

31-07-97

COMPANY NUMBER: 2065

THE COMPANIES ACT 1985
PUBLIC COMPANY LIMITED BY SHARES
ORDINARY AND SPECIAL RESOLUTIONS
OF
LLOYDS BANK PLC
PASSED THE 23RD DAY OF JULY 1997

At an extraordinary general meeting of Lloyds Bank Plc duly convened and held at 71 Lombard Street, London EC3P 3BS on 23rd July 1997 the following resolutions were passed:

(i) as an ordinary resolution:

"That the authority conferred on the directors by paragraph (2)(a) of article 11 of the company's articles of association be renewed so that the "section 80 prescribed period" shall commence on the day of the passing of this resolution and shall end on 9 July, 2002 and for that period the "section 80 amount" shall be £191,819,069."

(ii) as a special resolution:

"That the power conferred on the directors by paragraph (2)(b) of article 11 of the company's articles of association be renewed for the period ending on the day of the annual general meeting in 1998 or on 9 October, 1998, whichever is the earlier, and for that period the "section 89 amount" shall be £72,909,047."



Secretary

