

SUPPLEMENTARY LISTING PARTICULARS
18 December 2003

FCE Bank plc
(incorporated with limited liability in England)

U.S. \$12,000,000,000
Euro Medium Term Notes
Due for one month to 30 years from the date of original issue

This document is prepared in connection with the above-mentioned Euro Medium Term Notes Programme (the "Programme") of FCE Bank plc (the "Issuer") and the issue of notes thereunder (the "Notes"). Words and expressions defined in an offering circular which comprises listing particulars relating to the Programme dated 1 October 2003 (the "Offering Circular") and not defined in this document shall bear the same meaning when used herein. This document comprises supplementary listing particulars issued in compliance with the listing rules made under Section 81 of the Financial Services and Markets Act 2000 (the "FSMA") for the purpose of giving information supplementary to that contained in the listing particulars. A copy of this document has been delivered for registration to the Registrar of Companies in England and Wales in accordance with Section 83 of the FSMA.

The Issuer accepts responsibility for the information contained in this document (the "Supplementary Listing Particulars"). To the best of the knowledge and belief of the Issuer (which has taken all reasonable care to ensure that such is the case) the information contained in these Supplementary Listing Particulars is in accordance with the facts and does not omit anything likely to affect the import of such information.

Supplementary Information

The Issuer has become aware that, with effect from 12 November 2003, Standard & Poor's Rating Services, a division of the McGraw-Hill Companies, Inc. ("S&P") lowered the Issuer's short-term unsecured debt rating to A-3 and its long-term unsecured debt rating to BBB-. References in the Offering Circular to S&P's rating of the Issuer should be read accordingly.

General Information

1. No Significant Change

Save as disclosed herein, there has been no significant change and no significant new matter has arisen since publication of the Offering Circular dated 1 October 2003.

2. Documents Available for Inspection

Copies of this document may be inspected during usual business hours on any weekday (Saturdays and public holidays excepted) at the offices of the Issuer, Central Office, Eagle Way, Brentwood, Essex CM13 3AR and the London Fiscal Agent, JPMorgan Chase Bank, Trinity Tower, 9 Thomas More Street, London E1W 1YT, 14 days from the date of this document.

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