

Co. No: 2222856

COMPANY LIMITED BY SHARES.

**Sun Banking Corporation Limited**

This is an extract of the minutes of a meeting of the Members of the above named Company held on 24 March 1998 at 75 King William Street, London, EC4N 7BE.

**SPECIAL BUSINESS**

By **SPECIAL RESOLUTION IT WAS RESOLVED THAT:-**

1. In pursuance to Section 43 of the Companies Act 1985 the Company be re-registered as a Public Limited Company with effect from the 6th day of April 1998.
2. The name of the Company be changed to Sun Bank plc with effect from the 6th day of April 1998.
3. The document marked "A" submitted to this meeting and for the purpose of identification signed by the Secretary be approved and adopted as the Memorandum of Association of the Company in substitution for and to the exclusion of the existing Memorandum of Association.
4. The regulations contained in the document marked "B" submitted to this meeting and for the purpose of identification signed by the Secretary be approved and adopted as the Articles of Association of the Company in substitution for and to the exclusion of all the existing Articles thereof.

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Secretary

