+	below A1 or P-1 / A-1+ / F1	Series Repaid
Series 2 Class A	Swiss Re	Aa2 and P-1 / AA- and A-1+ / AA+	below A1 or P-1 / AA- or A-1+ / AA-	Series Repaid
Series 2 Class B	Swiss Re	Aa2 and P-1 / AA- and A-1+ / AA+	below A1 or P-1 / AA- or A-1+ / AA-	Series Repaid
Series 2 Class M	Swiss Re	Aa2 and P-1 / AA- and A-1+ / AA+	below A1 or P-1 / AA- or A-1+ / AA-	Series Repaid
Series 3 Class A	Banque ALG	Aa2 / AA+ / AA	below A1 / AA- / A	Series Repaid
Series 3 Class B	GBP - n/a			Series Repaid
Series 3 Class M	GBP - n/a			Series Repaid
Series 4 Class A1	Citibank	Aa1 and P-1 / A-1+ / F1+	below A1 or P-1 / A-1+ / F1	
Series 4 Class A2	GBP - n/a			
Series 4 Class B	Citibank	Aa1 and P-1 / A-1+ / F1+	below A1 or P-1 / A-1+ / F1	
Series 4 Class M	Citibank	Aa1 and P-1 / A-1+ / F1+	below A1 or P-1 / A-1+ / F1	

Holmes Financing (No. 8) PLC
Profit & Loss Account
Period Ended 16 July 2007

	This Quarter	Prior Quarter
	£'000	£'000
Interest receivable - Inter-company loan	29,081	28,530
Interest receivable - Cash collateral	-	-
Interest receivable - Cash deposits	-	-
	<hr/> 29,081	<hr/> 28,530
Interest payable - Notes	(29,081)	(28,530)
Interest payable - CSFB	-	-
	<hr/> (29,081)	<hr/> (28,530)
Net operating income	<hr/> -	<hr/> -
Fair value derivative	361	1,020
Operating expenses	-	-
	<hr/> 361	<hr/> 1,020
Profit on ordinary activities before taxation	<hr/> 361	<hr/> 1,020
Taxation	(108)	(306)
	<hr/> (108)	<hr/> (306)
Profit on ordinary activities after taxation	<hr/> 253	<hr/> 714
Dividend	-	-
Retained profit brought forward	65	(649)
	<hr/> 65	<hr/> (649)
Retained profit carried forward	<hr/> <hr/> 317	<hr/> <hr/> 65

Holmes Financing (No. 8) PLC
Balance Sheet
Period Ended 16 July 2007

	£'000	£'000
Fixed asset investments		
Loans to Funding		2,003,495
Current assets		
Accrued interest receivable		
Deferred Tax	449	
Cash at bank	16	
Cash collateral		
	<u>466</u>	
Creditors: Amounts falling due within one year		
Fair value derivative	135	
Accrued interest payable		
	<u>135</u>	
Net current assets		330
Total assets less current liabilities		<u>2,003,825</u>
Creditors: Amounts falling due after more than one year		
Amounts due to noteholders		<u>(2,003,495)</u>
Net assets		<u>330</u>
Capital and reserves		
Share capital		13
Reserves		<u>317</u>
		<u>330</u>

Holmes Financing (No. 8) PLC
Notes Outstanding
Period Ended 16 July 2007

	ISIN / CUSIP Number	Currency	Reference Rate
Series 1 Class A	US43638VAA98	US\$	1 month USD Libor
Series 1 Class B	US43638VAB71	US\$	3 month USD Libor
Series 1 Class C	US43638VAC54	US\$	3 month USD Libor
Series 2 Class A	US43638VAD38	US\$	3 month USD Libor
Series 2 Class B	US43638VAE11	US\$	3 month USD Libor
Series 2 Class C	US43638VAF85	US\$	3 month USD Libor
Series 3 Class A	XS0188149867	EUR	3 month Euribor
Series 3 Class B	XS0188150014	EUR	3 month Euribor
Series 3 Class C	XS0188150105	EUR	3 month Euribor
Series 4 Class A1	XS0188150287	GBP	3 month Sterling Libor
Series 4 Class A2	US43638VAG68	US\$	3 month USD Libor
Series 4 Class B	XS0188150444	GBP	3 month Sterling Libor
Series 4 Class C	XS0188150527	GBP	3 month Sterling Libor

	Step Up Date	Expected Repayment Date	Initial Margin	Step up Margin
Series 1 Class A	April 2005	April 2005	-5	N/A
Series 1 Class B	January 2009	April 2005	13	26
Series 1 Class C	January 2009	April 2005	62	162
Series 2 Class A	January 2009	January 2007	8	16
Series 2 Class B	January 2009	January 2007	17	34
Series 2 Class C	January 2009	January 2007	72	172
Series 3 Class A	January 2009	October 2008	15	30
Series 3 Class B	January 2009	October 2008	27	54
Series 3 Class C	January 2009	October 2008	85	185
Series 4 Class A1	January 2009	January 2009	15	30
Series 4 Class A2	January 2009	January 2009	14	28
Series 4 Class B	January 2009	January 2009	30	60
Series 4 Class C	January 2009	January 2009	90	190

	Payment Frequency	Next Payment date	Moody's	S&P	Fitch Ratings
Series 1 Class A	Monthly	N/A	P-1	A-1+	F1+
Series 1 Class B	Quarterly	N/A	Aa3	AA	AA
Series 1 Class C	Quarterly	N/A	Baa2	BBB	BBB
Series 2 Class A	Quarterly	N/A	Aaa	AAA	AAA
Series 2 Class B	Quarterly	N/A	Aa3	AA	AA
Series 2 Class C	Quarterly	N/A	Baa2	BBB	BBB
Series 3 Class A	Quarterly	15-Oct-2007	Aaa	AAA	AAA
Series 3 Class B	Quarterly	15-Oct-2007	Aa3	AA	AA
Series 3 Class C	Quarterly	15-Oct-2007	Baa2	BBB	BBB
Series 4 Class A1	Quarterly	15-Oct-2007	Aaa	AAA	AAA
Series 4 Class A2	Quarterly	15-Oct-2007	Aaa	AAA	AAA
Series 4 Class B	Quarterly	15-Oct-2007	Aa3	AA	AA
Series 4 Class C	Quarterly	15-Oct-2007	Baa2	BBB	BBB

Holmes Financing (No. 8) PLC
Notes Outstanding
Period Ended 16 July 2007

	Initial note balance	Previous Principal	Redemptions	Current Principal
Series 1 Class A	\$1,850,000,000	\$0	\$0	\$0
Series 1 Class B	\$62,900,000	\$0	\$0	\$0
Series 1 Class C	\$107,300,000	\$0	\$0	\$0
Series 2 Class A	\$1,500,000,000	\$0	\$0	\$0
Series 2 Class B	\$51,000,000	\$0	\$0	\$0
Series 2 Class C	\$87,000,000	\$0	\$0	\$0
Series 3 Class A	€990,000,000	€990,000,000	€0	€990,000,000
Series 3 Class B	€34,000,000	€34,000,000	€0	€34,000,000
Series 3 Class C	€57,500,000	€57,500,000	€0	€57,500,000
Series 4 Class A1	£900,000,000	£900,000,000	£0	£900,000,000
Series 4 Class A2	\$500,000,000	\$500,000,000	\$0	\$500,000,000
Series 4 Class B	£39,900,000	£39,900,000	£0	£39,900,000
Series 4 Class C	£68,000,000	£68,000,000	£0	£68,000,000

	Currency Swap Counterparty	Current Rating Moody's / S&P / Fitch	Rating Trigger Moody's / S&P / Fitch	Comments
Series 1 Class A	UBS	Aa2 and P-1 / A-1+ / F1+	below A1 or P-1 / A-1+ / F1	Series Repaid
Series 1 Class B	UBS	Aa2 and P-1 / A-1+ / F1+	below A1 or P-1 / A-1+ / F1	Series Repaid
Series 1 Class C	UBS	Aa2 and P-1 / A-1+ / F1+	below A1 or P-1 / A-1+ / F1	Series Repaid
Series 2 Class A	Citibank	Aa1 and P-1 / A-1+ / F1+	below A1 or P-1 / A-1+ / F1	Series Repaid
Series 2 Class B	Citibank	Aa1 and P-1 / A-1+ / F1+	below A1 or P-1 / A-1+ / F1	Series Repaid
Series 2 Class C	Citibank	Aa1 and P-1 / A-1+ / F1+	below A1 or P-1 / A-1+ / F1	Series Repaid
Series 3 Class A	Barclays Capital	Aa1 and P-1 / A-1+ / F1+	below A1 or P-1 / A-1+ / F1	
Series 3 Class B	Barclays Capital	Aa1 and P-1 / A-1+ / F1+	below A1 or P-1 / A-1+ / F1	
Series 3 Class C	Barclays Capital	Aa1 and P-1 / A-1+ / F1+	below A1 or P-1 / A-1+ / F1	
Series 4 Class A1	GBP - n/a			
Series 4 Class A2	CSFB	Aa3 and P-1 / A-1+ / F1+	below A1 or P-1 / A-1+ / F1	
Series 4 Class B	GBP - n/a			
Series 4 Class C	GBP - n/a			

Holmes Financing (No. 9) PLC
Profit & Loss Account
Period Ended 16 July 2007

	This Quarter	Prior Quarter
	£'000	£'000
Interest receivable - Inter-company loan	39,394	38,640
Interest receivable - Cash deposits	39,394	38,640
	<hr/>	<hr/>
	39,394	38,640
Interest payable - Notes	(39,394)	(38,640)
	(39,394)	(38,640)
	<hr/>	<hr/>
Net operating income	-	-
Operating expenses	578	(128)
	<hr/>	<hr/>
Profit on ordinary activities before taxation	578	(128)
Taxation	(173)	38
	<hr/>	<hr/>
Profit on ordinary activities after taxation	405	(89)
Dividend	-	-
Retained profit brought forward	(362)	(272)
	<hr/>	<hr/>
Retained profit carried forward	43	(362)
	<hr/> <hr/>	<hr/> <hr/>

Holmes Financing (No. 9) PLC
Balance Sheet
Period Ended 16 July 2007

	£'000	£'000
Fixed asset investments		
Loans to Funding		2,778,906
Current assets		
Sundry debtors	-	
Sundry debtors	-	
Deferred Tax	59	
Cash at bank	15	
	<u>73</u>	
Creditors: Amounts falling due within one year		
Fair value derivative	-	
Sundry creditors	18	
Accrued interest payable	-	
	<u>18</u>	
Net current assets		56
Total assets less current liabilities		<u>2,778,962</u>
Creditors: Amounts falling due after more than one year		
Amounts due to noteholders		(2,778,906)
		<u>-</u>
Net assets		<u>56</u>
Capital and reserves		
Share capital		13
Reserves		<u>43</u>
		<u>56</u>

Holmes Financing (No. 9) PLC
Notes Outstanding
Period Ended 16 July 2007

	ISIN / CUSIP Number	Currency	Reference Rate
Series 1 Class A	US436385AA69	US\$	1 month USD Libor
Series 2 Class A	US436385AB43	US\$	3 month USD Libor
Series 3 Class A1	XS0200691805	EUR	3 month Euribor
Series 3 Class A2	XS0200691987	GBP	3 month Sterling Libor
Series 4 Class A	XS0200692019	GBP	3 month Sterling Libor

	Step Up Date	Expected Repayment Date	Initial Margin	Step up Margin
Series 1 Class A	December 2006	December 2006	-3	N/A
Series 2 Class A	October 2010	October 2008	6	12
Series 3 Class A1	October 2010	April 2010	10	20
Series 3 Class A2	October 2010	April 2010	9	18
Series 4 Class A	October 2010	July 2010	9	18

	Payment Frequency	Next Payment date	Moody's	S&P	Fitch Ratings
Series 1 Class A	Monthly	N/A	P-1	A-1+	F1+
Series 2 Class A	Quarterly	15-Oct-2007	Aaa	AAA	AAA
Series 3 Class A1	Quarterly	15-Oct-2007	Aaa	AAA	AAA
Series 3 Class A2	Quarterly	15-Oct-2007	Aaa	AAA	AAA
Series 4 Class A	Quarterly	15-Oct-2007	Aaa	AAA	AAA

Holmes Financing (No. 9) PLC
Notes Outstanding
Period Ended 16 July 2007

	Initial note balance	Previous Principal	Redemptions	Current Principal
Series 1 Class A	\$1,740,000,000	\$1,740,000,000	\$1,740,000,000	\$0
Series 2 Class A	\$2,175,000,000	\$2,175,000,000	\$0	\$2,175,000,000
Series 3 Class A1	£740,000,000	£740,000,000	£0	£740,000,000
Series 3 Class A2	£400,000,000	£400,000,000	£0	£400,000,000
Series 4 Class A	£600,000,000	£600,000,000	£0	£600,000,000

	Currency Swap Counterparty	Current Rating Moody's / S&P / Fitch	Rating Trigger Moody's / S&P / Fitch	Comments
Series 1 Class A	Deutsche	Aa3 and P-1 / A-1+ / AA- and F1+	below A1 or P-1 / A-1+ / A+ or F1	Series Repaid
Series 2 Class A	Deutsche	Aa3 and P-1 / A-1+ / AA- and F1+	below A1 or P-1 / A-1+ / A+ or F1	
Series 3 Class A1	Deutsche	Aa3 and P-1 / A-1+ / AA- and F1+	below A1 or P-1 / A-1+ / A+ or F1	
Series 3 Class A2	GBP - n/a	Aa3 and P-1 / A-1+ / AA- and F1+	below A1 or P-1 / A-1+ / A+ or F1	
Series 4 Class A	GBP - n/a	Aa3 and P-1 / A-1+ / AA- and F1+	below A1 or P-1 / A-1+ / A+ or F1	

Holmes Financing (No. 10) PLC
Profit & Loss Account
Period Ended 16 July 2007

	This Quarter	Prior Quarter
	£'000	£'000
Interest receivable - Inter-company loan	54,421	51,345
Interest receivable - Cash deposits		
	<hr/> 54,421	<hr/> 51,345
Interest payable - Notes	(54,421)	(51,345)
	<hr/> (54,421)	<hr/> (51,345)
Net operating income	-	-
Operating expenses	(299)	116
	<hr/> (299)	<hr/> 116
Profit on ordinary activities before taxation	(299)	116
Taxation	90	(35)
	<hr/> (209)	<hr/> 81
Profit on ordinary activities after taxation	(209)	81
Dividend	-	-
Retained profit brought forward	(486)	(566)
	<hr/> (695)	<hr/> (486)
Retained profit carried forward	<hr/> <hr/> (695)	<hr/> <hr/> (486)

Holmes Financing (No. 10) PLC
Balance Sheet
Period Ended 16 July 2007

	£'000	£'000
Fixed asset investments		
Loans to Funding		3,199,584
Current assets		
Sundry debtors	-	
Sundry debtors	-	
Deferred Tax	14	
Cash at bank	13	
	<u>27</u>	
Creditors: Amounts falling due within one year		
Sundry creditors	-	
Fair value derivative	49	
	<u>49</u>	
Net current assets		(21)
Total assets less current liabilities		<u>3,199,563</u>
Creditors: Amounts falling due after more than one year		
Amounts due to noteholders		(3,199,584)
Net assets		<u>(21)</u>
Capital and reserves		
Share capital		13
Reserves		(34)
		<u>(21)</u>

Holmes Financing (No. 10) PLC
Notes Outstanding
Period Ended 16 July 2007

	ISIN / CUSIP Number	Currency	Reference Rate
Series 1 Class A	US43638XAG25	US\$	1 month USD Libor
Series 1 Class B	US43638XAA54	US\$	3 month USD Libor
Series 1 Class C	US43638XAB38	US\$	3 month USD Libor
Series 2 Class A	US43638XAC11	US\$	3 month USD Libor
Series 2 Class B	US43638XAD93	US\$	3 month USD Libor
Series 2 Class C	US43638XAE76	US\$	3 month USD Libor
Series 3 Class A	XS0262870222	EUR	3 month Euribor
Series 3 Class B1	XS0262871030	EUR	3 month Euribor
Series 3 Class B2	XS0262875700	GBP	3 month Sterling Libor
Series 3 Class M1	XS0262871386	EUR	3 month Euribor
Series 3 Class M2	XS0262876930	GBP	3 month Sterling Libor
Series 3 Class C1	XS0262872277	EUR	3 month Euribor
Series 3 Class C2	XS0262878126	GBP	3 month Sterling Libor
Series 4 Class A1	US43638XAF42	US\$	3 month USD Libor
Series 4 Class A2	XS0262878985	GBP	3 month Sterling Libor

	Step Up Date	Expected Repayment Date	Initial Margin	Step up Margin
Series 1 Class A	July 2007	July 2007	-3	N/A
Series 1 Class B	October 2010	July 2007	8	16
Series 1 Class C	October 2010	July 2007	27	54
Series 2 Class A	October 2010	July 2008	3	6
Series 2 Class B	October 2010	July 2008	9	18
Series 2 Class C	October 2010	July 2008	35	70
Series 3 Class A	October 2010	July 2009	7	14
Series 3 Class B1	October 2010	July 2009	12	24
Series 3 Class B2	October 2010	July 2009	12	24
Series 3 Class M1	October 2010	July 2009	20	40
Series 3 Class M2	October 2010	July 2009	20	40
Series 3 Class C1	October 2010	July 2009	40	80
Series 3 Class C2	October 2010	July 2009	40	80
Series 4 Class A1	October 2010	October 2010	8	16
Series 4 Class A2	October 2010	October 2010	9	18

	Payment Frequency	Next Payment date	Moody's	S&P	Fitch Ratings
Series 1 Class A	Monthly	N/A	P-1	A-1+	F1+
Series 1 Class B	Quarterly	N/A	Aa3	AA	AA
Series 1 Class C	Quarterly	N/A	Baa2	BBB	BBB
Series 2 Class A	Quarterly	15-Oct-2007	Aaa	AAA	AAA
Series 2 Class B	Quarterly	15-Oct-2007	Aa3	AA	AA
Series 2 Class C	Quarterly	15-Oct-2007	Baa2	BBB	BBB
Series 3 Class A	Quarterly	15-Oct-2007	Aaa	AAA	AAA
Series 3 Class B1	Quarterly	15-Oct-2007	Aa3	AA	AA
Series 3 Class B2	Quarterly	15-Oct-2007	Aa3	AA	AA
Series 3 Class M1	Quarterly	15-Oct-2007	A2	A	A
Series 3 Class M2	Quarterly	15-Oct-2007	A2	A	A
Series 3 Class C1	Quarterly	15-Oct-2007	Baa2	BBB	BBB
Series 3 Class C2	Quarterly	15-Oct-2007	Baa2	BBB	BBB
Series 4 Class A1	Quarterly	15-Oct-2007	Aaa	AAA	AAA
Series 4 Class A2	Quarterly	15-Oct-2007	Aaa	AAA	AAA

Holmes Financing (No. 10) PLC
Notes Outstanding
Period Ended 16 July 2007

	Initial note balance	Previous Principal	Redemptions	Current Principal
Series 1 Class A	\$1,260,000,000	\$1,260,000,000	\$1,260,000,000	\$0
Series 1 Class B	\$47,000,000	\$47,000,000	\$47,000,000	\$0
Series 1 Class C	\$47,000,000	\$47,000,000	\$47,000,000	\$0
Series 2 Class A	\$1,440,000,000	\$1,440,000,000	\$0	\$1,440,000,000
Series 2 Class B	\$55,000,000	\$55,000,000	\$0	\$55,000,000
Series 2 Class C	\$55,000,000	\$55,000,000	\$0	\$55,000,000
Series 3 Class A	€1,000,000,000	€1,000,000,000	€0	€1,000,000,000
Series 3 Class B1	€37,000,000	€37,000,000	€0	€37,000,000
Series 3 Class B2	€27,500,000	€27,500,000	€0	€27,500,000
Series 3 Class M1	€34,000,000	€34,000,000	€0	€34,000,000
Series 3 Class M2	€20,000,000	€20,000,000	€0	€20,000,000
Series 3 Class C1	€52,500,000	€52,500,000	€0	€52,500,000
Series 3 Class C2	€22,000,000	€22,000,000	€0	€22,000,000
Series 4 Class A1	\$1,440,000,000	\$1,440,000,000	\$0	\$1,440,000,000
Series 4 Class A2	€750,000,000	€750,000,000	€0	€750,000,000

	Currency Swap Counterparty	Current Rating Moody's / S&P / Fitch	Rating Trigger Moody's / S&P / Fitch	Comments
Series 1 Class A	HSBC	Aa1 / AAA / AA+	below A1 or P-1 / A-1+ / F1	Series Repaid
Series 1 Class B	HSBC	Aa1 / AAA / AA+	below A1 or P-1 / A-1+ / F1	Series Repaid
Series 1 Class C	HSBC	Aa1 / AAA / AA+	below A1 or P-1 / A-1+ / F1	Series Repaid
Series 2 Class A	HSBC	Aa1 / AAA / AA+	below A1 or P-1 / A-1+ / F1	
Series 2 Class B	HSBC	Aa1 / AAA / AA+	below A1 or P-1 / A-1+ / F1	
Series 2 Class C	HSBC	Aa1 / AAA / AA+	below A1 or P-1 / A-1+ / F1	
Series 3 Class A	Citibank	Aa1 and P-1 / A-1+ / F1+	below A1 or P-1 / A-1+ / F1	
Series 3 Class B1	Citibank	Aa1 and P-1 / A-1+ / F1+	below A1 or P-1 / A-1+ / F1	
Series 3 Class B2				
Series 3 Class M1	Citibank	Aa1 and P-1 / A-1+ / F1+	below A1 or P-1 / A-1+ / F1	
Series 3 Class M2				
Series 3 Class C1	Citibank	Aa1 and P-1 / A-1+ / F1+	below A1 or P-1 / A-1+ / F1	
Series 3 Class C2				
Series 4 Class A1	HSBC	Aa1 / AAA / AA+	below A1 or P-1 / A-1+ / F1	
Series 4 Class A2				

Holmes Master Issuer PLC
Profit & Loss Account
Period Ended 16 July 2007

	This Quarter	Prior Quarter
	£'000	£'000
Interest receivable - Inter-company loan	144,740	49,860
Interest receivable - Cash deposits	0	2
	<u>144,740</u>	<u>49,862</u>
Interest payable - Notes	(144,740)	(49,860)
	<u>(144,740)</u>	<u>(49,860)</u>
Net operating income	0	2
Operating expenses	4,795	(44)
Profit on ordinary activities before taxation	<u>4,795</u>	<u>(42)</u>
Taxation	(1,438)	13
Profit on ordinary activities after taxation	<u>3,356</u>	<u>(29)</u>
Dividend	-	-
Retained profit brought forward	75	105
Retained profit carried forward	<u><u>3,432</u></u>	<u><u>75</u></u>

Holmes Master Issuer PLC
Balance Sheet
Period Ended 16 July 2007

	£'000	£'000
Fixed asset investments		
Loans to Funding		14,986,944
Current assets		
Sundry debtors		-
Sundry debtors		-
Fair value derivative	4,895	
Cash at bank	19	
	<u>4,914</u>	
Creditors: Amounts falling due within one year		
Sundry creditors		-
Deferred Tax	1,469	
Accrued interest payable		-
	<u>1,469</u>	
Net current assets		3,445
Total assets less current liabilities		<u>14,990,389</u>
Creditors: Amounts falling due after more than one year		
Amounts due to noteholders		(14,986,944)
		<u>-</u>
Net assets		<u><u>3,445</u></u>
Capital and reserves		
Share capital		13
Reserves		<u>3,432</u>
		<u><u>3,445</u></u>

Holmes Master Issuer PLC 2006-1
Notes Outstanding
Period Ended 16 July 2007

	ISIN / CUSIP Number	Currency	Reference Rate
Series 1 Class A	US43641RAA32	US\$	1 month USD Libor
Series 1 Class B	US43641RAD70	US\$	3 month USD Libor
Series 1 Class C	US43641RAG02	US\$	3 month USD Libor
Series 2 Class A	US43641RAB15	US\$	3 month USD Libor
Series 2 Class B	US43641RAE53	US\$	3 month USD Libor
Series 2 Class M	US43641RAF29	US\$	3 month USD Libor
Series 2 Class C	US43641RAH84	US\$	3 month USD Libor
Series 3 Class A1	US43641RAC97	US\$	3 month USD Libor
Series 3 Class A2	XS0275492683	EUR	3 month Euribor
Series 3 Class A3	XS0275492923	GBP	3 month Sterling Libor
Series 3 Class B2	XS0275533031	EUR	3 month Euribor
Series 3 Class B3	XS0275533890	GBP	3 month Sterling Libor
Series 3 Class M2	XS0275537294	EUR	3 month Euribor
Series 3 Class M3	XS0275539400	GBP	3 month Sterling Libor
Series 3 Class C2	XS0275543006	EUR	3 month Euribor
Series 3 Class C3	XS0275544152	GBP	3 month Sterling Libor

	Step Up Date	Expected Repayment Date	Initial Margin	Step up Margin
Series 1 Class A	October 2007	October 2007	-2	N/A
Series 1 Class B	October 2010	October 2007	9	18
Series 1 Class C	October 2010	October 2007	24	48
Series 2 Class A	October 2010	October 2009	6	12
Series 2 Class B	October 2010	October 2009	12	24
Series 2 Class M	October 2010	October 2009	19	38
Series 2 Class C	October 2010	October 2009	39	78
Series 3 Class A1	October 2010	October 2010	8	16
Series 3 Class A2	October 2010	October 2010	10	20
Series 3 Class A3	October 2010	October 2010	10	20
Series 3 Class B2	October 2010	October 2010	15	30
Series 3 Class B3	October 2010	October 2010	15	30
Series 3 Class M2	October 2010	October 2010	22	42
Series 3 Class M3	October 2010	October 2010	22	42
Series 3 Class C2	October 2010	October 2010	42	84
Series 3 Class C3	October 2010	October 2010	42	84

	Payment Frequency	Next Payment date	Moody's	S&P	Fitch Ratings
Series 1 Class A	Monthly	15-Aug-2007	P-1	A-1+	F1+
Series 1 Class B	Quarterly	15-Oct-2007	Aa3	AA	AA
Series 1 Class C	Quarterly	15-Oct-2007	Baa2	BBB	BBB
Series 2 Class A	Quarterly	15-Oct-2007	Aaa	AAA	AAA
Series 2 Class B	Quarterly	15-Oct-2007	Aa3	AA	AA
Series 2 Class M	Quarterly	15-Oct-2007	A2	A	A
Series 2 Class C	Quarterly	15-Oct-2007	Baa2	BBB	BBB
Series 3 Class A1	Quarterly	15-Oct-2007	Aaa	AAA	AAA
Series 3 Class A2	Quarterly	15-Oct-2007	Aaa	AAA	AAA
Series 3 Class A3	Quarterly	15-Oct-2007	Aaa	AAA	AAA
Series 3 Class B2	Quarterly	15-Oct-2007	Aa3	AA	AA
Series 3 Class B3	Quarterly	15-Oct-2007	Aa3	AA	AA
Series 3 Class M2	Quarterly	15-Oct-2007	A2	A	A
Series 3 Class M3	Quarterly	15-Oct-2007	A2	A	A
Series 3 Class C2	Quarterly	15-Oct-2007	Baa2	BBB	BBB
Series 3 Class C3	Quarterly	15-Oct-2007	Baa2	BBB	BBB

**Holmes Master Issuer PLC 2006-1
Notes Outstanding
Period Ended 16 July 2007**

	Initial note balance	Previous Principal	Redemptions	Current Principal
Series 1 Class A	\$1,500,000,000	\$1,500,000,000	\$0	\$1,500,000,000
Series 1 Class B	\$45,000,000	\$45,000,000	\$0	\$45,000,000
Series 1 Class C	\$45,000,000	\$45,000,000	\$0	\$45,000,000
Series 2 Class A	\$1,500,000,000	\$1,500,000,000	\$0	\$1,500,000,000
Series 2 Class B	\$35,000,000	\$35,000,000	\$0	\$35,000,000
Series 2 Class M	\$30,000,000	\$30,000,000	\$0	\$30,000,000
Series 2 Class C	\$40,000,000	\$40,000,000	\$0	\$40,000,000
Series 3 Class A1	\$900,000,000	\$900,000,000	\$0	\$900,000,000
Series 3 Class A2	□670,000,000	□670,000,000	□0	□670,000,000
Series 3 Class A3	£700,000,000	£700,000,000	£0	£700,000,000
Series 3 Class B2	□37,500,000	□37,500,000	□0	□37,500,000
Series 3 Class B3	£20,000,000	£20,000,000	£0	£20,000,000
Series 3 Class M2	□35,500,000	□35,500,000	□0	□35,500,000
Series 3 Class M3	£12,000,000	£12,000,000	£0	£12,000,000
Series 3 Class C2	□61,500,000	□61,500,000	□0	□61,500,000
Series 3 Class C3	£12,500,000	£12,500,000		

	Currency Swap Counterparty	Current Rating Moody's / S&P / Fitch	Rating Trigger Moody's / S&P / Fitch	Comments
Series 1 Class A	Deutsche	Aa3 / AA- / AA-	below A1 or P-1 / A-1+ / F1	
Series 1 Class B	Deutsche	Aa3 / AA- / AA-	below A1 or P-1 / A-1+ / F1	
Series 1 Class C	Deutsche	Aa3 / AA- / AA-	below A1 or P-1 / A-1+ / F1	
Series 2 Class A	Deutsche	Aa3 / AA- / AA-	below A1 or P-1 / A-1+ / F1	
Series 2 Class B	Deutsche	Aa3 / AA- / AA-	below A1 or P-1 / A-1+ / F1	
Series 2 Class M	Deutsche	Aa3 / AA- / AA-	below A1 or P-1 / A-1+ / F1	
Series 2 Class C	Deutsche	Aa3 / AA- / AA-	below A1 or P-1 / A-1+ / F1	
Series 3 Class A1	Deutsche	Aa3 / AA- / AA-	below A1 or P-1 / A-1+ / F1	
Series 3 Class A2	Barclays	Aa2 / AA+ / AA	below A1 or P-1 / A-1+ / F1	
Series 3 Class A3				
Series 3 Class B2	Barclays	Aa2 / AA+ / AA	below A1 or P-1 / A-1+ / F1	
Series 3 Class B3				
Series 3 Class M2	Barclays	Aa2 / AA+ / AA	below A1 or P-1 / A-1+ / F1	
Series 3 Class M3				
Series 3 Class C2	Barclays	Aa2 / AA+ / AA	below A1 or P-1 / A-1+ / F1	
Series 3 Class C3				

Holmes Master Issuer PLC
Profit & Loss Account
Period Ended 16 July 2007

	This Quarter	Prior Quarter
	£'000	£'000
Interest receivable - Inter-company loan	144,740	49,860
Interest receivable - Cash deposits	0	2
	<u>144,740</u>	<u>49,862</u>
Interest payable - Notes	(144,740)	(49,860)
	<u>(144,740)</u>	<u>(49,860)</u>
Net operating income	0	2
Operating expenses	4,795	(44)
Profit on ordinary activities before taxation	<u>4,795</u>	<u>(42)</u>
Taxation	(1,438)	13
Profit on ordinary activities after taxation	<u>3,356</u>	<u>(29)</u>
Dividend	-	-
Retained profit brought forward	75	105
Retained profit carried forward	<u><u>3,432</u></u>	<u><u>75</u></u>

Holmes Master Issuer PLC
Balance Sheet
Period Ended 16 July 2007

	£'000	£'000
Fixed asset investments		
Loans to Funding		14,986,944
Current assets		
Sundry debtors	-	
Sundry debtors	-	
Fair value derivative	4,895	
Cash at bank	19	
	<u>4,914</u>	
Creditors: Amounts falling due within one year		
Sundry creditors	-	
Deferred Tax	1,469	
Accrued interest payable	-	
	<u>1,469</u>	
Net current assets		3,445
Total assets less current liabilities		<u>14,990,389</u>
Creditors: Amounts falling due after more than one year		
Amounts due to noteholders		(14,986,944)
		<u>-</u>
Net assets		<u><u>3,445</u></u>
Capital and reserves		
Share capital		13
Reserves		<u>3,432</u>
		<u><u>3,445</u></u>

Holmes Master Issuer PLC 2007-1
Notes Outstanding
Period Ended 16 July 2007

	ISIN / CUSIP Number	Currency	Reference Rate
Series 1 Class A1	US43641NAA28	US\$	1 month USD Libor
Series 1 Class A3	XS0292748943	GBP	3 month Sterling Libor
Series 1 Class B1	US43641NAE40	US\$	3 month USD Libor
Series 1 Class B2	XS0292751061	EUR	3 month Euribor
Series 1 Class C1	US43641NAH70	US\$	3 month USD Libor
Series 1 Class C2	XS0292756458	EUR	3 month Euribor
Series 1 Class C3	XS0292756615	GBP	3 month Sterling Libor
Series 2 Class A	US43641NAB01	US\$	3 month USD Libor
Series 2 Class B2	XS0292751814	EUR	3 month Euribor
Series 2 Class M2	XS0292753430	EUR	3 month Euribor
Series 2 Class M3	XS0292754081	GBP	3 month Sterling Libor
Series 2 Class C1	US43641NAJ37	US\$	3 month USD Libor
Series 2 Class C2	XS0292757001	EUR	3 month Euribor
Series 2 Class C3	XS0292757340	GBP	3 month Sterling Libor
Series 3 Class A1	US43641NAA83	US\$	3 month USD Libor
Series 3 Class A2	XS0292750253	EUR	3 month Euribor
Series 3 Class A3	XS0292750683	GBP	3 month Sterling Libor
Series 3 Class B2	XS0292752382	EUR	3 month Euribor
Series 3 Class B3	XS0292752622	GBP	3 month Sterling Libor
Series 3 Class M2	XS0292754594	EUR	3 month Euribor
Series 3 Class M3	XS0292755138	GBP	3 month Sterling Libor
Series 3 Class C2	XS0292759395	EUR	3 month Euribor
Series 3 Class C3	XS0292759635	GBP	3 month Sterling Libor
Series 4 Class A	US43641NAD66	US\$	3 month USD Libor

	Step Up Date	Expected Repayment Date	Initial Margin	Step up Margin
Series 1 Class A1	March 2008	March 2008	-2	N/A
Series 1 Class A3	January 2011	April 2008	3	6
Series 1 Class B1	January 2011	April 2008	9	18
Series 1 Class B2	January 2011	April 2008	9	18
Series 1 Class C1	January 2011	April 2008	28	56
Series 1 Class C2	January 2011	April 2008	28	56
Series 1 Class C3	January 2011	April 2008	28	56
Series 2 Class A	January 2011	April 2010	5	10
Series 2 Class B2	January 2011	April 2010	14	28
Series 2 Class M2	January 2011	April 2010	22	44
Series 2 Class M3	January 2011	April 2010	22	44
Series 2 Class C1	January 2011	April 2010	42	84
Series 2 Class C2	January 2011	April 2010	42	84
Series 2 Class C3	January 2011	April 2010	42	84
Series 3 Class A1	April 2011	April 2011	8	16
Series 3 Class A2	April 2011	April 2011	10	20
Series 3 Class A3	April 2011	April 2011	10	20
Series 3 Class B2	January 2011	January 2011	14	28
Series 3 Class B3	January 2011	January 2011	14	28
Series 3 Class M2	January 2011	January 2011	22	44
Series 3 Class M3	January 2011	January 2011	22	44
Series 3 Class C2	January 2011	January 2011	42	84
Series 3 Class C3	January 2011	January 2011	42	84
Series 4 Class A	October 2012	October 2012	10	20

Holmes Master Issuer PLC 2007-1
Notes Outstanding
Period Ended 16 July 2007

	Payment Frequency	Next Payment date	Moody's	S&P	Fitch Ratings
Series 1 Class A1	Monthly	15-Aug-2007	P-1	A-1+	F1+
Series 1 Class A3	Quarterly	15-Oct-2007	Aaa	AAA	AAA
Series 1 Class B1	Quarterly	15-Oct-2007	Aa3	AA	AA
Series 1 Class B2	Quarterly	15-Oct-2007	Aa3	AA	AA
Series 1 Class C1	Quarterly	15-Oct-2007	Aa3	AA	AA
Series 1 Class C2	Quarterly	15-Oct-2007	A2	A	A
Series 1 Class C3	Quarterly	15-Oct-2007	Baa2	BBB	BBB
Series 2 Class A	Quarterly	15-Oct-2007	Aaa	AAA	AAA
Series 2 Class B2	Quarterly	15-Oct-2007	Aa3	AA	AA
Series 2 Class M2	Quarterly	15-Oct-2007	A2	A	A
Series 2 Class M3	Quarterly	15-Oct-2007	A2	A	A
Series 2 Class C1	Quarterly	15-Oct-2007	Baa2	BBB	BBB
Series 2 Class C2	Quarterly	15-Oct-2007	Baa2	BBB	BBB
Series 2 Class C3	Quarterly	15-Oct-2007	Baa2	BBB	BBB
Series 3 Class A1	Quarterly	15-Oct-2007	Aaa	AAA	AAA
Series 3 Class A2	Quarterly	15-Oct-2007	Aaa	AAA	AAA
Series 3 Class A3	Quarterly	15-Oct-2007	Aaa	AAA	AAA
Series 3 Class B2	Quarterly	15-Oct-2007	Aa3	AA	AA
Series 3 Class B3	Quarterly	15-Oct-2007	Aa3	AA	AA
Series 3 Class M2	Quarterly	15-Oct-2007	A2	A	A
Series 3 Class M3	Quarterly	15-Oct-2007	A2	A	A
Series 3 Class C2	Quarterly	15-Oct-2007	Baa2	BBB	BBB
Series 3 Class C3	Quarterly	15-Oct-2007	Baa2	BBB	BBB
Series 4 Class A	Quarterly	15-Oct-2007	Aaa	AAA	AAA

	Initial note balance	Previous Principal	Redemptions	Current Principal
Series 1 Class A1	\$1,500,000,000	\$1,500,000,000	\$0	\$1,500,000,000
Series 1 Class A3	£600,000,000	£600,000,000	£0	£600,000,000
Series 1 Class B1	\$57,200,000	\$57,200,000	\$0	\$57,200,000
Series 1 Class B2	□21,400,000	□21,400,000	□0	□21,400,000
Series 1 Class C1	\$30,300,000	\$30,300,000	\$0	\$30,300,000
Series 1 Class C2	□22,700,000	□22,700,000	□0	□22,700,000
Series 1 Class C3	£15,550,000	£15,550,000	£0	£15,550,000
Series 2 Class A	\$1,500,000,000	\$1,500,000,000	\$0	\$1,500,000,000
Series 2 Class B2	□26,300,000	□26,300,000	□0	□26,300,000
Series 2 Class M2	□10,600,000	□10,600,000	□0	□10,600,000
Series 2 Class M3	£10,800,000	£10,800,000	£0	£10,800,000
Series 2 Class C1	\$9,800,000	\$9,800,000	\$0	\$9,800,000
Series 2 Class C2	□21,900,000	□21,900,000	□0	□21,900,000
Series 2 Class C3	£5,000,000	£5,000,000	£0	£5,000,000
Series 3 Class A1	\$1,600,000,000	\$1,600,000,000	\$0	\$1,600,000,000
Series 3 Class A2	□1,500,000,000	□1,500,000,000	□0	□1,500,000,000
Series 3 Class A3	£800,000,000	£800,000,000	£0	£800,000,000
Series 3 Class B2	□46,700,000	□46,700,000	□0	□46,700,000
Series 3 Class B3	£48,000,000	£48,000,000	£0	£48,000,000
Series 3 Class M2	□28,000,000	□28,000,000	□0	□28,000,000
Series 3 Class M3	£28,800,000	£28,800,000	£0	£28,800,000
Series 3 Class C2	□86,900,000	□86,900,000	□0	□86,900,000
Series 3 Class C3	£25,500,000	£25,500,000	£0	£25,500,000
Series 4 Class A	\$1,000,000,000	\$1,000,000,000	\$0	\$1,000,000,000

Holmes Master Issuer PLC 2007-1
Notes Outstanding
Period Ended 16 July 2007

	Currency Swap Counterparty	Current Rating Moody's / S&P / Fitch	Rating Trigger Moody's / S&P / Fitch	Comments
Series 1 Class A1	CSFB	Aa3 / AA- / AA-	below A1 or P-1 / A-1+ / F1	
Series 1 Class A3				
Series 1 Class B1	CSFB	Aa3 / AA- / AA-	below A1 or P-1 / A-1+ / F1	
Series 1 Class B2	HSBC	Aa1 / AAA / AA+	below A1 or P-1 / A-1+ / F1	
Series 1 Class C1	CSFB	Aa3 / AA- / AA-	below A1 or P-1 / A-1+ / F1	
Series 1 Class C2	HSBC	Aa1 / AAA / AA+	below A1 or P-1 / A-1+ / F1	
Series 1 Class C3				
Series 2 Class A	UBS	Aa2 and P-1 / A-1+ / F1+	below A1 or P-1 / A-1+ / F1	
Series 2 Class B2	HSBC	Aa1 / AAA / AA+	below A1 or P-1 / A-1+ / F1	
Series 2 Class M2	HSBC	Aa1 / AAA / AA+	below A1 or P-1 / A-1+ / F1	
Series 2 Class M3				
Series 2 Class C1	UBS	Aa2 and P-1 / A-1+ / F1+	below A1 or P-1 / A-1+ / F1	
Series 2 Class C2	HSBC	Aa1 / AAA / AA+	below A1 or P-1 / A-1+ / F1	
Series 2 Class C3				
Series 3 Class A1	Deutsche	Aa3 and P-1 / A-1+ / AA- and F1+	below A1 or P-1 / A-1+ / F1	
Series 3 Class A2	HSBC	Aa1 / AAA / AA+	below A1 or P-1 / A-1+ / F1	
Series 3 Class A3				
Series 3 Class B2	HSBC	Aa1 / AAA / AA+	below A1 or P-1 / A-1+ / F1	
Series 3 Class B3				
Series 3 Class M2	HSBC	Aa1 / AAA / AA+	below A1 or P-1 / A-1+ / F1	
Series 3 Class M3				
Series 3 Class C2	HSBC	Aa1 / AAA / AA+	below A1 or P-1 / A-1+ / F1	
Series 3 Class C3				
Series 4 Class A	HSBC	Aa1 / AAA / AA+	below A1 or P-1 / A-1+ / F1	

Holmes Master Issuer PLC
Profit & Loss Account
Period Ended 16 July 2007

	This Quarter	Prior Quarter
	£'000	£'000
Interest receivable - Inter-company loan	144,740	49,860
Interest receivable - Cash deposits	0	2
	<u>144,740</u>	<u>49,862</u>
Interest payable - Notes	(144,740)	(49,860)
	<u>(144,740)</u>	<u>(49,860)</u>
Net operating income	0	2
Operating expenses	4,795	(44)
Profit on ordinary activities before taxation	<u>4,795</u>	<u>(42)</u>
Taxation	(1,438)	13
Profit on ordinary activities after taxation	<u>3,356</u>	<u>(29)</u>
Dividend	-	-
Retained profit brought forward	75	105
Retained profit carried forward	<u><u>3,432</u></u>	<u><u>75</u></u>

Holmes Master Issuer PLC
Balance Sheet
Period Ended 16 July 2007

	£'000	£'000
Fixed asset investments		
Loans to Funding		14,986,944
Current assets		
Sundry debtors		-
Sundry debtors		-
Fair value derivative	4,895	
Cash at bank	19	
	<u>4,914</u>	
Creditors: Amounts falling due within one year		
Sundry creditors		-
Deferred Tax	1,469	
Accrued interest payable		-
	<u>1,469</u>	
Net current assets		3,445
Total assets less current liabilities		<u>14,990,389</u>
Creditors: Amounts falling due after more than one year		
Amounts due to noteholders		(14,986,944)
		<u>-</u>
Net assets		<u><u>3,445</u></u>
Capital and reserves		
Share capital		13
Reserves		<u>3,432</u>
		<u><u>3,445</u></u>

Holmes Master Issuer PLC 2007-2
Notes Outstanding
Period Ended 16 July 2007

	ISIN / CUSIP Number	Currency	Reference Rate
Series 1 Class A1	US43641NAK00	US\$	1 month USD Libor
Series 1 Class A2	XS0302981013	EUR	3 month Euribor
Series 1 Class B	US43641NAN49	US\$	3 month USD Libor
Series 1 Class C	US43641NAP96	US\$	3 month USD Libor
Series 2 Class A	CA43641NAU87	CAN\$	1 month CDOR
Series 2 Class A1	US43641NAL8	US\$	3 month USD Libor
Series 2 Class B1	US43641NAQ79	US\$	3 month USD Libor
Series 2 Class B2	XS0305303066	EUR	3 month Euribor
Series 2 Class B3	XS0305303223	GBP	3 month Sterling Libor
Series 2 Class M1	US43641NAR52	US\$	3 month USD Libor
Series 2 Class M2	XS0305304205	EUR	3 month Euribor
Series 2 Class M3	XS0305305863	GBP	3 month Sterling Libor
Series 2 Class C1	US43641NAS36	US\$	3 month USD Libor
Series 2 Class C2	XS0305306325	EUR	3 month Euribor
Series 2 Class C3	XS0305306598	GBP	3 month Sterling Libor
Series 3 Class A1	US43641NAM65	US\$	3 month USD Libor
Series 3 Class A2	XS0302983068	EUR	3 month Euribor
Series 3 Class A3	XS0302983498	GBP	3 month Sterling Libor
Series 4 Class A	US43641NAT19	US\$	3 month USD Libor

	Step Up Date	Expected Repayment Date	Initial Margin	Step up Margin
Series 1 Class A1	October 2011	July 2008	3	6
Series 1 Class A2	October 2011	July 2008	4	8
Series 1 Class B	October 2011	July 2008	7	14
Series 1 Class C	October 2011	July 2008	23	46
Series 2 Class A	October 2011	April 2010	8	16
Series 2 Class A1	October 2011	April 2010	5	10
Series 2 Class B1	October 2011	April 2010	12	24
Series 2 Class B2	October 2011	April 2010	13	26
Series 2 Class B3	October 2011	April 2010	14	28
Series 2 Class M1	October 2011	April 2010	22	44
Series 2 Class M2	October 2011	April 2010	22	44
Series 2 Class M3	October 2011	April 2010	24	48
Series 2 Class C1	October 2011	April 2010	41	82
Series 2 Class C2	October 2011	April 2010	41	82
Series 2 Class C3	October 2011	April 2010	43	86
Series 3 Class A1	October 2011	October 2011	8	16
Series 3 Class A2	October 2011	October 2011	9	18
Series 3 Class A3	October 2011	October 2011	9	18
Series 4 Class A	July 2012	July 2012	10	20

	Payment Frequency	Next Payment date	Moody's	S&P	Fitch Ratings
Series 1 Class A1	Monthly	15-Aug-2007	Aaa	AAA	AAA
Series 1 Class A2	Quarterly	15-Oct-2007	Aaa	AAA	AAA
Series 1 Class B	Quarterly	15-Oct-2007	Aa3	AA	AA
Series 1 Class C	Quarterly	15-Oct-2007	Baa2	BBB	BBB
Series 2 Class A	Monthly	15-Aug-2007	Aaa	AAA	AAA
Series 2 Class A1	Quarterly	15-Oct-2007	Aaa	AAA	AAA
Series 2 Class B1	Quarterly	15-Oct-2007	Aa3	AA	AA
Series 2 Class B2	Quarterly	15-Oct-2007	Aa3	AA	AA
Series 2 Class B3	Quarterly	15-Oct-2007	Aa3	AA	AA
Series 2 Class M1	Quarterly	15-Oct-2007	A2	A	A
Series 2 Class M2	Quarterly	15-Oct-2007	A2	A	A
Series 2 Class M3	Quarterly	15-Oct-2007	A2	A	A
Series 2 Class C1	Quarterly	15-Oct-2007	Baa2	BBB	BBB
Series 2 Class C2	Quarterly	15-Oct-2007	Baa2	BBB	BBB
Series 2 Class C3	Quarterly	15-Oct-2007	Baa2	BBB	BBB
Series 3 Class A1	Quarterly	15-Oct-2007	Aaa	AAA	AAA
Series 3 Class A2	Quarterly	15-Oct-2007	Aaa	AAA	AAA
Series 3 Class A3	Quarterly	15-Oct-2007	Aaa	AAA	AAA
Series 4 Class A	Quarterly	15-Oct-2007	Aaa	AAA	AAA

Holmes Master Issuer PLC 2007-2
Notes Outstanding
Period Ended 16 July 2007

	Initial note balance	Previous Principal	Redemptions	Current Principal
Series 1 Class A1	\$1,225,000,000	\$1,225,000,000	\$0	\$1,225,000,000
Series 1 Class A2	□1,200,000,000	□1,200,000,000	□0	□1,200,000,000
Series 1 Class B	\$82,000,000	\$82,000,000	\$0	\$82,000,000
Series 1 Class C	\$128,400,000	\$128,400,000	\$0	\$128,400,000
Series 2 Class A	CAN\$600,000,000	CAN\$600,000,000	CAN\$0	CAN\$600,000,000
Series 2 Class A1	\$2,750,000,000	\$2,750,000,000	\$0	\$2,750,000,000
Series 2 Class B1	\$25,000,000	\$25,000,000	\$0	\$25,000,000
Series 2 Class B2	□95,000,000	□95,000,000	□0	□95,000,000
Series 2 Class B3	£50,000,000	£50,000,000	£0	£50,000,000
Series 2 Class M1	\$10,000,000	\$10,000,000	\$0	\$10,000,000
Series 2 Class M2	□20,000,000	□20,000,000	□0	□20,000,000
Series 2 Class M3	£38,000,000	£38,000,000	£0	£38,000,000
Series 2 Class C1	\$34,000,000	\$34,000,000	\$0	\$34,000,000
Series 2 Class C2	□106,000,000	□106,000,000	□0	□106,000,000
Series 2 Class C3	£45,000,000	£45,000,000	£0	£45,000,000
Series 3 Class A1	\$1,250,000,000	\$1,250,000,000	\$0	\$1,250,000,000
Series 3 Class A2	□1,300,000,000	□1,300,000,000	□0	□1,300,000,000
Series 3 Class A3	£450,000,000	£450,000,000	£0	£450,000,000
Series 4 Class A	\$750,000,000	\$750,000,000	\$0	\$750,000,000

	Currency Swap Counterparty	Current Rating Moody's / S&P / Fitch	Rating Trigger Moody's / S&P / Fitch	Comments
Series 1 Class A1	Merrill	Aa3 and P-1 / A-1+ / AA- and F1+	below A1 or P-1 / A-1+ / F1	
Series 1 Class A2	Merrill	Aa3 and P-1 / A-1+ / AA- and F1+	below A1 or P-1 / A-1+ / F1	
Series 1 Class B	Merrill	Aa3 and P-1 / A-1+ / AA- and F1+	below A1 or P-1 / A-1+ / F1	
Series 1 Class C	Merrill	Aa3 and P-1 / A-1+ / AA- and F1+	below A1 or P-1 / A-1+ / F1	
Series 2 Class A	Merrill	Aa3 and P-1 / A-1+ / AA- and F1+	below A1 or P-1 / A-1+ / F1	
Series 2 Class A1	Merrill	Aa3 and P-1 / A-1+ / AA- and F1+	below A1 or P-1 / A-1+ / F1	
Series 2 Class B1	Merrill	Aa3 and P-1 / A-1+ / AA- and F1+	below A1 or P-1 / A-1+ / F1	
Series 2 Class B2	Merrill	Aa3 and P-1 / A-1+ / AA- and F1+	below A1 or P-1 / A-1+ / F1	
Series 2 Class B3				
Series 2 Class M1	Merrill	Aa3 and P-1 / A-1+ / AA- and F1+	below A1 or P-1 / A-1+ / F1	
Series 2 Class M2	Merrill	Aa3 and P-1 / A-1+ / AA- and F1+	below A1 or P-1 / A-1+ / F1	
Series 2 Class M3				
Series 2 Class C1	Merrill	Aa3 and P-1 / A-1+ / AA- and F1+	below A1 or P-1 / A-1+ / F1	
Series 2 Class C2	Merrill	Aa3 and P-1 / A-1+ / AA- and F1+	below A1 or P-1 / A-1+ / F1	
Series 2 Class C3				
Series 3 Class A1	Merrill	Aa3 and P-1 / A-1+ / AA- and F1+	below A1 or P-1 / A-1+ / F1	
Series 3 Class A2	Merrill	Aa3 and P-1 / A-1+ / AA- and F1+	below A1 or P-1 / A-1+ / F1	
Series 3 Class A3				
Series 4 Class A	Merrill	Aa3 and P-1 / A-1+ / AA- and F1+	below A1 or P-1 / A-1+ / F1	

Holmes Funding Limited
Profit & Loss Account
Period Ended 16 July 2007

	This Quarter £'000	Prior Quarter £'000
Interest receivable - Mortgages less Swaps	334,842	253,315
Interest receivable - Cash Deposits	30,952	28,800
Gain/(Loss) on fair value of interest rate swap	25,490	(15,941)
	<u>391,284</u>	<u>266,174</u>
Interest payable - Inter-company loans	(318,814)	(231,979)
Interest payable - Start up loans	-	-
	<u>(318,814)</u>	<u>(231,979)</u>
Net operating income	<u>72,470</u>	<u>34,195</u>
Other income	8,465	6,153
Provisions	(2,213)	(2,020)
Expenses	(4,173)	(7,018)
Start up costs amortisation	(2,487)	(1,811)
Deferred consideration	(46,570)	(45,440)
Profit/(loss) on ordinary activities before taxation	<u>25,492</u>	<u>(15,941)</u>
Taxation	(7,647)	4,782
Profit/(loss) on ordinary activities after taxation	<u>17,845</u>	<u>(11,159)</u>
Dividend	-	-
Retained profit/(loss) brought forward	30,958	42,117
Retained profit/(loss) carried forward	<u><u>48,803</u></u>	<u><u>30,958</u></u>

Holmes Funding Limited
Balance Sheet
Period Ended 16 July 2007

	£'000	£'000
Fixed asset investments		
Beneficial interest in Trust mortgage portfolio		23,580,439
Beneficial interest in Trust cash at bank		-
Fair value of interest rate swap		-
Current assets		
Amounts owed by Trustee	127,173	
Deferred expenditure (costs of securing)	18,933	
Sundry debtors	-	
Deferred taxation / group relief receivable		
Cash at bank:	417,830	
Reserve funding	2,470	
Transaction account	2,091,557	
Funding GIC account	2,657,963	
	<u>437,191</u>	
Creditors: Amounts falling due within one year		
Deferred consideration creditor	176,509	
Interest payable - start up loans	-	
Amounts due to Trustee	-	
Interest payable - Inter-company loans	-	
Sundry creditors	239,802	
Deferred taxation / group relief receivable	20,833	
Corporation Taxation	47	
	<u>437,191</u>	
Net current assets		2,220,772
Total assets less current liabilities		<u>25,801,211</u>
Creditors: Amounts falling due after more than one year		
Inter-company loans		(25,675,408)
Start up loans		(77,000)
Net assets		<u>48,803</u>
Capital and reserves		
Share capital (£2)		-
Reserves		48,803
		<u>48,803</u>

Holmes Funding Limited
Notes to Balance Sheet
Period Ended 16 July 2007

	£'000	£'000	£'000	£'000
Balance on cash accumulation ledger		<u>2,079,190</u>		

Available credit enhancement

	First Reserve	Second Reserve	Funding Reserve	
Reserve funds at closing	<u>351,000</u>	-	-	
Initial closing reserve funds	393,280	-	-	
Drawings to make bullet repayment	-	-	-	
Other drawings	-	-	-	
Transfers from revenue receipts	<u>24,551</u>	-	-	
Closing reserve balance	<u>417,830</u>	-	-	
Target reserve funds	<u>420,000</u>	-	-	

Principal deficiency ledger

	AAA	AA	A	BBB
Opening PDL balance	Nil	Nil	Nil	Nil
Losses this quarter	-	-	-	-
PDL top up from revenue income	-	-	-	-
Closing PDL balance	<u>Nil Nil</u>	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>

Start up loan outstanding

	Opening balance	Repayment	Interest Added	Closing balance
Initial start up loan (incl. accrued interest)	-	-	-	-
Second start up loan (incl. accrued interest)	-	-	-	-
Third start up loan	-	-	-	-
Fourth start up loan	-	-	-	-
Fifth start up loan	-	-	-	-
Sixth start up loan	-	-	-	-
Seventh start up loan	-	-	-	-
Eighth start up loan	-	-	-	-
Master Issuer 2007-1 start-up loan	<u>77,233</u>	-	1,125	<u>78,358</u>
Closing balance	<u>77,233</u>	-	<u>1,125</u>	<u>78,358</u>

Liquidity facility

Liquidity facility limit	25,000
Liquidity facility drawn	-
Liquidity facility available	25,000

Holmes Trustees Limited
Profit & Loss Account
Period Ended 16 July 2007

	This Quarter £'000	Prior Quarter £'000
Interest receivable - Mortgages	566,120	454,969
Interest receivable - Cash Deposits	9,558	6,356
	<hr/> 575,678	<hr/> 461,325
Interest payable - Mortgages	(566,120)	(454,969)
Interest payable - Cash Deposits	(9,558)	(6,356)
	<hr/> (575,678)	<hr/> (461,325)
Net operating income	<hr/> -	<hr/> -
Fees receivable	6,344	6,064
Fees payable	(6,344)	(6,064)
Operating expenses	(5,709)	(5,807)
Provision charges	2,998	2,251
Other income	2,711	3,556
Profit on ordinary activities before taxation	<hr/> -	<hr/> -
Taxation		
Profit on ordinary activities after taxation	<hr/> -	<hr/> -
Dividend	-	-
Retained profit brought forward	-	-
Retained profit carried forward	<hr/> <hr/> -	<hr/> <hr/> -

Holmes Trustees Limited
Balance Sheet
Period Ended 16 July 2007

	£'000	£'000
Fixed asset investments		
Mortgage loans secured on residential property		39,608,824
Current assets		
Bank interest receivable	1,005	
Cash at bank	393,431	
Amounts due from Seller	35,334	
Other debtors		
Accrued interest receivable	90,842	
	<u>520,612</u>	
Creditors: Amounts falling due within one year		
Amounts due to Funding	127,173	
Sundry creditors	-	
	<u>127,173</u>	
Net current assets		393,439
Total assets less current liabilities		<u>40,002,263</u>
Creditors: Amounts falling after more than one year		
Seller share of mortgage loans		(16,028,385)
Funding share of mortgage loans		(23,580,439)
Seller share of cash at bank		(393,431)
Funding share of cash at bank		-
Net assets		<u>-</u>
Capital and reserves		
Share capital (£2)		-
Reserves		<u>-</u>
		<u>-</u>