

Holmes Financing (No. 1) PLC
Profit & Loss Account
Period ended 17 January 2006

	This Quarter £'000	Prior Quarter £'000
Interest receivable - Inter-company loan	11,243	12,427
Interest receivable - Cash deposits	0	0
	<u>11,243</u>	<u>12,428</u>
Interest payable - Notes	(11,243)	(12,427)
Interest payable	-	-
	<u>(11,243)</u>	<u>(12,427)</u>
Net operating income	<u>0</u>	<u>0</u>
Fair value derivative	59	25
Other income	-	-
Operating expenses	-	-
Profit on ordinary activities before taxation	<u>59</u>	<u>25</u>
Taxation	-	-
Profit on ordinary activities after taxation	<u>59</u>	<u>25</u>
Dividend	-	-
Retained profit brought forward	1,122	1,097
Retained profit carried forward	<u><u>1,181</u></u>	<u><u>1,122</u></u>

Holmes Financing (No. 1) PLC
Balance Sheet
Period ended 17 January 2006

	£'000	£'000
Fixed asset investments		
Loans to Funding		904,000
Current assets		
Amounts due from group companies	20	
Cash at bank	19	
Fair value derivative	1,155	
	<u>1,194</u>	
Creditors: Amounts falling due within one year		
Sundry creditors		
	<u>-</u>	
Net current assets		1,194
Total assets less current liabilities		<u>905,194</u>
Creditors: Amounts falling due after more than one year		
Amounts due to noteholders		(904,000)
Net assets		<u><u>1,194</u></u>
Capital and reserves		
Share capital		13
Reserves		1,181
		<u><u>1,194</u></u>

Holmes Financing (No. 1) PLC
Notes Outstanding
Period Ended 17 January 2006

	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	17-Apr-2006	Aaa	AAA	AAA
Series 3 Class A2	Quarterly	17-Apr-2006	Aaa	AAA	AAA
Series 3 Class B	Quarterly	17-Apr-2006	Aa3	AA	AA
Series 3 Class C	Quarterly	17-Apr-2006	Baa2	BBB	BBB
Series 4 Class A	Semi Annually	17-Jul-2006	Aaa	AAA	AAA
Series 4 Class B	Quarterly	17-Apr-2006	Aa3	AA	AA
Series 4 Class C	Quarterly	17-Apr-2006	Baa2	BBB	BBB

Holmes Financing (No. 1) PLC
Notes Outstanding
Period Ended 17 January 2006

	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	€0	€375,000,000
Series 3 Class A2	€320,000,000	€320,000,000	€0	€320,000,000
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 3 Class A2	Citibank	Aa1 / AA / AA+	below Aa3 / AA- / AA-	
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 17 January 2006

	This Quarter £'000	Prior Quarter £'000
Interest receivable - Inter-company loan	9,357	11,293
Interest receivable - Cash deposits	0	0
	<u>9,357</u>	<u>11,293</u>
Interest payable - Notes	(9,357)	(11,293)
Interest payable	-	-
	<u>(9,357)</u>	<u>(11,293)</u>
Net operating income	<u>0</u>	<u>0</u>
Fair value derivative	52	34
Other income	-	-
Operating expenses	-	-
Profit on ordinary activities before taxation	<u>52</u>	<u>34</u>
Taxation	-	-
Profit on ordinary activities after taxation	<u>52</u>	<u>34</u>
Dividend	-	-
Retained profit brought forward	(118)	(152)
Retained profit carried forward	<u><u>(66)</u></u>	<u><u>(118)</u></u>

Holmes Financing (No. 2) PLC
Balance Sheet
Period ended 17 January 2006

	£'000	£'000
Fixed asset investments		
Loans to Funding		627,600
Current assets		
Amounts due from group companies	11	
Cash at bank	9	
	<u>20</u>	
Creditors: Amounts falling due within one year		
Fair value derivative	73	
Sundry creditors	-	
	<u>73</u>	
Net current assets		(53)
Total assets less current liabilities		<u>627,547</u>
Creditors: Amounts falling due after more than one year		
Amounts due to noteholders		(627,600)
Net assets		<u>(53)</u>
Capital and reserves		
Share capital		13
Reserves		(66)
		<u>(53)</u>

Holmes Financing (No. 2) PLC
Notes Outstanding
Period Ended 17 January 2006

	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	17-Apr-2006	Aaa	AAA	AAA
Series 3 Class B	Quarterly	17-Apr-2006	Aa3	AA	AA
Series 3 Class C	Quarterly	17-Apr-2006	Baa2	BBB	BBB
Series 4 Class A	Quarterly	17-Apr-2006	Aaa	AAA	AAA
Series 4 Class B	Quarterly	17-Apr-2006	Aa3	AA	AA
Series 4 Class C	Quarterly	17-Apr-2006	Baa2	BBB	BBB

Holmes Financing (No. 2) PLC
Notes Outstanding
Period Ended 17 January 2006

	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	£375,000,000	£125,000,000	£250,000,000
Series 3 Class B	£19,000,000	£19,000,000	€0	£19,000,000
Series 3 Class C	£25,000,000	£25,000,000	€0	£25,000,000
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 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	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 17 January 2006

	This Quarter £'000	Prior Quarter £'000
Interest receivable - Inter-company loan	6,762	7,021
Interest receivable - Cash deposits	-	-
	<u>6,762</u>	<u>7,021</u>
Interest payable - Notes	(6,762)	(7,021)
Interest payable	-	-
	<u>(6,762)</u>	<u>(7,021)</u>
Net operating income	-	-
Fair value derivative	89	17
Other income	-	-
Operating expenses	-	-
	<u>89</u>	<u>17</u>
Profit on ordinary activities before taxation	89	17
Taxation	-	-
	<u>89</u>	<u>17</u>
Profit on ordinary activities after taxation	89	17
Dividend	-	-
Retained profit brought forward	(109)	(126)
Retained profit carried forward	<u>(20)</u>	<u>(109)</u>

Holmes Financing (No. 3) PLC
Balance Sheet
Period ended 17 January 2006

	£'000	£'000
Fixed asset investments		
Loans to Funding		546,000
Current assets		
Amounts due from group companies	7	
Cash at bank	7	
	<u>14</u>	
Creditors: Amounts falling due within one year		
Fair value derivative	21	
Sundry creditors	-	
	<u>21</u>	
Net current assets		(7)
Total assets less current liabilities		<u>545,993</u>
Creditors: Amounts falling due after more than one year		
Amounts due to noteholders		(546,000)
Net assets		<u><u>(7)</u></u>
Capital and reserves		
Share capital		13
Reserves		<u>(20)</u>
		<u><u>(7)</u></u>

Holmes Financing (No. 3) PLC
Notes Outstanding
Period Ended 17 January 2006

	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	17-Apr-2006	Aaa	AAA	AAA
Series 3 Class B	Quarterly	17-Apr-2006	Aa3	AA	AA
Series 3 Class C	Quarterly	17-Apr-2006	Baa2	BBB	BBB

Holmes Financing (No. 3) PLC
Notes Outstanding
Period Ended 17 January 2006

	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	€805,000,000	€0	€805,000,000
Series 3 Class B	€24,000,000	€24,000,000	€0	€24,000,000
Series 3 Class C	€50,000,000	€50,000,000	€0	€50,000,000

	Currency Swap Counterparty	Current Rating Moody's / S&P / Fitch	Rating Trigger Moody's / S&P / Fitch	Comments
Series 1 Class A	CSFB	Aa3 / A+ / AA-	below Aa3 / AA- / AA-	Series Repaid
Series 1 Class B	CSFB	Aa3 / A+ / AA-	below Aa3 / AA- / AA-	Series Repaid
Series 1 Class C	CSFB	Aa3 / A+ / 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 17 January 2006

	This Quarter	Prior Quarter
	£'000	£'000
Interest receivable - Inter-company loan	22,648	23,519
Interest receivable - Cash collateral	(23,719)	1,097
	<u>(1,071)</u>	<u>24,616</u>
Interest payable - Notes	(22,648)	(23,519)
Interest payable - CSFB	23,719	(1,097)
	<u>1,071</u>	<u>(24,616)</u>
Net operating income	<u>-</u>	<u>-</u>
Fair value derivative	45	129
Other income	-	-
Operating expenses	-	-
Profit on ordinary activities before taxation	<u>45</u>	<u>129</u>
Taxation	-	-
Profit on ordinary activities after taxation	<u>45</u>	<u>129</u>
Dividend	-	-
Retained profit brought forward	22	(107)
Retained profit carried forward	<u><u>67</u></u>	<u><u>22</u></u>

Holmes Financing (No. 4) PLC
Balance Sheet
Period ended 17 January 2006

	£'000	£'000
Fixed asset investments		
Loans to Funding		1,836,000
Current assets		
Amounts due from group companies	1	
Accrued interest receivable	11	
Cash at bank	14	
Cash collateral	128,215	
	<u>128,240</u>	
Creditors: Amounts falling due within one year		
Fair value derivative	(65)	
Accrued interest payable	11	
	<u>(54)</u>	
Net current assets		128,294
Total assets less current liabilities		<u>1,964,294</u>
Creditors: Amounts falling due after more than one year		
Amounts due to noteholders		(1,836,000)
Amount due to CSFB		<u>(128,215)</u>
Net assets		<u><u>80</u></u>
Capital and reserves		
Share capital		13
Reserves		67
		<u><u>80</u></u>

Holmes Financing (No. 4) PLC
Notes Outstanding
Period Ended 17 January 2006

	ISIN / CUSIP Number	Currency	Reference Rate		
Series 1 Class A	US436380AA04	US\$	3 month USD Libor		
Series 1 Class B	US436380AB86	US\$	3 month USD Libor		
Series 1 Class C	US436380AC69	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	US436380AD43	US\$	3 month USD Libor		
Series 3 Class B	US436380AE26	US\$	3 month USD Libor		
Series 3 Class C	US436380AF90	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	17-Jul-2006	Aaa	AAA	AAA
Series 2 Class B	Quarterly	17-Apr-2006	Aa3	AA	AA
Series 2 Class C	Quarterly	17-Apr-2006	Baa2	BBB	BBB
Series 3 Class A1	Quarterly	17-Apr-2006	Aaa	AAA	AAA
Series 3 Class A2	Quarterly	17-Apr-2006	Aaa	AAA	AAA
Series 3 Class B	Quarterly	17-Apr-2006	Aa3	AA	AA
Series 3 Class C	Quarterly	17-Apr-2006	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	17-Oct-2006	Aaa	AAA	AAA
Series 4 Class B	Quarterly	17-Apr-2006	Aa3	AA	AA
Series 4 Class C	Quarterly	17-Apr-2006	Baa2	BBB	BBB

Holmes Financing (No. 4) PLC
Notes Outstanding
Period Ended 17 January 2006

	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	€800,000,000	€0	€800,000,000
Series 2 Class B	€35,800,000	€35,800,000	€0	€35,800,000
Series 2 Class C	€3,800,000	€3,800,000	€0	€3,800,000
Series 3 Class A1	£550,000,000	£550,000,000	£0	£550,000,000
Series 3 Class A2	\$410,000,000	\$410,000,000	\$0	\$410,000,000
Series 3 Class B	\$34,500,000	\$34,500,000	\$0	\$34,500,000
Series 3 Class C	\$49,500,000	\$49,500,000	\$0	\$49,500,000
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 850,000,000	CHF 0	CHF 850,000,000
Series 4 Class B	£11,000,000	£11,000,000	£0	£11,000,000
Series 4 Class C	£19,000,000	£19,000,000	£0	£19,000,000

	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 / A+ / AA-	below Aa3 / AA- / AA-	Collateralised
Series 2 Class B	CSFB	Aa3 / A+ / AA-	below Aa3 / AA- / AA-	Collateralised
Series 2 Class C	CSFB	Aa3 / A+ / AA-	below Aa3 / AA- / AA-	Collateralised
Series 3 Class A1	GBP - n/a			
Series 3 Class A2	Banque AIG	Aa2 / AA+ / AA	below Aa3 / AA- / AA-	
Series 3 Class B	Banque AIG	Aa2 / AA+ / AA	below Aa3 / AA- / AA-	
Series 3 Class C	Banque AIG	Aa2 / AA+ / AA	below Aa3 / AA- / AA-	
Series 3 Class D1	GBP - n/a			
Series 3 Class D2	CSFB	Aa3 / A+ / AA-	below Aa3 / AA- / AA-	Series Repaid
Series 3 Class D3	CSFB	Aa3 / A+ / AA-	below Aa3 / AA- / AA-	Series Repaid
Series 4 Class A	CSFB	Aa3 / A+ / AA-	below Aa3 / AA- / AA-	Collateralised
Series 4 Class B	GBP - n/a			
Series 4 Class C	GBP - n/a			

Holmes Financing (No. 5) PLC
Profit & Loss Account
Period ended 17 January 2006

	This Quarter £'000	Prior Quarter £'000
Interest receivable - Inter-company loan	11,767	12,220
Interest receivable - Cash collateral	(182)	73
Interest receivable - Cash deposits	2	2
	<u>11,587</u>	<u>12,294</u>
Interest payable - Notes	(11,767)	(12,220)
Interest payable - CSFB	182	(73)
	<u>(11,585)</u>	<u>(12,292)</u>
Net operating income	<u>2</u>	<u>2</u>
Fair value derivative	(118)	99
Operating expenses	-	-
Profit on ordinary activities before taxation	<u>(116)</u>	<u>101</u>
Taxation	-	-
Profit on ordinary activities after taxation	<u>(116)</u>	<u>101</u>
Dividend	-	-
Retained profit brought forward	107	5
Retained profit carried forward	<u><u>(10)</u></u>	<u><u>107</u></u>

Holmes Financing (No. 5) PLC
Balance Sheet
Period ended 17 January 2006

	£'000	£'000
Fixed asset investments		
Loans to Funding		955,500
Current assets		
Accrued interest receivable	-	
Cash at bank	15	
Cash collateral	-	
	<u>15</u>	
Creditors: Amounts falling due within one year		
Fair value derivative	13	
Accrued interest payable	-	
	<u>13</u>	
Net current assets		3
Total assets less current liabilities		<u>955,503</u>
Creditors: Amounts falling due after more than one year		
Amounts due to noteholders		(955,500)
Amount due to CSFB		-
Net assets		<u><u>3</u></u>
Capital and reserves		
Share capital		13
Reserves		(10)
		<u><u>3</u></u>

Holmes Financing (No. 5) PLC
Notes Outstanding
Period Ended 17 January 2006

	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	17-Oct-2006	Aaa	AAA	AAA
Series 3 Class A2	Quarterly	17-Apr-2006	Aaa	AAA	AAA
Series 3 Class B	Quarterly	17-Apr-2006	Aa3	AA	AA
Series 3 Class C	Quarterly	17-Apr-2006	Baa2	BBB	BBB

Holmes Financing (No. 5) PLC
Notes Outstanding
Period Ended 17 January 2006

	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	€600,000,000	€0	€600,000,000
Series 3 Class A2	£500,000,000	£500,000,000	£0	£500,000,000
Series 3 Class B	€53,000,000	€53,000,000	€0	€53,000,000
Series 3 Class C	€76,000,000	€76,000,000	€0	€76,000,000

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

Holmes Financing (No. 6) PLC
Profit & Loss Account
Period ended 17 January 2006

	This Quarter £'000	Prior Quarter £'000
Interest receivable - Inter-company loan	25,707	26,693
Interest receivable - Cash collateral	209,693	10,191
	<u>235,399</u>	<u>36,884</u>
Interest payable - Notes	(25,707)	(26,693)
Interest payable - CSFB	(209,693)	(10,191)
	<u>(235,399)</u>	<u>(36,884)</u>
Net operating income	-	-
Fair value derivative	409	86
Other income	-	-
Operating expenses	-	-
Profit on ordinary activities before taxation	<u>409</u>	<u>86</u>
Taxation	-	-
Profit on ordinary activities after taxation	<u>409</u>	<u>86</u>
Dividend	-	-
Retained profit brought forward	14	(73)
Retained profit carried forward	<u><u>423</u></u>	<u><u>14</u></u>

Holmes Financing (No. 6) PLC
Balance Sheet
Period ended 17 January 2006

	£'000	£'000
Fixed asset investments		
Loans to Funding		2,077,278
Current assets		
Accrued interest receivable	10	
Cash at bank	15	
Cash collateral	64,861	
	<u>64,885</u>	
Creditors: Amounts falling due within one year		
Fair value derivative	(423)	
Accrued interest payable	10	
	<u>(413)</u>	
Net current assets		65,299
Total assets less current liabilities		<u>2,142,577</u>
Creditors: Amounts falling due after more than one year		
Amounts due to noteholders		(2,077,278)
Amount due to CSFB		<u>(64,861)</u>
Net assets		<u><u>437</u></u>
Capital and reserves		
Share capital		14
Reserves		423
		<u><u>437</u></u>

Holmes Financing (No. 6) PLC
Notes Outstanding
Period Ended 17 January 2006

	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	US43638WAI80	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	17-Apr-2006	Aaa	AAA	AAA
Series 3 Class B	Quarterly	17-Apr-2006	Aa3	AA	AA
Series 3 Class C	Quarterly	17-Apr-2006	Baa2	BBB	BBB
Series 4 Class A1	Quarterly	17-Apr-2006	Aaa	AAA	AAA
Series 4 Class A2	Annually	17-Oct-2006	Aaa	AAA	AAA
Series 4 Class B	Quarterly	17-Apr-2006	Aa3	AA	AA
Series 4 Class C	Quarterly	17-Apr-2006	Baa2	BBB	BBB
Series 5 Class A	Quarterly	17-Apr-2006	Aaa	AAA	AAA
Series 5 Class B	Quarterly	17-Apr-2006	Aa3	AA	AA
Series 5 Class C	Quarterly	17-Apr-2006	Baa2	BBB	BBB

Holmes Financing (No. 6) PLC
Notes Outstanding
Period Ended 17 January 2006

	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	€1,000,000,000	€0	€1,000,000,000
Series 3 Class B	€34,000,000	€34,000,000	€0	€34,000,000
Series 3 Class C	€57,000,000	€57,000,000	€0	€57,000,000
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	Collateralised
Series 3 Class B	CSFB	Aa3 and P-1 / A-1 / F1+	below A1 or P-1 / A-1+ / F1	Collateralised
Series 3 Class C	CSFB	Aa3 and P-1 / A-1 / F1+	below A1 or P-1 / A-1+ / F1	Collateralised
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 17 January 2006

	This Quarter	Prior Quarter
	£'000	£'000
Interest receivable - Inter-company loan	22,934	23,820
Interest receivable - Cash deposits	1	1
	<u>22,935</u>	<u>23,821</u>
Interest payable - Notes	(22,934)	(23,820)
Interest payable	-	-
	<u>(22,934)</u>	<u>(23,820)</u>
Net operating income	<u>1</u>	<u>1</u>
Fair value derivative	(416)	297
Operating expenses	-	-
Profit on ordinary activities before taxation	<u>(415)</u>	<u>298</u>
Taxation	-	-
Profit on ordinary activities after taxation	<u>(415)</u>	<u>298</u>
Dividend	-	-
Retained profit brought forward	14	(285)
Retained profit carried forward	<u><u>(401)</u></u>	<u><u>14</u></u>

Holmes Financing (No. 7) PLC
Balance Sheet
Period ended 17 January 2006

	£'000	£'000
Fixed asset investments		
Loans to Funding		1,078,820
Current assets		
Cash at bank	14	
	<u>14</u>	
Creditors: Amounts falling due within one year		
Fair value derivative	402	
Sundry creditors	-	
	<u>402</u>	
Net current assets		(388)
Total assets less current liabilities		<u>1,078,432</u>
Creditors: Amounts falling due after more than one year		
Amounts due to noteholders		(1,078,820)
Net assets		<u><u>(388)</u></u>
Capital and reserves		
Share capital		13
Reserves		<u>(401)</u>
		<u><u>(388)</u></u>

Holmes Financing (No. 7) PLC
Notes Outstanding
Period Ended 17 January 2006

	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	17-Apr-2006	Aa3	AA	AA
Series 2 Class M	Quarterly	17-Apr-2006	A2	A	A
Series 3 Class A	Quarterly	17-Apr-2006	Aaa	AAA	AAA
Series 3 Class B	Quarterly	17-Apr-2006	Aa3	AA	AA
Series 3 Class M	Quarterly	17-Apr-2006	A2	A	A
Series 4 Class A1	Quarterly	17-Apr-2006	Aaa	AAA	AAA
Series 4 Class A2	Quarterly	17-Apr-2006	Aaa	AAA	AAA
Series 4 Class B	Quarterly	17-Apr-2006	Aa3	AA	AA
Series 4 Class M	Quarterly	17-Apr-2006	A2	A	A

Holmes Financing (No. 7) PLC
Notes Outstanding
Period Ended 17 January 2006

	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	\$1,250,000,000	\$1,250,000,000	\$0
Series 2 Class B	\$37,500,000	\$37,500,000	\$0	\$37,500,000
Series 2 Class M	\$63,750,000	\$63,750,000	\$0	\$63,750,000
Series 3 Class A	\$500,000,000	\$500,000,000	\$0	\$500,000,000
Series 3 Class B	£15,000,000	£15,000,000	£0	£15,000,000
Series 3 Class M	£20,000,000	£20,000,000	£0	£20,000,000
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 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 3 Class A	Banque ALG	Aa2 / AA+ / AA	below A1 / AA- / A	
Series 3 Class B	GBP - n/a			
Series 3 Class M	GBP - n/a			
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 17 January 2006

	This Quarter	Prior Quarter
	£'000	£'000
Interest receivable - Inter-company loan	34,884	36,237
Interest receivable - Cash collateral	(756)	4,745
Interest receivable - Cash deposits	3	3
	<u>34,131</u>	<u>40,986</u>
Interest payable - Notes	(34,884)	(36,237)
Interest payable - CSFB	756	(4,745)
	<u>(34,128)</u>	<u>(40,983)</u>
Net operating income	<u>3</u>	<u>3</u>
Fair value derivative	637	(226)
Operating expenses	-	-
Profit on ordinary activities before taxation	<u>640</u>	<u>(223)</u>
Taxation	-	-
Profit on ordinary activities after taxation	<u>640</u>	<u>(223)</u>
Dividend	-	-
Retained profit brought forward	(843)	(620)
Retained profit carried forward	<u><u>(203)</u></u>	<u><u>(843)</u></u>

Holmes Financing (No. 8) PLC
Balance Sheet
Period ended 17 January 2006

	£'000	£'000
Fixed asset investments		
Loans to Funding		2,890,194
Current assets		
Accrued interest receivable	4	
Cash at bank	16	
Cash collateral	32,573	
	<u>32,593</u>	
Creditors: Amounts falling due within one year		
Fair value derivative	206	
Accrued interest payable	4	
	<u>210</u>	
Net current assets		32,383
Total assets less current liabilities		<u>2,922,577</u>
Creditors: Amounts falling due after more than one year		
Amounts due to noteholders		(2,890,194)
Amount due to CSFB		(32,573)
Net assets		<u>(190)</u>
Capital and reserves		
Share capital		13
Reserves		(203)
		<u>(190)</u>

Holmes Financing (No. 8) PLC
Notes Outstanding
Period Ended 17 January 2006

	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	17-Apr-2006	Aaa	AAA	AAA
Series 2 Class B	Quarterly	17-Apr-2006	Aa3	AA	AA
Series 2 Class C	Quarterly	17-Apr-2006	Baa2	BBB	BBB
Series 3 Class A	Quarterly	17-Apr-2006	Aaa	AAA	AAA
Series 3 Class B	Quarterly	17-Apr-2006	Aa3	AA	AA
Series 3 Class C	Quarterly	17-Apr-2006	Baa2	BBB	BBB
Series 4 Class A1	Quarterly	17-Apr-2006	Aaa	AAA	AAA
Series 4 Class A2	Quarterly	17-Apr-2006	Aaa	AAA	AAA
Series 4 Class B	Quarterly	17-Apr-2006	Aa3	AA	AA
Series 4 Class C	Quarterly	17-Apr-2006	Baa2	BBB	BBB

Holmes Financing (No. 8) PLC
Notes Outstanding
Period Ended 17 January 2006

	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	\$1,500,000,000	\$0	\$1,500,000,000
Series 2 Class B	\$51,000,000	\$51,000,000	\$0	\$51,000,000
Series 2 Class C	\$87,000,000	\$87,000,000	\$0	\$87,000,000
Series 3 Class A	€90,000,000	€90,000,000	€0	€90,000,000
Series 3 Class B	€34,000,000	€34,000,000	€0	€34,000,000
Series 3 Class C	€7,500,000	€7,500,000	€0	€7,500,000
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 2 Class B	Citibank	Aa1 and P-1 / A-1+ / F1+	below A1 or P-1 / A-1+ / F1	
Series 2 Class C	Citibank	Aa1 and P-1 / A-1+ / F1+	below A1 or P-1 / A-1+ / F1	
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	Collateralised
Series 4 Class B	GBP - n/a			
Series 4 Class C	GBP - n/a			

Holmes Financing (No. 9) PLC
Profit & Loss Account
Period ended 17 January 2006

	This Quarter £'000	Prior Quarter £'000
Interest receivable - Inter-company loan	11,232	-
Interest receivable - Cash collateral	-	-
Interest receivable - Cash deposits	-	-
	<hr/> 11,232	<hr/> -
Interest payable - Notes	(11,232)	-
Interest payable - CSFB	-	-
	<hr/> (11,232)	<hr/> -
Net operating income	<hr/> -	<hr/> -
Fair value derivative	(435)	-
Operating expenses	-	-
	<hr/> (435)	<hr/> -
Profit on ordinary activities before taxation	<hr/> (435)	<hr/> -
Taxation	-	-
	<hr/> (435)	<hr/> -
Dividend	-	-
Retained profit brought forward	-	-
Retained profit carried forward	<hr/> <hr/> (435)	<hr/> <hr/> -

Holmes Financing (No. 9) PLC
Balance Sheet
Period ended 17 January 2006

£'000

Fixed asset investments

Loans to Funding 3,796,807

Current assets

Accrued interest receivable -
Cash at bank 13
Cash collateral -
13

Creditors: Amounts falling due within one year

Fair value derivative 436
Accrued interest payable -
436

Net current assets (422)

Total assets less current liabilities 3,796,385

Creditors: Amounts falling due after more than one year

Amounts due to noteholders (3,796,807)
Amount due to CSFB -
(422)

Capital and reserves

Share capital 13
Reserves (435)
(422)

Holmes Financing (No. 9) PLC
Notes Outstanding
Period Ended 17 January 2006

	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	17-Feb-2006	P-1	A-1+	F1+
Series 2 Class A	Quarterly	17-Apr-2006	Aaa	AAA	AAA
Series 3 Class A1	Quarterly	17-Apr-2006	Aaa	AAA	AAA
Series 3 Class A2	Quarterly	17-Apr-2006	Aaa	AAA	AAA
Series 4 Class A	Quarterly	17-Apr-2006	Aaa	AAA	AAA

Holmes Financing (No. 9) PLC
Notes Outstanding
Period Ended 17 January 2006

	Initial note balance	Previous Principal	Redemptions	Current Principal
Series 1 Class A	\$1,740,000,000	\$1,740,000,000	\$0	\$1,740,000,000
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 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			
Series 4 Class A	GBP - n/a			

Holmes Funding Limited
Profit & Loss Account
Period ended 17 January 2006

	This Quarter £'000	Prior Quarter £'000
Interest receivable - Mortgages less Swaps	158,697	154,090
Interest receivable - Cash Deposits	14,742	7,914
Gain/(Loss) on fair value of interest rate swap	(5,074)	695
	<u>168,365</u>	<u>162,699</u>
Interest payable - Inter-company loans	(156,532)	(153,231)
Interest payable - Start up loans	7	(430)
	<u>(156,525)</u>	<u>(153,661)</u>
Net operating income	<u>11,840</u>	<u>9,038</u>
Other income	5,352	8,559
Provisions	(6,062)	(1,025)
Expenses	(5,528)	(4,078)
Start up costs amortisation	(1,246)	(1,247)
Deferred consideration	(4,399)	(11,231)
Profit/(loss) on ordinary activities before taxation	<u>(43)</u>	<u>16</u>
Taxation	(1,125)	(5)
Profit/(loss) on ordinary activities after taxation	<u>(1,168)</u>	<u>11</u>
Dividend	-	-
Retained profit/(loss) brought forward	1,362	1,350
Retained profit/(loss) carried forward	<u><u>193</u></u>	<u><u>1,362</u></u>

Holmes Funding Limited
Balance Sheet
Period ended 17 January 2006

	£'000	£'000
Fixed asset investments		
Beneficial interest in Trust mortgage portfolio		14,451,203
Beneficial interest in Trust cash at bank		
Fair value of interest rate swap		(26,253)
Current assets		
Amounts owed by Trustee	95,371	
Deferred expenditure (costs of securing)	10,404	
Sundry debtors	-	
Deferred taxation / group relief receivable	-	
Cash at bank:		
Reserve funding	264,000	
Transaction account	2,979	
Funding GIC account	255,182	
	<u>627,937</u>	
Creditors: Amounts falling due within one year		
Deferred consideration creditor	42,663	
Interest payable - start up loans	-	
Amounts due to Trustee	-	
Interest payable - Inter-company loans	-	
Sundry creditors	297,802	
Corporation Taxation	30	
	<u>340,495</u>	
Net current assets		287,442
Total assets less current liabilities		<u>14,712,392</u>
Creditors: Amounts falling due after more than one year		
Inter-company loans		(14,712,199)
Start up loans		-
Net assets		<u><u>193</u></u>
Capital and reserves		
Share capital (£2)		-
Reserves		<u>193</u>
		<u><u>193</u></u>

Holmes Funding Limited
Notes to Balance Sheet
Period ended 17 January 2006

	£'000	£'000	£'000	£'000
Balance on cash accumulation ledger		<u>Nil</u>		
Available credit enhancement				
	First Reserve	Second Reserve	Funding Reserve	
Reserve funds at closing	<u>264,000</u>	<u>-</u>	<u>-</u>	
Initial closing reserve funds	338,000	-	70,000	
Drawings to make bullet repayment	-	-	-	
Other drawings	-	-	-	
Transfers from revenue receipts	<u>(74,000)</u>	<u>-</u>	<u>(70,000)</u>	
Closing reserve balance	<u>264,000</u>	<u>-</u>	<u>-</u>	
Target reserve funds	<u>264,000</u>	<u>-</u>	<u>-</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</u>	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>
Start up loan outstanding				
	Opening balance	Repayment	Closing balance	
	Restated			
Initial start up loan (incl. accrued interest)	4,550	4,550	-	
Second start up loan (incl. accrued interest)	4,535	4,535	-	
Third start up loan	5,809	5,809	-	
Fourth start up loan	2,473	2,473	-	
Fifth start up loan	1,652	1,652	-	
Sixth start up loan	1,888	1,888	-	
Seventh start up loan	1,152	1,152	-	
Eighth start up loan	<u>12,006</u>	<u>12,006</u>	<u>-</u>	
Closing balance	<u>34,065</u>	<u>34,065</u>	<u>-</u>	
Liquidity facility				
Liquidity facility limit	25,000			
Liquidity facility drawn	-			
Liquidity facility available	25,000			

Holmes Trustees Limited
Profit & Loss Account
Period ended 17 January 2006

	This Quarter £'000	Prior Quarter £'000
Interest receivable - Mortgages	393,495	393,724
Interest receivable - Cash Deposits	3,606	6,452
	<hr/> 397,101	<hr/> 400,176
Interest payable - Mortgages	(393,495)	(393,724)
Interest payable - Cash Deposits	(3,606)	(6,452)
	<hr/> (397,101)	<hr/> (400,176)
Net operating income	<hr/> -	<hr/> -
Fees receivable	8,815	6,873
Fees payable	(8,815)	(6,873)
Operating expenses	(3,472)	(3,692)
Provision charges	(2,319)	(733)
Other income	5,790	4,424
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 17 January 2006

	£'000	£'000
Fixed asset investments		
Mortgage loans secured on residential property		29,419,335
Current assets		
Bank interest receivable	1,371	
Cash at bank	727,089	
Amounts due from Seller	32,751	
Other debtors	6	
Accrued interest receivable	61,540	
	<u>822,757</u>	
Creditors: Amounts falling due within one year		
Amounts due to Funding	95,371	
Sundry creditors	1	
	<u>95,372</u>	
Net current assets		727,385
Total assets less current liabilities		<u>30,146,720</u>
Creditors: Amounts falling after more than one year		
Seller share of mortgage loans		(14,968,132)
Funding share of mortgage loans		(14,451,203)
Seller share of cash at bank		(727,089)
Funding share of cash at bank		-
Net assets		<u>-</u>
Capital and reserves		
Share capital (£2)		-
Reserves		<u>-</u>
		<u>-</u>