Holmes Financing (No. 1) PLC
Issuer Profit \& Loss Account
Period ended 30 June 2010

|  | This Period $£^{\prime} 000$ | Prior Quarter £'000 |
| :---: | :---: | :---: |
| Interest receivable - Inter-company loan | 697 | 662 |
| Interest receivable - Cash Deposits | - |  |
|  | 697 | 662 |
| Interest payable - Notes | (697) | (662) |
|  | (697) | (662) |
| Net operating income | - | - |
| Profit on ordinary activities before taxation | - | - |
| Taxation | - | - |
| Unrealised IFRS fair value movement on swaps | 4,274 | $(4,157)$ |
| Profit on ordinary activities after taxation | 4,274 | $(4,157)$ |
| Dividend | - | - |
| Reserves available | 2,760 | 6,917 |
| Reserves available | 7,035 | 2,760 |

Holmes Financing (No. 1) PLC
Balance Sheet
Period ended $\mathbf{3 0}$ June 2010
Fixed Asset investments
Loans to Funding
Current assets
Accrued interest on Funding loan
Cash at bank
Deferred tax
Creditors: Amounts usually falling due within one year
Deferred tax
Fair value derivative
Net current assets
Total assets less current liabilities
Creditors: Amounts usually falling due after more than one year
Amounts due to noteholders
Capital and reserves
Share capital
Reserves available
Nessets

Holmes Financing (No. 1) PLC
Notes Outstanding
Period Ended 15 July 2010

|  | ISIN / CUSIP Number |
| :--- | :--- |
| Series 1 Class A | US436382AA36 |
| Series 1 Class B | US436382AB19 |
| Series 1 Class C | US436382AC91 |
| Series 2 Class A | US436382AD74 |
| Series 2 Class B | US436382AE57 |
| Series 2 Class C | US436382AF23 |
| Series 3 Class A1 | XS0114776585 |
| Series 3 Class A2 | XS0114776825 |
| Series 3 Class B | XS0114777807 |
| Series 3 Class C | XS0114778953 |
| Series 4 Class A | XS0114779845 |
| Series 4 Class B | XS0114780181 |
| Series 4 Class C | XS0114780421 |


| Currency | Reference Rate |
| :--- | :--- |
| US\$ | 3 month USD Libor |
| US\$ | 3 month USD Libor |
| US\$ | 3 month USD Libor |
| US\$ | 3 month USD Libor |
| US\$ | 3 month USD Libor |
| US\$ | 3 month USD Libor |
| GBP | 3 month Sterling Libor |
| EUR | 3 month Euribor |
| GBP | 3 month Sterling Libor |
| GBP | 3 month Sterling Libor |
| GBP | Fixed Rate |
| GBP | 3 month Sterling Libor |
| GBP | 3 month Sterling Libor |

Step Up Date
Expected
Repayment Date
Initial Margin
July 2003
July 2010
Series 1 Class A
Series 1 Class B
Series 1 Class $C$
Series 2 Class A
Series 2 Class B
Series 2 Class $C$
Series 3 Class A1 Series 3 Class A2 Series 3 Class B Series 3 Class C Series 4 Class A Series 4 Class B Series 4 Class C

July 2010
July 2010 July 2010 July 2010 July 2010 July 2010 July 2010 July 2010 July 2010 July 2010 July 2010 July 2010
Series 1 Class A
Series 1 Class B
Series 1 Class C
Series 2 Class A
Series 2 Class B
Series 2 Class C
Series 3 Class A1
Series 3 Class A2
Series 3 Class B
Series 3 Class C
Series 4 Class A
Series 4 Class B
Series 4 Class C

| Payment Frequency | Next Payment date | Moody's |
| :--- | :--- | :--- |
| Quarterly | N/A | Aaa |
| Quarterly | N/A | Aa3 |
| Quarterly | N/A | Baa2 |
| Quarterly | N/A | Aaa |
| Quarterly | N/A | Aa3 |
| Quarterly | N/A | Baa2 |
| Quarterly | N/A | Aaa |
| Quarterly | N/A | Aaa |
| Quarterly | N/A | Aa3 |
| Quarterly | N/A | Baa2 |
| Semi Annually | N/A | Aaa |
| Quarterly | N/A | Aa3 |
| Quarterly | N/A | Baa2 |


| S\&P | Fitch Ratings |
| :--- | :--- |
| AAA | AAA |
| AA | AA |
| BBB | BBB |
| AAA | AAA |
| AA | AA |
| BBB | BBB |
| AAA | AAA |
| AAA | AAA |
| AA | AA |
| BBB | BBB |
| AAA | AAA |
| AA | AA |
| BBB | BBB |

Series 1 Class A
Series 1 Class B
Series 1 Class C
Series 2 Class A
Series 2 Class B
Series 2 Class C
Series 3 Class A1
Series 3 Class A2
Series 3 Class B
Series 3 Class C
Series 4 Class A
Series 4 Class B
Series 4 Class C

| Series 1 Class A | Citibank, N.A. |
| :--- | :--- |
| Series 1 Class B | Citibank, N.A. |
| Series 1 Class C | Citibank, N.A. |
| Series 2 Class A | GRFSL |
| Series 2 Class B | GRFSL |
| Series 2 Class C | GRFSL |
| Series 3 Class A1 |  |
| Series 3 Class A2 <br> Series 3 Class B <br> Series 3 Class C <br> Series 4 Class A <br> Series 4 Class B <br> Series 4 Class C |  |


| Initial note balance Pr | Previous Principal | Redemptions | Current Principal |  |
| :---: | :---: | :---: | :---: | :---: |
| \$900,000,000 | \$0 | \$0 | \$0 |  |
| \$31,500,000 | \$0 | \$0 | \$0 |  |
| \$42,000,000 | \$0 | \$0 | \$0 |  |
| \$975,000,000 | \$0 | \$0 | \$0 |  |
| \$34,500,000 | \$0 | \$0 | \$0 |  |
| \$45,000,000 | \$0 | \$0 | \$0 |  |
| £375,000,000 | £0 | £0 | £0 |  |
| € $320,000,000$ | €0 | €0 | €0 |  |
| £24,000,000 | £0 | £0 | £0 |  |
| £30,000,000 | £0 | £0 | £0 |  |
| £250,000,000 | £250,000,000 | £250,000,000 | £0 |  |
| £11,000,000 | £11,000,000 | £11,000,000 | £0 |  |
| £14,000,000 | £14,000,000 | £14,000,000 | £0 |  |
| Currency Swap Counterparty |  | Current Rating | Rating Trigger | Comments |
|  |  | Moodys / S\&P / Fitch | Moody / S\&P / Fitch |  |
| Citibank, N.A. |  | - | below Aa3 / AA- / AA- | Series Repaid |
| Citibank, N.A. |  | - | below Aa3 / AA- / AA- | Series Repaid |
| Citibank, N.A. |  | - | below Aa3 / AA- / AA- | Series Repaid |
| GRFSL |  | - | below Aa3 / AA- / AA- | Series Repaid |
| GRFSL |  | - | below Aa3 / AA- / AA- | Series Repaid |
| GRFSL |  | - | below Aa3 / AA- / AA- | Series Repaid |
|  |  |  |  | Series Repaid |
| Citibank, N.A. |  | - | below Aa3 / AA- / AA- | Series Repaid |
|  |  |  |  | Series Repaid |
|  |  |  |  | Series Repaid |
| Citibank, N.A. |  | - | below Aa3 / AA- / AA- | Series Repaid |
|  |  |  |  | Series Repaid |
|  |  |  |  | Series Repaid |

Holmes Financing (No. 9) PLC
Issuer Profit \& Loss Account
Period ended 30 June 2010

|  | This Period | Prior Quarter |
| :---: | :---: | :---: |
|  | £'000 | £'000 |
| Interest receivable - Inter-company loan | 1,230 | 1,935 |
| Interest receivable - Cash deposits | - | - |
|  | 1,230 | 1,935 |
| Interest payable - Notes | $(1,230)$ | $(1,935)$ |
|  | $(1,230)$ | $(1,935)$ |
| Net operating income | - |  |
| Profit on ordinary activities before taxation | - | - |
| Taxation | - | - |
| Unrealised IFRS fair value movement on swap | (228) | (593) |
| Profit on ordinary activities after taxation | (228) | (593) |
| Dividend | - | - |
| Retained profit brought forward | 232 | 825 |
| Retained profit carried forward | 3 | 232 |

## Holmes Financing (No. 9) PLC

## Balance Sheet <br> Period ended 30 June 2010

## Fixed Asset investments

| Loans to Funding |  | 600,000 |
| :---: | :---: | :---: |
| Current assets |  |  |
| Accrued interest on Funding loan | 926 |  |
| FV of the derivative-cross currency swap | - |  |
| Accrued interest on derivative | - |  |
| Cash at bank | 16 |  |
|  | 942 |  |
| Creditors: Amounts usually falling due within one year |  |  |
| Fair value derivative | - |  |
| Deferred tax |  |  |
|  | - |  |
| Net current assets |  | 942 |
| Total assets less current liabilities |  | 600,942 |
| Creditors: Amounts usually falling due after more than one year |  |  |
| Amounts due to noteholders |  | $(600,000)$ |
| Exchange adjustments to notes |  | - |
|  |  | $(600,000)$ |
| Accrued interest on notes |  | (926) |
| Net assets |  | 16 |
| Capital and reserves |  |  |
| Share capital |  | 13 |
| Reserves |  | 3 |
|  |  | 16 |

Holmes Financing (No. 9) PLC
Notes Outstanding
Period Ended 15 July 2010

|  | ISIN / CUSIP Number | Currency | Reference Rate |
| :--- | :--- | :--- | :--- |
| Series $\mathbf{1}$ Class A | US43638SAA69 | US\$ | 1 month USD Libor |
| Series $\mathbf{2}$ Class A | US43638SAB43 | US\$ | 3 month USD Libor |
| Series $\mathbf{3}$ Class A1 | XS0200691805 | EUR | 3 month Euribor |
| Series $\mathbf{3}$ Class A2 | XS0200691987 | GBP | 3 month Sterling Libor |
| Series $\mathbf{4}$ Class A | XS0200692019 | GBP | 3 month Sterling Libor |


|  | Step Up Date | Expected Repa 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 $\mathbf{1}$ Class A | Monthly | N/A | P-1 | A-1+ | F1+ |
| Series $\mathbf{2}$ Class A | Quarterly | N/A | Aaa | AAA |  |
| Series $\mathbf{3}$ Class A1 | Quarterly | N/A | Aaa | AAA |  |
| Series $\mathbf{3}$ Class A2 | Quarterly | Aaa | AAA | AAA |  |
| Series 4 Class A | Quarterly | N/A | Aaa | AAA | AAA |


|  | Initial note balance | Previous Principal | Redemptions | Current Principal |
| :--- | ---: | ---: | ---: | ---: |
| Series $\mathbf{1}$ Class A | $\$ 1,740,000,000$ | $\$ 0$ | $\$ 0$ | $\$ 0$ |
| Series 2 Class A | $\$ 2,175,000,000$ | $\$ 0$ | $\$ 0$ | $\$ 0$ |
| Series 3 Class A1 | $€ 740,000,000$ | $€ 0$ | $€ 0$ | $€ 0$ |
| Series 3 Class A2 | $£ 400,000,000$ | $£ 0$ | $£ 0$ | $£ 0$ |
| Series 4 Class A | $£ 600,000,000$ | $£ 600,000,000$ | $£ 600,000,000$ | $£ 0$ |

## Currency Swap Counterparty

| Series 1 Class A | Deutsche Bank AG |
| :--- | :--- |
| Series $\mathbf{2}$ Class A | Deutsche Bank AG |
| Series $\mathbf{3}$ Class A1 | Deutsche Bank AG |
| Series $\mathbf{3}$ Class A2 |  |
| Series 4 Class A |  |


| Current Rating | Rating Trigger |
| :---: | :--- |
| Moodys / S\&P / Fitch | Moodys / S\&P / Fitch |
| - | below A1 or P-1/A-1+ / A+ or F1 Series Repaid |
| - | below A1 or P-1/A-1+ / A+ or F1 Series Repaid |
| - | below A1 or P-1/A-1+ / A+ or F1 Series Repaid |
|  |  |
|  |  |
|  |  |
|  |  |

Holmes Financing (No. 10) PLC

## Issuer Profit \& Loss Accoun

Period ended 30 June 2010

|  | This Period | Prior Quarter |
| :---: | :---: | :---: |
|  | £'000 | £'000 |
| Interest receivable - Inter-company loan | 2,803 | 2,617 |
| Interest receivable - Cash deposits | - | - |
|  | 2,803 | 2,617 |
| Interest payable - Notes | $(2,803)$ | $(2,617)$ |
|  | $(2,803)$ | $(2,617)$ |
| Net operating income | - | - |
| Profit on ordinary activities before taxation | - | - |
| Taxation | - | - |
| Unrealised IFRS fair value movement on swap | (29) | (284) |
| Profit on ordinary activities after taxation | (29) | (284) |
| Dividend | - | - |
| Reserves available brought forward | $(1,456)$ | $(1,172)$ |
| Reserves available carried forward | $(1,485)$ | $(1,456)$ |

## Holmes Financing (No. 10) PLC

## Balance Sheet <br> Period ended 30 June 2010

## Fixed Asset investments

| Loans to Funding |  | 1,526,160 |
| :---: | :---: | :---: |
| Current assets |  |  |
| Accrued interest on Funding loan | 2,362 |  |
| FV of the derivative | 183,892 |  |
| Accrued interest on derivative | (428) |  |
| Cash at bank | 14 |  |
|  | 185,840 |  |
| Creditors: Amounts usually falling due within one year |  |  |
| Deferred tax |  |  |
|  | - |  |
| Net current assets |  | 185,840 |
| Total assets less current liabilities |  | 1,712,000 |
| Creditors: Amounts usually falling due after more than one year |  |  |
| Amounts due to noteholders |  | $(1,526,160)$ |
| Exchange adjustments to notes |  | $(185,378)$ |
|  |  | $(1,711,538)$ |
| Accrued interest on notes |  | $(1,934)$ |
| Net assets |  | $(1,473)$ |
| Capital and reserves |  |  |
| Share capital |  | 13 |
| Reserves |  | $(1,485)$ |
|  |  | $(1,473)$ |

Holmes Financing (No. 10) PLC
Notes Outstanding
Period Ended 15 July 2010
Series 1 Class A
Series 1 Class B
Series 1 Class C
Series 2 Class A
Series 2 Class B
Series 2 Class C
Series 3 Class A
Series 3 Class B1
Series 3 Class B2
Series 3 Class M1
Series 3 Class M2
Series 3 Class C1
Series 3 Class C2
Series 4 Class A1
Series 4 Class A2

| ISIN / CUSIP Number | CUrrency | Reference Rate |
| :--- | :--- | :--- |
| US43638XAG25 | US\$ | 1 month USD Libor |
| US43638XAA54 | US\$ | 3 month USD Libor |
| US43638XAB38 | US\$ | 3 month USD Libor |
| US43638XAC11 | US\$ | 3 month USD Libor |
| US43638XAD93 | US\$ | 3 month USD Libor |
| US43638XAE76 | US\$ | 3 month USD Libor |
| XS0262870222 | EUR | 3 month Euribor |
| XS0262871030 | EUR | 3 month Euribor |
| XS0262875700 | GBP | 3 month Sterling Libor |
| XS0262871386 | EUR | 3 month Euribor |
| XS0262876930 | GBP | 3 month Sterling Libor |
| XS0262872277 | EUR | 3 month Euribor |
| XS0262878126 | GBP | 3 month Sterling Libor |
| US43638XAF42 | US\$ | 3 month USD Libor |
| XS0262878985 | GBP | 3 month Sterling Libor |

Series 1 Class A
Series 1 Class B
Series 1 Class C
Series 2 Class A
Series 2 Class B
Series 2 Class C
Series 3 Class A
Series 3 Class B1
Series 3 Class B2
Series 3 Class M1
Series 3 Class M2
Series 3 Class C1
Series 3 Class C2
Series 4 Class A1
Series 4 Class A2

| Step Up Date | Date |  |
| :--- | :--- | :---: |
| July 2007 | July 2007 | Initial Margin |
| October 2010 | July 2007 | -3 |
| October 2010 | July 2007 | 8 |
| October 2010 | July 2008 | 27 |
| October 2010 | July 2008 | 3 |
| October 2010 | July 2008 | 9 |
| October 2010 | July 2009 | 35 |
| October 2010 | July 2009 | 7 |
| October 2010 | July 2009 | 12 |
| October 2010 | July 2009 | 12 |
| October 2010 | July 2009 | 20 |
| October 2010 | July 2009 | 20 |
| October 2010 | July 2009 | 40 |
| October 2010 | October 2010 | 40 |
| October 2010 | October 2010 | 8 |
|  |  | 9 |


| Payment Frequency | Next Payment date | Moody's | S\&P | Fitch Ratings |
| :---: | :---: | :---: | :---: | :---: |
| Monthly | N/A | P-1 | A-1+ | F1+ |
| Quarterly | N/A | Aa3 | AA | AA |
| Quarterly | N/A | Baa2 | BBB | BBB |
| Quarterly | N/A | Aaa | AAA | AAA |
| Quarterly | N/A | Aa3 | AA | AA |
| Quarterly | N/A | Ваа2 | BBB | BBB |
| Quarterly | N/A | Ааа | AAA | AAA |
| Quarterly | N/A | Aa3 | AA | AA |
| Quarterly | N/A | Aa3 | AA | AA |
| Quarterly | N/A | A2 | A | A |
| Quarterly | N/A | A2 | A | A |
| Quarterly | N/A | Вад2 | BBB | BBB |
| Quarterly | N/A | Baa2 | BBB | BBB |
| Quarterly | 15-Oct-2010 | Aaa | AAA | AAA |
| Quarterly | 15-Oct-2010 | Ааа | AAA | AAA |



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

Redemptions
$0 \quad \$ 0$

Current Principal
$\$ 0$

Currency Swap Counterparty
HSBC Bank plc HSBC Bank plc HSBC Bank plc HSBC Bank plc HSBC Bank plc HSBC Bank plc
Citibank, N.A.
Citibank, N.A.
Citibank, N.A.
Citibank, N.A.

HSBC Bank plc

Current Rating Moodys / S\&P / Fitch

Rating Trigger
Moodys / S\&P / Fitch
below A1 or P-1 / A-1+ / F1 Series Repaid
below A 1 or $\mathrm{P}-1 / \mathrm{A}-1+/ \mathrm{F} 1 \quad$ Series Repaid
below A1 or $\mathrm{P}-1 / \mathrm{A}-1+/ \mathrm{F} 1 \quad$ Series Repaid below A1 or P-1 / A-1+ / F1 Series Repaid below A1 or P-1 / A-1+ / F1 Series Repaid below A1 or P-1 / A-1+ / F1 Series Repaid below A1 or P-1 / A-1+ / F1 Series Repaid below A1 or P-1 / A-1+ / F1 Series Repaid Series Repaid
below A1 or P-1 / A-1+ / F1 Series Repaid Series Repaid
below A1 or P-1 / A-1+ / F1 Series Repaid Series Repaid

Aa2 and P-1 / AA- and A-1+ / AA and F1+ below $A 1$ or $P-1 / A-1+/ F 1$

## Holmes Master Issuer PLC

Issuer Profit \& Loss Account
Period ended 30 June 2010

|  | This Period | Prior Quarter |
| :---: | :---: | :---: |
|  | £'000 | £'000 |
| Interest receivable - Inter-company loan | 15,471 | 17,559 |
| Interest receivable - Cash deposits | 0 | 0 |
|  | 15,471 | 17,559 |
| Interest payable - Notes | $(1,706)$ | $(1,239)$ |
|  | $(1,706)$ | $(1,239)$ |
| Net operating income | 13,765 | 16,319 |
| Interest on Debt Securities | $(12,789)$ | $(15,382)$ |
| Swap interest | (977) | (937) |
| Profit on ordinary activities before taxation | 0 | 0 |
| Taxation | - | - |
| Unrealised IFRS fair value movement on swaps | 3,270 | $(3,194)$ |
| Profit on ordinary activities after taxation | 3,270 | $(3,194)$ |
| Dividend | - | - |
| Reserves available brought forward | $(3,306)$ | (112) |
| Reserves available carry forward | (36) | $(3,306)$ |

## Holmes Master Issuer PLC

Balance Sheet

## Period ended 30 June 2010



Holmes Master Issuer PLC 2006-1
Notes Outstanding
Period Ended 15 July 2010

|  | ISIN / CUSIP Number | Currency | Reference Rate |
| :--- | :--- | :--- | :--- |
| Series $\mathbf{1}$ Class A | US43641RAA32 | US\$ | 1 month USD Libor |
| Series $\mathbf{1}$ Class B | US43641RAD70 | US\$ | 3 month USD Libor |
| Series $\mathbf{1}$ Class C | US43641RAG02 | US\$ | 3 month USD Libor |
| Series $\mathbf{2}$ 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 | XSO275492683 | 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 |

Series 1 Class A
Series 1 Class B
Series 1 Class C
Series 2 Class A
Series 2 Class B
Series 2 Class M
Series 2 Class C
Series 3 Class A1
Series 3 Class A2
Series 3 Class A3
Series 3 Class B2
Series 3 Class B3
Series 3 Class M2
Series 3 Class M3
Series 3 Class C2
Series 3 Class C3

Series 1 Class A Series 1 Class B Series 1 Class $C$ Series 2 Class A Series 2 Class B Series 2 Class M Series 2 Class C Series 3 Class A1 Series 3 Class A2 Series 3 Class A3 Series 3 Class B2 Series 3 Class B3 Series 3 Class M2 Series 3 Class M3 Series 3 Class C2 Series 3 Class C3

| Step Up Date | Expected Repayment Date | Initial Margin |
| :---: | :---: | :---: |
| October 2007 | October 2007 | -2 |
| October 2010 | October 2007 | 9 |
| October 2010 | October 2007 | 24 |
| October 2010 | October 2009 | 6 |
| October 2010 | October 2009 | 12 |
| October 2010 | October 2009 | 19 |
| October 2010 | October 2009 | 39 |
| October 2010 | October 2010 | 8 |
| October 2010 | October 2010 | 10 |
| October 2010 | October 2010 | 10 |
| October 2010 | October 2010 | 15 |
| October 2010 | October 2010 | 15 |
| October 2010 | October 2010 | 22 |
| October 2010 | October 2010 | 22 |
| October 2010 | October 2010 | 42 |
| October 2010 | October 2010 | 42 |
| Payment Frequency | Next Payment date | Moody's |
| Monthly | N/A | P-1 |
| Quarterly | N/A | Aa3 |
| Quarterly | N/A | Ваа2 |
| Quarterly | N/A | Aaa |
| Quarterly | N/A | Aa3 |
| Quarterly | N/A | A2 |
| Quarterly | N/A | Baa2 |
| Quarterly | 15-Oct-2010 | Ааа |
| Quarterly | 15-Oct-2010 | Ааа |
| Quarterly | 15-0ct-2010 | Ааа |
| Quarterly | 15-Oct-2010 | Aa3 |
| Quarterly | 15-Oct-2010 | Aa3 |
| Quarterly | 15-0ct-2010 | A2 |
| Quarterly | 15-0ct-2010 | A2 |
| Quarterly | 15-Oct-2010 | Baa2 |
|  |  | Baa2 |


| S\&P | Fitch Ratings |
| :--- | :--- |
| A-1+ | F1+ |
| AA | AA |
| BBB | BBB |
| AAA | AAA |
| AA | AA |
| A | A |
| BBB | BBB |
| AAA | AAA |
| AAA | AAA |
| AAA | AAA |
| AA | AA |
| AA | AA |
| A | A |
| A | A |
| BBB | BBB |
| BBB | BBB |

Step up Margin


18
18
48
12

24
24
38
38
78

- 16

| 16 |
| ---: |
| 20 |

30
30
30
42
42
42
84
84

## Series 1 Class $A$

 Series 1 Class B Series 1 Class C Series 2 Class A Series 2 Class B Series 2 Class M Series 2 Class $C$ Series 3 Class A1 Series 3 Class A2 Series 3 Class A3 Series 3 Class B2 Series 3 Class B3 Series 3 Class M2 Series 3 Class M3 Series 3 Class C2 Series 3 Class C3|  | Currency Swap Counterparty |
| :---: | :---: |
| Series 1 Class A | Deutsche Bank AG |
| Series 1 Class B | Deutsche Bank AG |
| Series 1 Class C | Deutsche Bank AG |
| Series 2 Class A | Deutsche Bank AG |
| Series 2 Class B | Deutsche Bank AG |
| Series 2 Class M | Deutsche Bank AG |
| Series 2 Class C | Deutsche Bank AG |
| Series 3 Class A1 | Deutsche Bank AG |
| Series 3 Class A2 | Barclays Bank plc |
| Series 3 Class A3 |  |
| Series 3 Class B2 | Barclays Bank plc |
| Series 3 Class B3 |  |
| Series 3 Class M2 | Barclays Bank plc |
| Series 3 Class M3 |  |
| Series 3 Class C2 | Barclays Bank plc |
| Series 3 Class C3 |  |

Initial note balance
$\$ 1,500,000,000$
$\$ 45,000,000$
$\$ 45,000,000$
$\$ 1,500,000,000$
$\$ 35,000,000$
$\$ 30,000,000$
$\$ 40,000,000$
$\$ 900,000,000$
$€ 670,000,000$
$£ 700,000,000$
$€ 37,500,000$
$£ 20,000,000$
$€ 35,500,000$
$£ 12,000,000$
$€ 61,500,000$
$£ 12,500,000$

| Previous Principal | Redemptions | Current Principal |
| :---: | :---: | :---: |
| \$0 | \$0 | \$0 |
| \$0 | \$0 | \$0 |
| \$0 | \$0 | \$0 |
| \$0 | \$0 | \$0 |
| \$0 | \$0 | \$0 |
| \$0 | \$0 | \$0 |
| \$0 | \$0 | \$0 |
| \$900,000,000 | \$0 | \$900,000,000 |
| € 670,000,000 | €0 | €670,000,000 |
| £700,000,000 | £0 | £700,000,000 |
| €37,500,000 | €0 | €37,500,000 |
| £20,000,000 | £0 | £20,000,000 |
| €35,500,000 | €0 | € 35,500,000 |
| £12,000,000 | £0 | £12,000,000 |
| €61,500,000 | €0 | €61,500,000 |
| £12,500,000 | £0 | £12,500,000 |


| Current Rating | Rating Trigger | Comments |
| :---: | :---: | :---: |
| Moody / S\&P / Fitch | Moody / S\&P / Fitch |  |
| - | below A1 or P-1 / A-1+ / F1 | Series Repaid |
|  | below A1 or P-1 / A-1+ / F1 | Series Repaid |
| - | below A1 or P-1 / A-1+ / F1 | Series Repaid |
| - | below A1 or P-1 / A-1+ / F1 | Series Repaid |
| - | below A1 or P-1 / A-1+ / F1 | Series Repaid |
| - | below A1 or P-1 / A-1+ / F1 | Series Repaid |
|  | below A1 or P-1/ A-1+ / F1 | Series Repaid |
| Aa3 and P-1 / A+ and A-1 / |  |  |
| AA- and F1+ | below A1 or P-1 / A-1+ / F1 |  |
| A1 and P-1 / A+ and A-1 / |  |  |
| AA- and F1+ | below A1 or P-1 / A-1+ / F1 |  |
| A 1 and P-1 / A+ and $\mathrm{A}-1 /$ |  |  |
| AA- and F1+ | below A1 or P-1 / A-1+ / F1 |  |
| A 1 and P-1 / A+ and $\mathrm{A}-1 /$ |  |  |
| AA- and F1+ | below A1 or P-1 / A-1+ / F1 |  |
| A 1 and P-1 / A+ and $\mathrm{A}-1 /$ |  |  |
| AA- and F1+ | below A1 or P-1 / A-1+ / F1 |  |

Holmes Master Issuer PLC 2007-1
Notes Outstanding
Period Ended 15 July 2010
Series 1 Class A1
Series 1 Class A3
Series 1 Class B1
Series 1 Class B2
Series 1 Class C1
Series 1 Class C2
Series 1 Class C3
Series 2 Class A
Series 2 Class B2
Series 2 Class M2
Series 2 Class M3
Series 2 Class C1
Series 2 Class C2
Series 2 Class C3
Series 3 Class A1
Series 3 Class A2
Series 3 Class A3
Series 3 Class B2
Series 3 Class B3
Series 3 Class M2
Series 3 Class M3
Series 3 Class C2
Series 3 Class C3
Series 4 Class A

Series 1 Class A1
Series 1 Class A3 Series 1 Class B1 Series 1 Class B2
Series 1 Class C 1
Series 1 Class C2
Series 1 Class C3
Series 2 Class A
Series 2 Class B2
Series 2 Class M2
Series 2 Class M3
Series 2 Class C1
Series 2 Class C2
Series 2 Class C3
Series 3 Class A1
Series 3 Class A2
Series 3 Class A3
Series 3 Class B2
Series 3 Class B3
Series 3 Class M2
Series 3 Class M3
Series 3 Class C2
Series 3 Class C3
Series 4 Class A

| ISIN / CUSIP Number | Currency |
| :--- | :--- |
| US43641NAA28 | US\$ |
| XS0292748943 | GBP |
| US43641NAE40 | US\$ |
| XS0292751061 | EUR |
| US43641NAH70 | US\$ |
| XS0292756458 | EUR |
| XS0292756615 | GBP |
| US43641NAB01 | US\$ |
| XS0292751814 | EUR |
| XS0292753430 | EUR |
| XS0292754081 | GBP |
| US43641NAJ37 | US\$ |
| XS0292757001 | EUR |
| XS0292757340 | GBP |
| US43641NAAC83 | US\$ |
| XS0292750253 | EUR |
| XS0292750683 | GBP |
| XS0292752382 | EUR |
| XS0292752622 | GBP |
| XS0292754594 | EUR |
| XS0292755138 | GBP |
| XS0292759395 | EUR |
| XS0292759635 | GBP |
| US43641NAD66 | US\$ |

Reference Rate
1 month USD Libor
3 month Sterling Libor
3 month USD Libor
3 month Euribor
3 month USD Libor
3 month Euribor
3 month Sterling Libor
3 month USD Libor
3 month Euribor
3 month Euribor
3 month Sterling Libor
3 month USD Libor
3 month Euribor
3 month Sterling Libor
3 month USD Libor
3 month Euribor
3 month Sterling Libor
3 month Euribor
3 month Sterling Libor
3 month Euribor
3 month Sterling Libor
3 month Euribor
3 month Sterling Libor
3 month USD Libor

March 2008
January 2011
January 2011
January 2011
January 2011
January 2011
January 2011
January 2011
January 2011
January 2011
January 2011
January 2011
January 2011
January 2011
April 2011
April 2011
April 2011
January 2011
January 2011
January 2011
January 2011
January 2011
January 2011
October 2012

- Repayment
epayment Date March 2008
April 2008
April 2008 April 2008 April 2008 April 2008 April 2008 April 2010 April 2010 April 2010 April 2010 April 2010 April 2010 April 2010 April 2011 April 2011 April 2011 January 2011 January 2011 January 2011 January 2011 January 2011 January 2011 October 2012
Initial Margin
-2
3
9
9
28
28
28
5
14
22
22
42
42
42
8
10
10
14
14
22
22
42
42
10

Step up Margin
44
44
84
84
84
20

|  | Payment Frequency | Next Payment date | Moody's | S\&P |  | Fitch Ratings |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Series 1 Class A1 | Monthly | N/A | $\mathrm{P}-1$ | A-1+ |  | F1+ |
| Series 1 Class A3 | Quarterly | N/A | Aaa | AAA |  | AAA |
| Series 1 Class B1 | Quarterly | N/A | Aa3 | AA |  | AA |
| Series 1 Class B2 | Quarterly | N/A | A33 | AA |  | AA |
| Series 1 Class C1 | Quarterly | N/A | A33 | AA |  | AA |
| Series 1 Class C2 | Quarterly | N/A | A2 | A |  | A |
| Series 1 Class C3 | Quarterly | N/A | Baa2 | BBB |  | BBB |
| Series 2 Class A | Quarterly | N/A | Aaa | AAA |  | AAA |
| Series 2 Class B2 | Quarterly | N/A | Aa3 | AA |  | AA |
| Series 2 Class M2 | Quarterly | N/A | A2 | A |  | A |
| Series 2 Class M3 | Quarterly | N/A | A2 | A |  | A |
| Series 2 Class C1 | Quarterly | N/A | Baa2 | BBB |  | BBB |
| Series 2 Class C2 | Quarterly | N/A | Baa2 | BBB |  | BBB |
| Series 2 Class C3 | Quarterly | N/A | Baa2 | BBB |  | BBB |
| Series 3 Class A1 | Quarterly | 15-Oct-2010 | Aaa | AAA |  | AAA |
| Series 3 Class A2 | Quarterly | 15-Oct-2010 | Aaa | AAA |  | AAA |
| Series 3 Class A3 | Quarterly | 15-Oct-2010 | Ааа | AAA |  | AAA |
| Series 3 Class B2 | Quarterly | 15-0ct-2010 | Aa3 | AA |  | AA |
| Series 3 Class B3 | Quarterly | 15-0ct-2010 | A33 | AA |  | AA |
| Series 3 Class M2 | Quarterly | 15-Oct-2010 | A2 | A |  | A |
| Series 3 Class M3 | Quarterly | 15-0ct-2010 | A2 | A |  | A |
| Series 3 Class C2 | Quarterly | 15-0ct-2010 | Baa2 | BBB |  | BBB |
| Series 3 Class C3 | Quarterly | 15-0ct-2010 | Baa2 | BBB |  | BBB |
| Series 4 Class A | Quarterly | 15-0ct-2010 | Aaa | AAA |  | AAA |
|  | Initial note balance | Previous Principal |  | Redemptions | Current Principal |  |
| Series 1 Class A1 | \$1,500,000,000 | \$0 |  | \$0 | \$0 |  |
| Series 1 Class A3 | £600,000,000 | £0 |  | £0 | £0 |  |
| Series 1 Class B1 | \$57,200,000 | \$0 |  | \$0 | \$0 |  |
| Series 1 Class B2 | € 21,400,000 | €0 |  | €0 | €0 |  |
| Series 1 Class C1 | \$30,300,000 | \$0 |  | \$0 | \$0 |  |
| Series 1 Class C2 | €22,700,000 | €0 |  | €0 | €0 |  |
| Series 1 Class C3 | £15,550,000 | £0 |  | £0 | £0 |  |
| Series 2 Class A | \$1,500,000,000 | \$0 |  | \$0 | £0 |  |
| Series 2 Class B2 | €26,300,000 | €0 |  | €0 | €0 |  |
| Series 2 Class M2 | € 10,600,000 | €0 |  | €0 | €0 |  |
| Series 2 Class M3 | £10,800,000 | £0 |  | £0 | £0 |  |
| Series 2 Class C1 | \$9,800,000 | \$0 |  | \$0 | \$0 |  |
| Series 2 Class C2 | €21,900,000 | €0 |  | €0 | €0 |  |
| Series 2 Class C3 | £5,000,000 | £0 |  | £0 | £0 |  |
| 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 |  |

Currency Swap Counterparty

Series 1 Class A1 Series 1 Class A3 Series 1 Class B1
Series 1 Class B2
Series 1 Class C1
Series 1 Class C2
Series 1 Class C3
Series 2 Class A
Series 2 Class B2
Series 2 Class M2
Series 2 Class M3 Series 2 Class C1
Series 2 Class C2
Series 2 Class C3
Series 3 Class A1
Series 3 Class A2
Series 3 Class A3
Series 3 Class B2
Series 3 Class B3
Series 3 Class M2
Series 3 Class M3
Series 3 Class C2
Series 3 Class C3
Series 4 Class A

Credit Suisse (USA) Inc.
Credit Suisse (USA) Inc.
HSBC Bank plc
Credit Suisse (USA) Inc.
HSBC Bank plc
UBS AG
HSBC Bank plc
HSBC Bank plc
UBS AG
HSBC Bank plc
Deutsche Bank AG
HSBC Bank plc

HSBC Bank plc
HSBC Bank plc
HSBC Bank plc

HSBC USA, Inc.

| Current Rating | Rating Trigger | Comments |
| :---: | :---: | :---: |
| Moodys / S\&P / Fitch | Moodys / S\&P / Fitch |  |
| - | below A1 or P-1 / A-1+ / F1 | Series Repaid |
|  |  | Series Repaid |
| - | below A 1 or $\mathrm{P}-1 / \mathrm{A}-1+/ \mathrm{F} 1$ | Series Repaid |
| - | below A 1 or $\mathrm{P}-1 / \mathrm{A}-1+/ \mathrm{F} 1$ | Series Repaid |
| - | below A 1 or $\mathrm{P}-1 / \mathrm{A}-1+/ \mathrm{F} 1$ | Series Repaid |
| - | below A 1 or $\mathrm{P}-1 / \mathrm{A}-1+/ \mathrm{F} 1$ | Series Repaid |
|  |  | Series Repaid |
| - | below A 1 or $\mathrm{P}-1 / \mathrm{A}-1+/ \mathrm{F} 1$ | Series Repaid |
| - | below A1 or $\mathrm{P}-1 / \mathrm{A}-1+/ \mathrm{F} 1$ | Series Repaid |
| - | below A 1 or $\mathrm{P}-1 / \mathrm{A}-1+/ \mathrm{F} 1$ | Series Repaid |
|  |  | Series Repaid |
| - | below A1 or $\mathrm{P}-1 / \mathrm{A}-1+/ \mathrm{F} 1$ | Series Repaid |
| - | below A1 or P-1/ A-1+ / F1 | Series Repaid |
|  |  | Series Repaid |
| Aa3 and P-1 / $\mathrm{A}+$ and $\mathrm{A}-1 / \mathrm{AA}$ - and F1+ | below A 1 or $\mathrm{P}-1 / \mathrm{A}-1+/ \mathrm{F} 1$ |  |
| Aa2 and P-1 / AA- and A-1+ / AA and F1+ | below A1 or $\mathrm{P}-1 / \mathrm{A}-1+/ \mathrm{F} 1$ |  |
| Aa2 and P-1 / AA- and $\mathrm{A}-1+/ \mathrm{AA}$ and F1+ | below A 1 or $\mathrm{P}-1 / \mathrm{A}-1+/ \mathrm{F} 1$ |  |
| Aa2 and P-1 / AA- and $\mathrm{A}-1+/ \mathrm{AA}$ and F1+ | below A 1 or $\mathrm{P}-1 / \mathrm{A}-1+/ \mathrm{F} 1$ |  |
| Aa2 and P-1 / AA- and A-1+ / AA and F1+ | below A1 or $\mathrm{P}-1 / \mathrm{A}-1+/ \mathrm{F} 1$ |  |
| A1 and P-1/ AA- and $\mathrm{A}-1+/ \mathrm{AA}$ and F1+ | below A1 or P-1 / A-1+ / F1 |  |

Holmes Master Issuer PLC 2007-2
Notes Outstanding
Period Ended 15 July 2010

|  | 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 $\mathbf{C 1}$ | 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 |

Series 1 Class A1
Series 1 Class A2
Series 1 Class B
Series 1 Class C
Series 2 Class A
Series 2 Class A1
Series 2 Class B1
Series 2 Class B2
Series 2 Class B3
Series 2 Class M1
Series 2 Class M2
Series 2 Class M3
Series 2 Class C1
Series 2 Class C2
Series 2 Class C3
Series 3 Class A1
Series 3 Class A2
Series 3 Class A3
Series 4 Class A
Step Up Date
October 2011
October 2011
October 2011
October 2011
October 2011
October 2011
October 2011
October 2011
October 2011
October 2011
October 2011
October 2011
October 2011
October 2011
October 2011
October 2011
October 2011
October 2011
July 2012

| Expected Repayment |  |  |
| :---: | :---: | :---: |
|  | Initial Margin | Step up Margin |
| July 2008 | 3 | 6 |
| July 2008 | 4 | 8 |
| July 2008 | 7 | 14 |
| July 2008 | 23 | 46 |
| April 2010 | 8 | 16 |
| April 2010 | 5 | 10 |
| April 2010 | 12 | 24 |
| April 2010 | 13 | 26 |
| April 2010 | 14 | 28 |
| April 2010 | 22 | 44 |
| April 2010 | 22 | 44 |
| April 2010 | 24 | 48 |
| April 2010 | 41 | 82 |
| April 2010 | 41 | 82 |
| April 2010 | 43 | 86 |
| October 2011 | 8 | 16 |
| October 2011 | 9 | 18 |
| October 2011 | 9 | 18 |
| July 2012 | 10 | 20 |

Series 1 Class A1
Series 1 Class A2
Series 1 Class B
Series 1 Class C
Series 2 Class A
Series 2 Class A1
Series 2 Class B1
Series 2 Class B2
Series 2 Class B3
Series 2 Class M1
Series 2 Class M2
Series 2 Class M3
Series 2 Class C1
Series 2 Class C2
Series 2 Class C3
Series 3 Class A1
Series 3 Class A2
Series 3 Class A3
Series 4 Class A
Series 1 Class A1
Series 1 Class A2
Series 1 Class B
Series 1 Class C
Series 2 Class A
Series 2 Class A1
Series 2 Class B1
Series 2 Class B2
Series 2 Class B3
Series 2 Class M1
Series 2 Class M2
Series 2 Class M3
Series 2 Class C1
Series 2 Class C2
Series 2 Class C3
Series 3 Class A1
Series 3 Class A2
Series 3 Class A3
Series 4 Class A

| Payment Frequency | Next Payment date | Moody's |
| :--- | :--- | :--- |
| Monthly | $\mathrm{N} / \mathrm{A}$ | Aaa |
| Quarterly | $\mathrm{N} / \mathrm{A}$ | Aaa |
| Quarterly | $\mathrm{N} / \mathrm{A}$ | Aa3 |
| Quarterly | $\mathrm{N} / \mathrm{A}$ | Baa2 |
| Monthly | $\mathrm{N} / \mathrm{A}$ | Aaa |
| Quarterly | $\mathrm{N} / \mathrm{A}$ | Aaa |
| Quarterly | $\mathrm{N} / \mathrm{A}$ | Aa3 |
| Quarterly | $\mathrm{N} / \mathrm{A}$ | Aa3 |
| Quarterly | $\mathrm{N} / \mathrm{A}$ | Aa3 |
| Quarterly | $\mathrm{N} / \mathrm{A}$ | A 2 |
| Quarterly | $\mathrm{N} / \mathrm{A}$ | A 2 |
| Quarterly | $\mathrm{N} / \mathrm{A}$ | A 2 |
| Quarterly | $\mathrm{N} / \mathrm{A}$ | Baa2 |
| Quarterly | $\mathrm{N} / \mathrm{A}$ | Baa2 |
| Quarterly | $\mathrm{N} / \mathrm{A}$ | Baa2 |
| Quarterly | $15-O c t-2010$ | Aaa |
| Quarterly | $15-O c t-2010$ | Aaa |
| Quarterly | 15-Oct-2010 | Aaa |
| Quarterly | 15-Oct-2010 | Aaa |


|  | Currency Swap Counterparty | Current Rating | Rating Trigger | Comments |
| :---: | :---: | :---: | :---: | :---: |
|  |  | Moody / S\&P / Fitch | Moodys / S\&P / Fitch |  |
| Series 1 Class A1 | ML MBS Services Limited | - | below A1 or P-1/ A-1+ / F1 | Series Repaid |
| Series 1 Class A2 | ML MBS Services Limited | - | below A1 or P-1/ A-1+ / F1 | Series Repaid |
| Series 1 Class B | ML MBS Services Limited | - | below A1 or $\mathrm{P}-1 / \mathrm{A}-1+/ \mathrm{F}$ | Series Repaid |
| Series 1 Class C | ML MBS Services Limited | - | below A1 or P-1/ A-1+ / F1 | Series Repaid |
| Series 2 Class A | ML MBS Services Limited | - | below A1 or $\mathrm{P}-1 / \mathrm{A}-1+\mathrm{F} 1$ | Series Repaid |
| Series 2 Class A1 | ML MBS Services Limited | - | below A 1 or $\mathrm{P}-1 / \mathrm{A}-1+/ \mathrm{F}$ below A1 or P-1 / A-1+ / | Series Repaid |
| Series 2 Class B1 | ML MBS Services Limited | - | $\begin{gathered} \text { F1 } \\ \text { below A1 or P-1 / A-1+ / } \end{gathered}$ | Series Repaid |
| Series 2 Class B2 | ML MBS Services Limited | - | F1 | Series Repaid |
| Series 2 Class B3 |  |  |  | Series Repaid |
|  |  |  | below A 1 or $\mathrm{P}-1 / \mathrm{A}-1+$ / |  |
| Series 2 Class M1 | ML MBS Services Limited | - | $\frac{\mathrm{F} 1}{\text { below A1 or } \mathrm{P}-1 / \mathrm{A}-1+/}$ | Series Repaid |
| Series 2 Class M2 | ML MBS Services Limited | - | F1 | Series Repaid |
| Series 2 Class M3 |  |  |  | Series Repaid |
|  |  |  | below A 1 or $\mathrm{P}-1 / \mathrm{A}-1+$ / |  |
| Series 2 Class C1 | ML MBS Services Limited | - | $\frac{\mathrm{F} 1}{\text { below A1 or } \mathrm{P}-1 / \mathrm{A}-1+/}$ | Series Repaid |
| Series 2 Class C2 | ML MBS Services Limited | - | F1 | Series Repaid |
| Series 2 Class C3 |  |  |  | Series Repaid |
| Series 3 Class A1 | ML MBS Services Limited | A 2 and $\mathrm{P}-1 / \mathrm{A}$ and $\mathrm{A}-1 / \mathrm{A}+$ and F1+ | below A 1 or $\mathrm{P}-1 / \mathrm{A}-1+$ / F1 |  |
| Series 3 Class A2 | ML MBS Services Limited | A 2 and $\mathrm{P}-1 / \mathrm{A}$ and $\mathrm{A}-1 / \mathrm{A}+$ and F1+ | below A1 or $\mathrm{P}-1 / \mathrm{A}-1+$ / F1 |  |
| Series 3 Class A3 |  |  |  |  |
| Series 4 Class A | ML MBS Services Limited | A 2 and $\mathrm{P}-1 / \mathrm{A}$ and $\mathrm{A}-1 / \mathrm{A}+$ and F1+ | below A 1 or $\mathrm{P}-1 / \mathrm{A}-1+/$ F 1 |  |

## Holmes Master Issuer 2 PLC

Issuer Profit \& Loss Account
Period ended 30 June 2010

|  | This Period | Prior Quarter |
| :---: | :---: | :---: |
|  | £'000 | £'000 |
| Interest receivable - Inter-company loan | 58,736 | 56,146 |
| Interest receivable - Cash deposits | - | - |
|  | 58,736 | 56,146 |
| Interest payable - Notes | $(82,174)$ | $(98,037)$ |
|  | $(82,174)$ | $(98,037)$ |
| Net operating income | $(23,439)$ | $(41,891)$ |
| Interest on Debt Securities |  |  |
| Swap interest | 23,439 | 41,891 |
| Profit on ordinary activities before taxation | - | - |
| Taxation |  |  |
| Unrealised IFRS fair value movement on swaps | (240) | 52,868 |
| Profit on ordinary activities after taxation | (240) | 52,868 |
| Dividend | - | - |
| Reserves available brought forward | 178,387 | 125,519 |
| Reserves available carry forward | 178,147 | 178,387 |

## Holmes Master Issuer 2 PLC

## Balance Sheet <br> Period ended 30 June 2010

## Fixed Asset investments

Loans to Funding
Current assets
Sundry debtors
Fair value derivative- swap

| Accrued interest on derivative | 109,413 |
| :--- | :--- |

Cash at bank

Creditors: Amounts usually falling due within one year
Deferred Tax
Corporation tax liability

| Net current assets | $1,666,806$ |
| :--- | :---: |
| Total assets less current liabilities | $29,425,636$ |

Creditors: Amounts usually falling due after more than one year
Amounts due to noteholders
Exchange adjustments to notes

Accrued interest on notes

Net assets

Capital and reserves
Issued Share capital
Reserves available
178,147

178,160

Holmes Master Issuer PLC 2007-3
Notes Outstanding
Period Ended 15 July 2010

|  | ISIN / CUSIP Number | Currency | Reference Rate |
| :--- | :--- | :--- | :--- |
| Series $\mathbf{1}$ Class A1 | XS0337253024 | EUR | 12 month Euribor |
| Series $\mathbf{1}$ Class A2 | XS0337252646 | EUR | 12 month Euribor |
| Series $\mathbf{1}$ Class A3 | XS0337252992 | EUR | 12 month Euribor |
| Series $\mathbf{1}$ Class B | XS0337252133 | GBP | 3 month Sterling Libor |
| Series $\mathbf{1}$ Class M | XS0337251911 | GBP | 3 month Sterling Libor |
| Series $\mathbf{1}$ Class C | XS0337252307 | GBP | 3 month Sterling Libor |


|  | Step Up Date | Expected Repayment Date | Initial Margin | Step up Margin |  |
| :---: | :---: | :---: | :---: | :---: | :---: |
| Series 1 Class A1 | July 2014 | July 2012 | 29 | 29 |  |
| Series 1 Class A2 | July 2014 | July 2013 | 31 | 31 |  |
| Series 1 Class A3 | July 2014 | July 2014 | 32 | 32 |  |
| Series 1 Class B | July 2014 | July 2014 | 100 | 100 |  |
| Series 1 Class M | July 2014 | July 2014 | 160 | 160 |  |
| Series 1 Class C | July 2014 | July 2014 | 225 | 225 |  |
|  | Payment Frequency | Next Payment date | Moody's | S\&P | Fitch Ratings |
| Series 1 Class A1 | Annually | 15-Jul-2010 | Aaa | AAA | AAA |
| Series 1 Class A2 | Annually | 15-Oct-2010 | Аад | AAA | AAA |
| Series 1 Class A3 | Annually | 15-Jan-2011 | Aaa | AAA | AAA |
| Series 1 Class B | Quarterly | 15-Oct-2010 | Aa3 | AA | AA |
| Series 1 Class M | Quarterly | 15-Oct-2010 | A2 | A | A |
| Series 1 Class C | Quarterly | 15-Oct-2010 | Baa2 | BBB | BBB |
|  | Initial note balance | Previous Principal | Redemptions | Current Principal |  |
| Series 1 Class A1 | € $3,854,466,000$ | € 3,854,466,000 | €0 | €3,854,466,000 |  |
| Series 1 Class A2 | €3,114,720,000 | €3,114,720,000 | €0 | €3,114,720,000 |  |
| Series 1 Class A3 | €2,491,776,000 | €2,491,776,000 | €0 | €2,491,776,000 |  |
| Series 1 Class B | £124,000,000 | £124,000,000 | £0 | £124,000,000 |  |
| Series 1 Class M | £127,000,000 | £127,000,000 | £0 | £127,000,000 |  |
| Series 1 Class C | £250,000,000 | £250,000,000 | £0 | £250,000,000 |  |

Currency Swap Counterparty

| Series $\mathbf{1}$ Class A1 | ANTS plc |
| :--- | :--- |
| Series $\mathbf{1}$ Class A2 | ANTS plc |
| Series $\mathbf{1}$ Class A3 | ANTS plc |

Series 1 Class B
Series 1 Class M
Series 1 Class $\mathbf{C}$

Holmes Master Issuer PLC 2008-1
Notes Outstanding
Period Ended 15 July 2010

|  | ISIN / CUSIP Number | Currency | Reference Rate |  |
| :---: | :---: | :---: | :---: | :---: |
| Series 1 Class A1 | XS0357344570 | EUR | 12 month Euribor |  |
| Series 1 Class A2 | XS0357344653 | EUR | 12 month Euribor |  |
| Series 1 Class A3 | XS0357344737 | EUR | 12 month Euribor |  |
| Series 1 Class A4 | XS0357344810 | EUR | 12 month Euribor |  |
| Series 1 Class B | XS0357344901 | GBP | 3 month Sterling Libor |  |
| Series 1 Class M | XS0357345031 | GBP | 3 month Sterling Libor |  |
| Series 1 Class C | XS0357345114 | GBP | 3 month Sterling Libor |  |
|  | Step Up Date | Expected Repayment Date | Initial Margin | Step up Margin |
| Series 1 Class A1 | October 2014 | October 2014 | 44.2 | 44.2 |
| Series 1 Class A2 | October 2014 | October 2014 | 41.25 | 41.25 |
| Series 1 Class A3 | October 2014 | October 2014 | 46.5 | 46.5 |
| Series 1 Class A4 | October 2014 | October 2014 | 44.2 | 44.2 |
| Series 1 Class B | October 2014 | October 2014 | 100 | 100 |
| Series 1 Class M | October 2014 | October 2014 | 160 | 160 |
| Series 1 Class C | October 2014 | October 2014 | 225 | 225 |


|  | Payment Frequency | Next Payment date | Moody's | S\&P | Fitch Ratings |
| :--- | :--- | :--- | :--- | :--- | :--- |
| Series $\mathbf{1}$ Class A1 | Annually | 15-Jan-2011 | Aaa | AAA | AAA |
| Series $\mathbf{1}$ Class A2 | Annually | $15-$ Apr-2011 | Aaa | AAA | AAA |
| Series $\mathbf{1}$ Class A3 | Annually | $15-J u l-2011$ | Aaa | AAA | AAA |
| Series $\mathbf{1}$ Class A4 | Annually | $15-0 c t-2010$ | Aaa | AAA | AAA |
| Series $\mathbf{1}$ Class B | Quarterly | $15-0 c t-2010$ | Aa3 | AA | AA |
| Series $\mathbf{1}$ Class $\mathbf{M}$ | Quarterly | $15-0 c t-2010$ | A2 | A | A |
| Series $\mathbf{1}$ Class C | Quarterly | $15-0 c t-2010$ | Baa2 | BBB | BBB |


| Series 1 Class A1 |
| :--- |
| Series 1 Class A2 |
| Series 1 Class A3 |
| Series 1 Class A4 |
| Series 1 Class B |
| Series 1 Class M |
| Series 1 Class C |


| Initial note balance | Previous Principal |
| ---: | ---: |
| $€ 2,257,200,000$ | $€ 2,257,200,000$ |
| $€ 4,514,400,000$ | $€ 4,514,400,000$ |
| $€ 1,003,200,000$ | $€ 1,003,200,000$ |
| $€ 1,630,200,000$ | $€ 1,630,200,000$ |
| $£ 370,000,000$ | $£ 370,000,000$ |
| $£ 120,000,000$ | $£ 120,000,000$ |
| $£ 250,000,000$ | $£ 250,000,000$ |

Redemptions
Current Principal
$€ 2,257,200,000$
$€ 4,514,400,000$
$€ 1,003,200,000$
$€ 1,630,200,000$
$£ 370,000,000$
$£ 120,000,000$
$£ 250,000,000$

Currency Swap Counterparty

Series 1 Class A1
Series 1 Class A2
Series 1 Class A3
Series 1 Class A4
Series 1 Class B
Series 1 Class M
Series 1 Class C

Holmes Master Issuer PLC 2008-2
Notes Outstanding
Period Ended 15 July 2010

|  | ISIN / CUSIP Number | Currency | Reference Rate |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: |
| Series 1 Class A1 | XS0406292036 | GBP | 3 month Sterling Libor |  |  |
| Series 1 Class A2 | XS0406292382 | GBP | 3 month Sterling Libor |  |  |
| Series 1 Class A3 | US43641NAX21 | US\$ | 3 month USD Libor |  |  |
| Series 1 Class B | XS0406292549 | GBP | 3 month Sterling Libor |  |  |
| Series 1 Class C | XS0406292895 | GBP | 3 month Sterling Libor |  |  |
| Series 1 Class D | XS0406293273 | GBP | 3 month Sterling Libor |  |  |
| Expected Repayment |  |  |  |  |  |
|  | Step Up Date | Date | Initial Margin | Step up Margin |  |
| Series 1 Class A1 | July 2010 | July 2010 | 9 | 9 |  |
| Series 1 Class A2 | April 2013 | April 2013 | 10 | 10 |  |
| Series 1 Class A3 | July 2014 | July 2014 | 52 | 52 |  |
| Series 1 Class B | July 2014 | July 2014 | 40 | 40 |  |
| Series 1 Class C | July 2014 | July 2014 | 70 | 70 |  |
| Series 1 Class D | July 2014 | July 2014 | 90 | 90 |  |
|  | Payment Frequency | Next Payment date | Moody's | S\&P | Fitch Ratings |
| Series 1 Class A1 | Quarterly | N/A | Aaa | AAA | AAA |
| Series 1 Class A2 | Quarterly | 15-Oct-2010 | Ааа | AAA | AAA |
| Series 1 Class A3 | Quarterly | 15-Oct-2010 | Ааа | AAA | AAA |
| Series 1 Class B | Quarterly | 15-0ct-2010 | Aa3 | AA | AA |
| Series 1 Class C | Quarterly | 15-0ct-2010 | Baa2 | BBB | BBB |
| Series 1 Class D | Quarterly | 15-Oct-2010 | Ba2 | BB | BB |
|  | Initial note balance | Previous Principal | Redemptions | Current Principal |  |
| Series 1 Class A1 | £2,000,000,000 | £900,000,000 | £900,000,000 | £0 |  |
| Series 1 Class A2 | £7,000,000,000 | £7,000,000,000 | £0 | £7,000,000,000 |  |
| Series 1 Class A3 | \$5,425,000,000 | \$5,425,000,000 | \$0 | \$5,425,000,000 |  |
| Series 1 Class B | £450,000,000 | £450,000,000 | £0 | £450,000,000 |  |
| Series 1 Class C | £220,000,000 | £220,000,000 | £0 | £220,000,000 |  |
| Series 1 Class D | £190,000,000 | £190,000,000 | £0 | £190,000,000 |  |
|  | Currency Swap Counterparty |  | Current Rating Moodys / S\&P / Fitch | Moodys / S\&P / Fitch | Comments |
| Series 1 Class A1 <br> Series Repaid |  |  |  |  |  |
|  |  |  |  |  |  |  |
| Series 1 Class A3 | ANTS plc | Aa3 and P-1 / AA and $\mathrm{A}-1+/ \mathrm{AA}$ - and $\mathrm{F} 1+$ below A 2 or $\mathrm{P}-1 / \mathrm{A}-1 / \mathrm{F} 1$ |  |  |  |
| Series 1 Class B |  |  |  |  |  |  |
| Series 1 Class C |  |  |  |  |  |  |
| Series 1 Class D |  |  |  |  |  |  |

Holmes Funding 1 Limited
Funding Profit \& Loss Account
Period ended 30 June 2010

|  | This Period | Prior Quarter |
| :---: | :---: | :---: |
|  | £'000 | £'000 |
| Interest receivable - Mortgages | 185,485 | 99,770 |
| Interest Payable - Net swap interest margin | $(100,781)$ | $(54,923)$ |
| Interest (payable) /receivable - Cash Deposits | 6,329 | 3,475 |
|  | 91,033 | 48,321 |
| Interest payable - Inter-company loans | $(42,974)$ | $(22,772)$ |
| Interest payable - Start up loans | - | - |
|  | $(42,974)$ | $(22,772)$ |
| Net interest income | 48,059 | 25,549 |
| Other income | 1,433 | 767 |
| Operating expenses | $(4,637)$ | $(2,518)$ |
| Deferred consideration | $(39,315)$ | $(20,672)$ |
| 'Profit/(loss) before taxation | 5,540 | 3,126 |
| Taxation | - | - |
| unrealised IFRS fair value movement on Interest Rate Swap |  |  |
| 'Profit/(loss)after taxation | 5,540 | 3,126 |
| Dividend | - | - |
| Reserves available brought forward | $(445,907)$ | $(331,382)$ |
| Reserves available carried forward | $(440,367)$ | $(328,255)$ |



## Holmes Funding Limited <br> Notes to Balance Sheet

Period Ended 15 July 2010
$£^{\prime} \mathbf{0 0 0}$

Balance on cash accumulation ledger

Available credit enhancement

| Reserve funds at closing | First Reserve | Second Reserve | Third Reserve | Funding Reserve |
| :---: | :---: | :---: | :---: | :---: |
|  | 400,000 | - | - | - |
|  |  |  | - |  |
| Initial closing reserve funds | 400,000 | - | - | - |
| Drawings to make bullet repayment | - | - | - | - |
| Other drawings | - | - | - | - |
| Transfers from revenue receipts | - | - | - | - |
| Closing reserve balance | 400,000 | - | - | - |
| Target reserve funds | 400,000 | - | - | - |
|  |  |  |  |  |
| 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 | Nil il | Nil | Nil | Nil |
|  |  |  |  |  |
| 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 | - | - | - | - |
| Eigth start up loan | - | - | - | - |
| Closing balance | - | - | - | - |

## Liquidity facility

Liquidity facility limit
Liquidity facility drawn
Liquidity facility available

Holmes Funding 2 Limited
Funding Profit \& Loss Account
Period ended 30 June 2010

|  | This Period | Prior Quarter |
| :---: | :---: | :---: |
|  | £'000 | £'000 |
| Interest receivable - Mortgages | 254,769 | 260,811 |
| Interest Payable - Net swap interest margin | $(134,615)$ | $(140,954)$ |
| Interest (payable) /receivable - Cash Deposits | $(2,683)$ | $(2,393)$ |
|  | 117,470 | 117,464 |
| Interest payable - Inter-company loans | $(58,736)$ | $(56,146)$ |
| Interest payable - Start up loans | $(1,382)$ | $(1,375)$ |
|  | $(60,118)$ | $(57,521)$ |
| Net interest income | 57,353 | 59,943 |
| Other income | 1,979 | 2,008 |
| Operating expenses | $(5,697)$ | $(5,921)$ |
| Deferred consideration | $(54,318)$ | $(55,386)$ |
| 'Profit/(loss) before taxation | (683) | 644 |
| Taxation | 8 | (22) |
| 'Profit/(loss)after taxation | (675) | 621 |
| Dividend | - | - |
| Reserves available brought forward | 1,015,159 | 617,957 |
| Reserves available carried forward | 1,014,484 | 618,578 |

Holmes Funding 2 Limited
Balance Sheet
Period ended $\mathbf{3 0}$ June 2010

|  |  |
| :--- | ---: |
| Fixed Asset investments | £'000 <br> Beneficial interest in Trust mortgage portfolio <br> Current assets <br> Deferred expenditure |


| Interest Receivable | 1,086 |
| :---: | :---: |
| Cash at bank: |  |
| First Reserve Fund | 1,000,000 |
| Funding Reserve Fund |  |
| Transaction account | 198 |
| Funding GIC account | 1,152,694 |
|  | 2,152,892 |
|  | 2,153,793 |
| Creditors: Amounts usually falling due within one year |  |
| Deferred consideration creditor | $(228,733)$ |
| Other Creditors | $(9,881)$ |
| Interest payable - Inter-company loans | 128,035 |
| Accruals | - |
| Deferred Tax |  |
| Corporation Taxation | (30) |
|  | $(110,609)$ |


| Net current assets | 2,043,184 |
| :---: | :---: |
| Total assets less current liabilities | 28,971,193 |
| Creditors: Amounts usually falling due after more than one year |  |
| Inter-company loans | $(25,928,009)$ |
| Start up loans | $(1,028,700)$ |
| Amounts provided by related parties regarding reserve funds | $(1,000,000)$ |
|  | $(27,956,709)$ |
| Net assets | 1,014,484 |
| Capital and reserves |  |
| Share capital (£2) | 0 |
| Reserves available | 1,014,484 |
|  | 1,014,484 |

Holmes Funding 2 Limited Notes to Balance Sheet Period Ended 15 July 2010
Balance on cash accumulation ledge

## £'000

## Balance on cash accumulation ledger

## Available credit enhancement

| Reserve funds at closing | First Reserve | Second Reserve | Third Reserve | Funding Reserve |
| :---: | :---: | :---: | :---: | :---: |
|  | 1,000,000 | - | - | - |
|  |  |  | - |  |
| Initial closing reserve funds | 1,000,000 | - | - | - |
| Drawings to make bullet repayment | - | - | - | - |
| Other drawings | - | - | - | - |
| Transfers from revenue receipts | - | - | - | - |
| Closing reserve balance | 1,000,000 | - | - | - |
| Target reserve funds | 1,000,000 | - | - | - |
|  |  |  |  |  |
| 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 | Nil il | Nil | Nil | Nil |
|  |  |  |  |  |
| Start up loan outstanding | Opening balance | Repayment | Interest Added | Closing balance |
| Master Issuer 2007-3 start-up loan | - | - | - | - |
| Master Issuer 2008-1 start-up loan | - | - | - | - |
| Master Issuer 2008-2 start-up loan | - | - | - | - |
| Holmes Funding 2 start-up loan | 850,189 | 66,080 | 1,380 | 785,489 |
| Closing balance | 850,189 | 66,080 | 1,380 | 785,489 |

## Liquidity facility

Liquidity facility limit
Liquidity facility drawn
Liquidity facility available

Holmes Trustees Limited
Trustee Profit \& Loss Account
Period ended 30 June 2010

|  | This Period $£^{\prime} 000$ | Prior Quarter £'000 |
| :---: | :---: | :---: |
| Interest receivable - Mortgages | 1,009,892 | 513,100 |
| Interest receivable - Cash Deposits | 840 | 518 |
|  | 1,010,732 | 513,618 |
| Interest payable - Mortgages | $(1,009,892)$ | $(513,100)$ |
| Interest payable - Cash Deposits | (840) | (518) |
|  | (1,010,732) | $(513,618)$ |
| Net operating income | - | - |
| Fees receivable | 77 | 45 |
| Fees recovered | (77) | (45) |
| Operating expenses | $(24,596)$ | $(12,556)$ |
| Expenses recovered | 24,596 | 12,556 |
| Profit on ordinary activities before taxation | - | - |
| Taxation |  |  |
| Profit on ordinary activities after taxation | - | - |
| Dividend | - | - |
| Retained profit brought forward | - | - |
| Retained profit carried forward | - | - |

Holmes Trustees Limited
Balance Sheet
Period ended 30 June 2010


Capital and reserves
Share capital (£2)
Reserves available

