

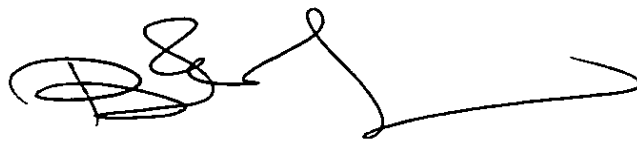
**Companies Act 2006**  
**A Private Unlimited Company**  
**Written Resolutions of**  
**Abbey National UK Investments**  
**(the "Company")**  
**(Passed on 18 November 2013)**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the following written resolutions were agreed to by members representing the required majority of the total voting rights of eligible members

**Special Resolutions**

- 1 that the Company's share capital be reduced from €884,035,162 1268 divided into 5,800,755,657 ordinary shares of €0 1524 each and £10,448 divided into 1,044,800 irredeemable preference shares of £0 01 each (all of which are fully paid-up) to €119 4816 divided into 784 ordinary shares of €0 1524 each and £10,448 divided into 1,044,800 irredeemable preference shares of £0 01 each by cancelling and extinguishing 5,800,754,873 issued ordinary shares of €0 1524 each registered in the name of Santander UK plc, and
- 2 the amount standing to the credit of the Company's non-distributable reserve be reduced from £104,469,552 to £0 and the amount so cancelled be credited to a distributable reserve

Signed



For and on behalf of  
Santander Secretariat Services Limited  
Secretary

MONDAY

