



COMPANIES FORM No.123

**Notice of increase
in nominal capital**

123

Pursuant to section 123 of the Companies Act 1985

To the Registrar of Companies

For official use

Company Number

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14259

Name of Company

Midland Bank Public Limited Company

gives notice in accordance with section 123 of the above Act that by resolution of the company dated 27/4/89 the nominal capital of the company has been increased by £ 250000000.00 beyond the registered capital of £ 750000000.00

A copy of the resolution authorising the increase is attached.

The conditions (e.g. voting rights, dividend rights, winding-up rights etc.)

subject to which the new shares have been or are to be issued are as follow:

pari-passu with the ordinary shares already in issue

Signed

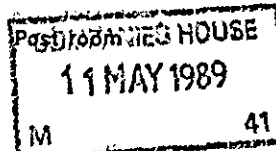
[Signature] [Secretary] Date

10/5/89

Presenter's name address and
reference (if any):

N BARKER ASSISTANT SECRETARY
MIDLAND BANK PLC
SECRETARYS OFFICE
POULTRY LONDON EC2

For official Use
General Section



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COMPANIES FORM No. 123

**Notice of increase
in nominal capital****123**Please do not
write in
this margin

Pursuant to section 123 of the Companies Act 1985

Please complete
legibly, preferably
in black type, or
bold block lettering

To the Registrar of Companies

For official use

Company number

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14259

Name of company

* MIDLAND BANK PUBLIC LIMITED COMPANY

* Insert full name
of companygives notice in accordance with section 123 of the above Act that by resolution of the company
dated 27 APRIL 1989 the nominal capital of the company has beenincreased by £ 150,000,000 &
US\$250,000,000 beyond the registered capital of £ 1,000,000,000§ the copy must be
printed or in some
other form approved
by the registrar


A copy of the resolution authorising the increase is attached. §

The conditions (eg. voting rights, dividend rights, winding-up rights etc.) subject to which the new
shares have been or are to be issued are as follow:The increase is in respect of new classes of preference shares,
the terms of which have yet to be finalised. The new preference
shares will not carry voting rights.Please tick here if
continued overleaf

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† delete as
appropriate

Signed



[Director][Secretary]† Date

10/5/89

Presentor's name address and
reference (if any):N BARKER ASSISTANT
SECRETARY
MIDLAND BANK PLC
SECRETARY'S OFFICE
POULTRY
LONDON
EC2For official Use
General Section

Post room

COMPANIES HOUSE	
11 MAY 1989	
M	41