

Canary Wharf Finance II plc

Issued June 2000/June 2001/February 2002/October 2002/May 2005/April 2007

Class A1 6.455% Fixed Rate First Mortgage Debentures due 2033

Class A3 5.952% Fixed Rate First Mortgage Debentures due 2037

Class A7 Floating Rate First Mortgage Debentures due 2037

Class B 6.800% Fixed Rate First Mortgage Debentures due 2033

Class B3 Floating Rate First Mortgage Debentures due 2037

Class C2 Floating Rate First Mortgage Debentures due 2037

Class D2 Floating Rate First Mortgage Debentures due 2037

BI- ANNUAL UPDATE

Canary Wharf Group updates information on the securitisation bi-annually to coincide with the announcement of the group's results.

The enclosed statistics are as at 30/06/09.

HIGHLIGHTS

Properties 97.0% let at 30 June 2009

Valuations as at 30 June 2009 were £2,762.5 M

Briefing Note

Lehman Brothers:

On 15 September 2008 Lehman Brothers Limited ('Lehman') entered into administration in the UK and its ultimate parent, Lehman Brothers Holdings Inc., applied for Chapter 11 insolvency protection in the USA.

Lehman currently lease 1.023m sq ft in 25 Bank Street on a tenancy which is due to expire in July 2033. The obligations of the lease are guaranteed by Lehman Brothers Holdings Inc, the US parent. Of the 1.023m sq ft, Lehman occupies approximately 545,000 sq ft. and a further 354,000 sq ft was sub-let in December 2008 to Nomura International Plc by Lehman for approximately 15 months. Of the remaining 124,000 sq ft, approximately 100,000 sq ft is sub-let until 2013 and the balance sub-let for a maximum of 2 years. Each of these sub-lets revert to Lehman on the expiry of the various sub-leases. The current rent payable by Lehman for the entire building increased from £41.00 psf to £53.00 psf in November 2008. The administrators remain in occupation of the building and rent for the first three quarters of 2009 was paid on schedule.

The securitisation has the benefit of an agreement with AIG which provides for the payment of the contracted rent under the lease following a default from Lehman, either in its entirety or to cover any shortfall ('the HQ2 Facility Agreement'). The agreement is for a period of 4 years from a payment default by Lehman. Under this agreement, AIG are obliged to maintain a certain credit rating. Following the fall in its credit rating, AIG posted cash collateral of approximately £224.0 million. This collateral is held in AIG bank accounts with the Bank of New York Mellon, London branch and AIG have granted security over the deposits as collateral for its obligations. The amount initially posted in respect of AIG's obligations is subject to periodic adjustment to reflect movements in interest rates.

Separately, the securitisation has the benefit of an arrangement with AIG which covers the rent in the event of a default by the tenant of 33 Canada Square over the entire term of the lease. AIG has posted a further £276.3 million as cash collateral in respect of this obligation.

CWFII also has the benefit of a £300.0m liquidity facility provided by Lloyds Bank plc, under which drawings may be made in the event of a cash flow shortage under the securitisation.

Highlights regarding the mortgaged properties include –

- The valuation of mortgaged properties at 30th June 09 was £2,762.5 million. Based on this valuation the LMCTV ratio was 90.7%, (without taking account of the cash collateral posted by AIG in respect of 25 Bank Street). Taking this collateral into account the LMCTV ratio was 82.6%
- Estimated annual rental income for mortgaged properties as at 30th June 09 (assuming the expiry of rent free periods) was £224.5 million.
- The following tenants have served notice to determine their leases in the quarter and in accordance with the relevant lease agreements, but will take effect after 30th June 09:

Tenant Name	Building	Floor	NIA	Date Effective
Wood Wharf (General Partner) Limited	One Canada Square.	Pt Floor 10	2,406	30-Sep-09
Euler Hermes Holdings UK Plc	One Canada Square.	Storage	400	12-Aug-09
Metlife Services Limited	One Canada Square.	Pt Floor 28	10,784	28-Jan-10
TOTAL			13,590 sq. ft.	

- The following tenancies expired in the quarter ending 30 June 09:

Tenant Name	Building	Floor	NIA	Date Effective
State Street Bank and Trust Company	One Canada Square.	Pt Floor 26-27	43,450	26-Jun-09
State Street Bank and Trust Company	One Canada Square.	Pt Floor 27	7,016	11-May-09
JP Morgan Markets Limited	One Canada Square.	Pt Floor 31	28,780	13-Apr-09
JP Morgan Markets Limited	One Canada Square.	Pt Floor 25	19,888	13-Apr-09
TOTAL			99,134 sq. ft.	

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Property Portfolio Summary

Address	Whole Building NIA	Area Securitised NIA	Area Securitised Let NIA ⁽⁴⁾	Estimated Annual Rental Income ⁽¹⁾⁽³⁾	Market Value ⁽²⁾
33 Canada Square	562,700 sq. ft	562,700 sq. ft	562,745 sq ft	£20.1	£305.0 m
One Canada Square	1,236,200 sq. ft	1,220,700 sq. ft	1,081,731 sq ft	£44.1 ⁽³⁾	£590.0 m
20 Bank Street	546,500 sq. ft	546,500 sq. ft	546,538 sq ft	£26.2	£370.0 m
40 Bank Street	607,400 sq. ft	607,400 sq. ft	592,824 sq ft	£26.3 ⁽³⁾	£380.0 m
50 Bank Street	210,500 sq. ft	210,500 sq. ft	209,754 sq ft	£8.6	£365.0 m
25 – 30 Bank Street	1,023,300 sq. ft	1,023,300 sq. ft	1,023,293 sq ft	£54.9	£127.5 m
10 Upper Bank Street	1,000,400 sq. ft	1,000,400 sq. ft	1,000,416 sq ft	£44.3	£625.0 m
Total	5,187,000 sq. ft	5,171,500 sq. ft.	5,017,301 sq. ft.	£224.5	£2,762.5 m

Notes:

- (1) Estimated annual rental income based on annualised rent for the quarter to 30 June 2009.
- (2) MV based valuation of the properties at 30 June 2009.
- (3) Rent receivable after expiry of rent-free periods and excluding potential rental income on unlet space, where applicable.
- (4) Area let as at 30 June 2009.

Financial Considerations

Gross Rental (on expiry of rent free periods)	£224.5
Senior Expenses ⁽¹⁾	£7.0 m
Gross Debt	£2,534.0 m
Cash Reserves	£(27.9) m
Net Debt	£2,506.1 m

Class	Amount ⁽²⁾	Interest ⁽³⁾	Principal ⁽⁴⁾	Expected Reserve Releases	Interest Cover Ratio	Debt Service Cover Ratio	LMCTV	Modified LMCTV ⁽⁵⁾
AAA	£1,824.3 m	(£106.0 m)	(£50.6 m)	-	2.05 x	1.39 x	65.0%	56.9%
AA	£309.6 m	(£16.0 m)	(£6.9 m)	-	1.78 x	1.21 x	76.2%	68.1%
A	£275.0 m	(£5.6 m)	-	-	1.70 x	1.18 x	86.2%	78.1%
BBB	£125.0 m	(£2.9 m)	-	-	1.67 x	1.16 x	90.7%	82.6%
	£2,534.0 m	(£130.5 m)	(£57.5 m)	-				

Reserve	Opening Balance ⁽⁶⁾	Period Movement	Closing Balance ⁽⁶⁾
Void Costs Ledger	£0.9 m	-	£0.9 m
Cash Ledger	£14.6 m	-	£14.6 m
B3 Defeasance Ledger	£1.4 m	£0.1 m	£1.5 m
C2 Defeasance Ledger	£5.8 m	(£0.2 m)	£5.6 m
Cash Collateral	£5.6 m	(£0.3 m)	£5.3 m
Total Reserves	£28.3 m	(£0.4 m)	£27.9 m

Notes:

- (1) Senior Expenses principally include the HQ2 and DS6 credit wrap commitment fees and the liquidity facility fee.
- (2) Total outstanding debt at 22nd July 2009 interest payable date.
- (3) Interest Payable based on 22nd July 2009 interest payable (annualised).
- (4) Based on amortisation for the quarter to 22nd July 2009 (annualised).
- (5) As mentioned in the briefing note above, approximately £224.0 m was posted by AIG in respect of the HQ2 Facility Agreement (which is subject to market adjustments). The modified LMCTV ratio reflects the benefit of this cash collateral.
- (6) Opening balance is as at 22nd April 2009, closing balance is at 22nd July 2009.

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Material Events

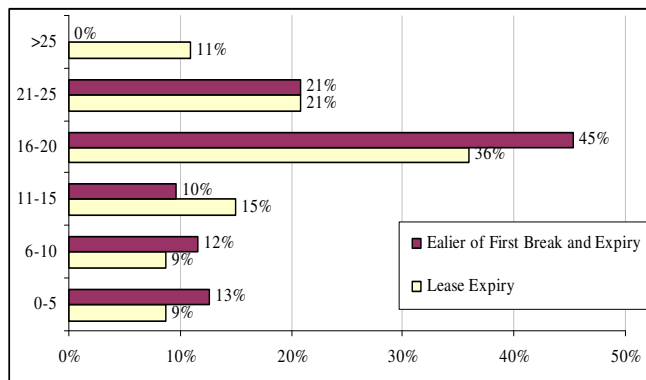
Rent Reviews

	<u>Area</u>	<u>Passing Rent</u>
Outstanding Rent Reviews	285,149 sq ft	£10,925,714

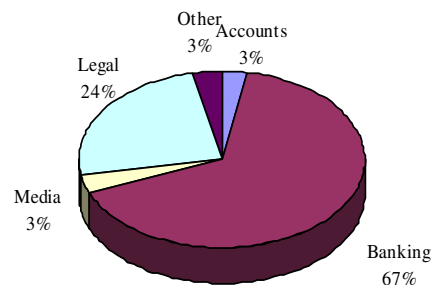
Notes:

- (1) J.P. Morgan's rent on level 44 (NIA 29,161 sq ft) in One Canada Square was agreed at a nil uplift from 15 April 08 at £1.1 million p.a.
- (2) J.P. Morgan's rent on level 45-46 (NIA 58,322 sq ft) in One Canada Square was agreed at £2.2 million p.a. or £37.59 psf, effective 15 April 08.
- (3) State Street's rent on level 26 - pt 27 (NIA 43,450 sq ft) in One Canada Square was agreed at £1.7 million p.a. or £36.75 psf, effective 1 July 08.

Analysis of Office Lease Expiries and Breaks (Note 1)



Concentration of Leases by Area



(1) The weighted average unexpired lease term of the office portfolio (by sq.ft) is 17.77 years or 15.97 years after taking into account break options.

Major Tenants:

33 Canada Square

Citigroup

One Canada Square

Bank of New York
Mirror Group Newspapers
Moody's Investor Services
KPMG
JP Morgan
State Street

20 Bank Street

Morgan Stanley UK Group

25 – 30 Bank Street

Lehman Brothers Limited
(In administration)

40 Bank Street

Skadden Arps
Allen & Overy
BGC International
Barclays Bank plc

50 Bank Street

The Northern Trust Company
Goldenberg Hehmyer & Co

10 Upper Bank Street

Clifford Chance LLP