

Company No 2294747

ABBEY NATIONAL PLC

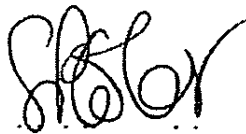
Passed
12 October 2008

The Companies Acts 1985 to 2006

At a General Meeting of the above-named Company duly convened and held at Abbey National House, 2 Triton Square, Regent's Place, London, NW1 3AN, England on Sunday 12 October 2008 the following Resolutions were duly passed as Ordinary Resolutions

Ordinary Resolutions

1. THAT the capital of the Company be increased from £1,175,000,000 00 to £2,175,000,000 00 by the creation of 10,000,000,000 ordinary shares of £0 10 each ranking pari passu in all respects with the existing ordinary shares in the capital of the Company
2. THAT the directors be and they are hereby generally and unconditionally authorised pursuant to section 80 of the Companies Act 1985 to exercise any power of the Company to allot and grant rights to subscribe for or to convert securities into shares of the Company up to a maximum nominal amount equal to the nominal amount of the authorised but unissued share capital at the date of the passing of this resolution Provided that the authority hereby given shall expire 5 years after the passing of this resolution unless previously renewed or varied save that the directors may, notwithstanding such expiry, allot any shares or grant any such rights under this authority in pursuance of an offer or agreement so to do made by the Company before the expiry of this authority.



Chairman

12.10.08
Date

FRIDAY



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24/10/2008

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COMPANIES HOUSE