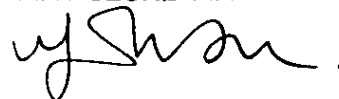


Company No: 1929333

CERTIFIED A TRUE COPY

For and on behalf of  
Barcosec Limited

COMPANY SECRETARY



WRITTEN RESOLUTIONS OF  
BARCLAYS CAPITAL SECURITIES LIMITED

(the "Company")

30 June 2009

We, the undersigned, representing not less than 75% of the total voting rights of the eligible members as at the date of circulation of this Resolution HEREBY PASS the following Resolutions and agree that the said Resolutions shall, pursuant to Section 288 of the Companies Act 2006, be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held:

ORDINARY RESOLUTIONS:

1 Authorised Capital

IT IS RESOLVED THAT the authorised share capital of the Company be increased from £811,500,000 to £1,161,500,000 by the creation of 350,000,000 additional ordinary shares of £1 each ranking in all respects pari passu with the existing ordinary shares of £1 each.

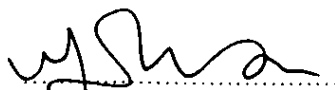
2 Directors' Authority to Allot Shares

IT IS RESOLVED THAT the directors are authorised unconditionally, for the purposes of Section 80 of the Companies Act 1985, to allot shares up to the amount of the authorised but unissued ordinary share capital of the Company comprising of £350,000,000 at any time or times during the period of five years from the date of passing this resolution.

SPECIAL RESOLUTION

3 Pre-Emption Rights

IT IS RESOLVED THAT the directors shall have the power to allot the shares up to the proposed level of authorised but unissued ordinary share capital of the Company comprising of £350,000,000 as if Section 89(1) of the Companies Act 1985 did not apply to the allotment and that such allotments shall be made within five years from the date of this resolution.



For and on behalf of Barclays Group Holdings Limited

FRIDAY



A30

\*AVDRTBFS\*

10/07/2009

COMPANIES HOUSE

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