

No 09091928

THE COMPANIES ACT 2006

Company limited by shares

**WRITTEN ORDINARY RESOLUTION OF THE SOLE SHAREHOLDER OF THE COMPANY UNDER
ARTICLE 33**

Of

BRITISH BUSINESS FINANCE LIMITED

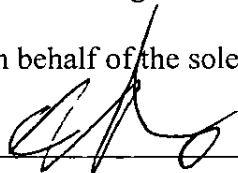
The following resolution was duly passed as an ordinary resolution on 31 March 2015 by way of a written resolution under Chapter 2 of Part 13 of the Companies Act 2006

1. AUTHORITY TO ALLOT

THAT, in accordance with section 551 of the Companies Act 2006 (CA 2006), the Directors be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company up to an aggregate nominal amount of £500,000,000 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 15 December 2015 save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted and the Directors may allot shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired

This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 551 of the CA 2006 but without prejudice to any allotment of shares or grant of Rights already made or offered or agreed to be made pursuant to such authorities

For and on behalf of the sole shareholder



British Business Bank PLC

Date 31 March 2015

