

COMPANIES FORM No. 123

Notice of increase in nominal capital

Pursuant to section 123 of the Companies Act 1985

Please do not write in this margin

Please complete legibly, preferably in black type, or bold block lettering

 μ Insert full name of company

§ the copy must be

approved by the Registrar

printed or in some other form

To the Registrar of Companies For official use Company number (address overleaf) 990937 Name of company The Co-operative Bank plc Gives notice in accordance with section 123 of the above Act that by resolution of the company dated 29 April 1997 the nominal capital of the beyond the registered company has been increased by £ 25,000,000.00 capital of £ 105,000,000.00 A copy of the resolution authorising the increase is attached.§ The conditions (eg voting rights, dividend rights, winding-up rights etc.) subject to which the new shares have been or are to be issued are as follows: To rank pari passu in all respects with the existing ORDINARY shares in the capital of the Company.

* Insert Director Secretary Administrator Administrative Receiver or Receiver (Scotland) as appropriate

Signed

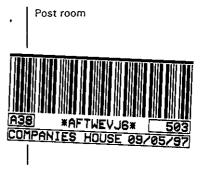
Designation * Secretary

Date 6th May 1997

Presentor's name address telephone number and reference (if any): Mrs. M.A. Lees Co-operative Wholesale Society P.O. Box 53 MANCHESTIER

M60 4ES Tel: 0161 827 5184 Fax: 0161 833 1383

For official use General section



Please tick here if continued overleaf

