THE COMPANIES ACT 2006

PRIVATE LIMITED COMPANY

SPECIAL RESOLUTION PASSED AT GENERAL MEETING OF

Abbey National American Investments Limited

(the "Company")

At a General Meeting of the Company held at 2 Triton Square, Regent's Place, London NW1 3AN on 17 December 2013 the following Resolution was passed as a special resolution

Special Resolution

"That the name of the Company be changed to Santander Equity Investments Limited "

19/12/2013

COMPANIES HOUSE

For and on behalf of Santander Secretariat Services Limited Secretary



FILE COPY

CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

Company No. 3053574

The Registrar of Companies for England and Wales hereby certifies that under the Companies Act 2006:

ABBEY NATIONAL AMERICAN INVESTMENTS LIMITED

a company incorporated as private limited by shares; having its registered office situated in England/Wales; has changed its name to:

SANTANDER EQUITY INVESTMENTS LIMITED

Given at Companies House on 23rd December 2013



