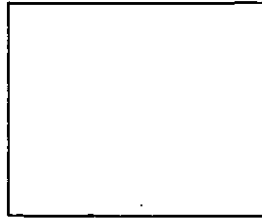




*Certified a true copy
Nadaf Hussain
11 June 2015*



EDINBURGH 11th June 2015
CERTIFY A TRUE COPY

ASSISTANT CLERK OF SESSION

UNTO THE RIGHT HONOURABLE THE LORDS OF COUNCIL AND SESSION

CERTIFIED COPY INTERLOCUTOR

of

HBOS PLC incorporated in Scotland under the Companies Acts with registered number SC218813
and having its registered office at The Mound, Edinburgh EH1 1YZ

for

Confirmation of a reduction of its share premium account.

11 June 2015

Act: Sellar QC

THURSDAY



Lord Tyre

The Lord Ordinary, having resumed consideration of the Petition and proceedings and having considered the report of P. Hally, solicitor, no. 7 of process, no Answers having been lodged, and having heard senior counsel on the petitioner's motion:

1. approves the report of the Reporter (no. 7 of process);
2. directs, under section 645(3) of the Companies Act 2006 ("the Act"), that section 646 of the Act does not apply as regards the creditors of HBOS PLC ("the Company") or any class of them;
3. confirms the cancellation of the Company's share premium account ("the Reduction") and approves the statement of capital for the Reduction (the "Statement of Capital") (no. 8 of process);
4. directs that a certified copy of this order and of the Statement of Capital be delivered to the Registrar of Companies in Scotland for registration;
5. directs the Registrar to register a certified copy of this order and the Statement of Capital;
6. directs that notice of that registration is given once in each of The Edinburgh Gazette, The Scotsman and The Financial Times (including its international editions); and
7. decerns.

*Signed as
"Colin S Tyre"*