

COMPANY NO: 2132959

THE COMPANIES ACT 1985 ("the Act")

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

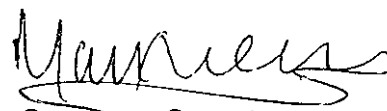
OF

Halifax Savings Bank Limited

(passed on 24th August 1998)

In accordance with Section 381A of the Companies Act 1985 the following resolutions were agreed and duly passed as an Elective Resolution and an Ordinary Resolution, respectively.

1. ~~THAT the provisions of Section 80A of the Companies Act 1985 shall apply, instead of the provisions of Section 80(4) and (5) of the said Act, in relation to the giving or renewal after the passing of this resolution of an authority under the said Section 80; and~~  
THAT the provisions of Section 80A of the Companies Act 1985 shall apply, instead of the provisions of Section 80(4) and (5) of the said Act, in relation to the giving or renewal after the passing of this resolution of an authority under the said Section 80; and
2. THAT with effect from the time of passing of this resolution the Directors be unconditionally authorised, pursuant to Section 80A of the Companies Act 1985, to allot relevant securities (as defined in that Act) up to a maximum amount of £98, such authority be without limit as to time.

  
Company Secretary  
26th August 1998

