

THE COMPANIES ACT 1985 AND 1989

PUBLIC COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

OF

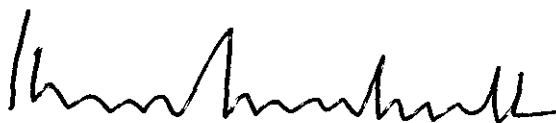
HSBC BANK PLC

("the Company")

At an Extraordinary General Meeting (the "Meeting") of the Company held at 8 Canada Square, London, E14 5HQ on 28 November 2002 the following resolution was passed as a special resolution:

SPECIAL RESOLUTION

THAT the Articles of Association of the Company be amended by the deletion in Article 14 of the words "or debentures or representing any other form of security" from the first sentence.



.....
I B Marshall
Secretary
28 November 2002

