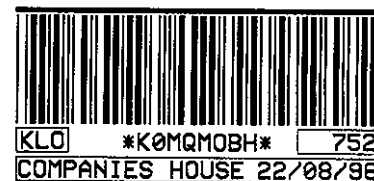


**SUPPLEMENTARY LISTING PARTICULARS**  
*Supplement to the Offering Circular dated 30th May 1996*



***The Co-operative Bank p.l.c.***

*(incorporated with limited liability in England with registered number 900937)* X

**£400,000,000**

**Euro Note Programme**

These supplementary listing particulars are prepared in connection with the £400,000,000 Euro Note Programme for The Co-operative Bank Plc (the "Bank") and are supplemental to the Offering Circular which comprises Listing Particulars dated 30th May 1996 (the "Listing Particulars"). This document should be read in conjunction with the Listing Particulars. Terms defined in the Listing Particulars have the same meaning when used in these supplementary listing particulars.

These supplementary listing particulars contain modifications to the Terms and Conditions as follows:

1. The paragraph entitled Auditors on page 67 of the Listing Particulars shall be deleted and substituted by the following:

**"Auditors**

The auditors of the Bank, who audited the Bank's accounts without qualification, for each of the financial periods ending 8th January, 1994, 14th January, 1995 and 13th January, 1996, were KPMG, Chartered Accountants and Registered Auditors.

KPMG has given and has not withdrawn its written consent to the issue of this document with the inclusion herein of its report and references to it in the form and context in which it is included, and has authorised the inclusion of such report for the purposes of Section 152(1)(e) of the Financial Services Act of 1986.

At the Annual General Meeting of the Bank on 30th April 1996, KPMG did not seek re-election as auditors and KPMG Audit Plc were elected in their place".

2. The reference to "KPMG" as Auditors to the Bank detailed on page 68 of the Listing Particulars shall be deleted and replaced by "KPMG Audit Plc".

Save as disclosed herein there has been no significant change and no significant new matter has arisen since publication of the previous particulars. The Bank accepts responsibility for the information contained in this document. To the best of the knowledge and belief of the Bank (having taken all reasonable care to ensure that such is the case) the information contained in this document is in accordance with the facts and does not omit anything likely to affect the import of such information.

A copy of this document, which comprises supplementary listing particulars with regard to the issue in accordance with Part IV of the Financial Services Act 1986, has been delivered for registration to the Registrar of Companies in England and Wales as required by Section 149 of such Act.

The date of these Supplementary Listing Particulars is 13 August, 1996 ✓