

Company Number 3053574

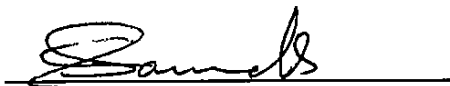
**Companies Act 2006**  
**Private Company Limited by Shares**  
**Written Resolution of**  
**Abbey National American Investments Limited**  
**(the "Company")**  
**(Passed on 18 November 2013)**

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

**Special Resolution**

That the issued share capital of the Company be reduced from £253,005,000 divided into 253,005,000 ordinary shares of £1 each to £3,005,000 divided into 3,005,000 ordinary shares of £1 each by cancelling and extinguishing 250,000,000 issued ordinary shares of £1 each

Signed



For and on behalf of Santander Secretariat  
Services Limited, Secretary

TUESDAY



LD1 19/11/2013 #317  
COMPANIES HOUSE