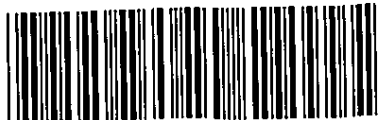


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COMPANIES HOUSE



P1134/14

EDINBURGH 16 Decemr 2014  
CERTIFY A TRUE COPY

ASSISTANT CLERK OF SESSION



UNTO THE RIGHT HONOURABLE THE LORDS OF COUNCIL AND SESSION

THE PETITION

of

BANK OF SCOTLAND PLC incorporated in Scotland under the Companies Acts with registered number SC327000 and having its registered office at The Mound, Edinburgh EH1 1YZ

for

Confirmation of a reduction of its share premium account.

P1134/14 Pet: Bank of Scotland PLC for Ord for Reduction

Maclay Murray & Spens LLP

16 December 2014

Lord Tyre

The Lord Ordinary, having resumed consideration of the petition and, in respect that no answers have been lodged, on the motion of the petitioner,

- (i) on cause shown, allows Statement 3.19 of the Petition to be amended at the bar to substitute for the reference to LBG a reference to Lloyds Bank; dispenses with re-advertisement of the Petition, as so amended;
- (ii) approve the report of the PW Hally ("the Report" and "the Reporter"), no. 8 of process;
- (iii) directs, under Section 645(3) of the Companies Act 2006 ("the Act"), that Section 646 of the Act does not apply as regards any class or classes of the creditors of the Bank of Scotland plc ("the Company");
- (iv) makes an order confirming the reduction ("the Reduction") of the share premium account of the Company and approves the statement of capital, no. 12 of process, in connection with the Reduction ("the Statement of Capital");

- (v) directs that a copy of this order ("the Final Order"), together with a copy of the Statement of Capital, be delivered to the Registrar of Companies for Scotland ("the Registrar") for registration;
- (vi) directs the Registrar to register the Final Order and the Statement of Capital;
- (vii) directs that notice of that registration be given once in The Edinburgh Gazette, The Scotsman and The Financial Times (including its international editions);
- (viii) and decerns.

EDINBURGH 16 Decembe 2014  
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*[Signature]*

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