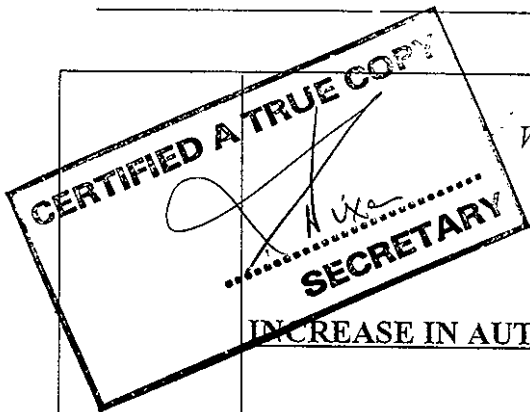


CAPITAL BANK PUBLIC LIMITED COMPANY



Written Resolution of the Members Dated

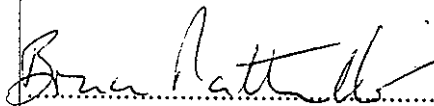
17 December 1997

INCREASE IN AUTHORISED SHARE CAPITAL

IT IS RESOLVED THAT the authorised share capital of the Company be and is hereby increased from £70,000,000 to £110,000,000 by the creation of a further 40,000,000 9 <sup>3</sup>/<sub>8</sub> % Non Cumulative Preference Shares of £1 each

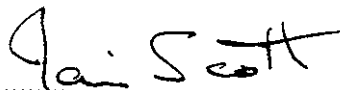
AUTHORITY TO ALLOT SHARES

IT IS FURTHER RESOLVED THAT with effect from the time of the passing of this resolution the directors be unconditionally authorised, pursuant to section 80 of the Companies Act 1985 (The Act) to allot relevant securities as defined in The Act up to a maximum amount of £40,000,000 in accordance with the provisions of Article 3 of the Articles of Association of the Company at any time or times during the period of five years from the date hereof and at any time thereafter pursuant to any offer or agreement made by the Company before the expiry of this authority.





For and on behalf of The Governor and Company of the Bank of Scotland





For and on behalf of Bank of Scotland Edinburgh Nominees Limited

