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To: The Commissioners of Her Majesty's Treasury
1 Horse Guards Road
London
SW1A 2HQ

The Secretary of State, Department for Business, Innovation & Skills
1 Victoria Street
London
SW1H 0ET

The Secretary of State, Department for Communities and Local Government
Eland House
Bressenden Place
London
SW1E 5DU

26 November 2009

Dear Sirs,

Amendments to (I) the Deed Poll entitled "Lending Commitments", executed by The Royal Bank of Scotland plc and dated 26 February 2009 (as amended on 18 May 2009, the "Lending Commitments Deed Poll") and (II) the Deed Poll entitled "Asset Protection Scheme: Pre-Accession Commitments", also executed by The Royal Bank of Scotland plc and dated 26 February 2009 (the "Pre-Accession Commitments Deed Poll")

1. Words and expressions defined in the Lending Commitments Deed Poll shall have the same meanings in this Deed Poll.
2. In accordance with paragraph 12.6 (*Variation*) of the Lending Commitments Deed Poll, the following sub-paragraphs of paragraph 6 (*Adjustment of Lending Commitments*) of the Lending Commitments Deed Poll are hereby deleted in their entirety:

"The Participating Institution will comply with the Lending Commitments in accordance with the provisions of this Deed Poll on the understanding and assumption that: (i) the Schemes will be established by the Government; and (ii) the Participating Institution will participate in either or both of the Schemes on terms to be agreed with the Government.


It /

It is understood that: (i) the Lending Commitments will cease if the Participating Institution does not participate in either of the Schemes prior to 1 September 2009; and (ii) If the Participating Institution only participates in one of the Schemes prior to 1 September 2009 the Government will, in consultation with the Participating Institution and acting reasonably, make appropriate reductions in the Lending Commitments having regard to the quantum of financial support being provided by the Government to the Participating Institution.";

- 3. The remaining provisions of the Lending Commitments Deed Poll shall in all other respects remain unamended and in full force and effect. The amendments to the Lending Commitments Deed Poll set out in paragraph 2 above shall take effect upon confirmation of the consent of the Government Departments to these amendments by their countersigning below.
- 4. Notwithstanding the provisions of paragraph 3 (*Duration of Pre-Accession Undertakings*) and in accordance with paragraph 16.5 (*Variation*) of the Pre-Accession Commitments Deed Poll, paragraph 11 (*Commitment regarding deleveraging activities*) thereof shall continue to bind the Participating Institution until 28 February 2011 (together with any other provisions of the Pre-Accession Commitments Deed Poll if and to the extent necessary for the interpretation of paragraph 11 (*Commitment regarding deleveraging activities*)).
- 5. The remaining undertakings of the Participating Institution under the Pre-Accession Commitments Deed Poll shall expire in accordance with paragraph 3 (*Duration of Pre-Accession Undertakings*) thereof. The amendments to the Pre-Accession Commitments Deed Poll set out in paragraph 4 above shall take effect upon confirmation of the consent of the Treasury to these amendments by its countersigning below.

IN WITNESS OF WHICH this document is executed and delivered as a deed poll on the date first written above.

The Royal Bank of Scotland plc)
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)
)
)

By: 
duly authorised by power of attorney to act as
attorney on its behalf in executing and
delivering this Deed Poll

Name: C.R.J. CAMPBELL
Title: Attorney

In the presence of:

) Signature: *[Handwritten Signature]*
)
) Name: CAROLINE STARRIE
)
) Occupation: SOLICITOR
)
) Address: 235, GOSWOLD ROAD, PO BOX 1000
) ..COVENTRY.. CV3 1HQ

The above amendments to the Lending Commitments Deed Poll and the Pre-Accession Commitments Deed Poll have been consented to by:

[Handwritten Signature]
 and
[Handwritten Signature]
 for and on behalf of
 The Commissioners of Her Majesty's Treasury

WITNESS:
[Handwritten Signature]
 ANDREW PHILIPS
 SOLICITOR
 ONE RUNHILL ROAD, LONDON, EC1A 1YY

[Handwritten Signature]
 for and on behalf of
 The Secretary of State, Department for Business, Innovation & Skills

Witness
[Handwritten Signature]
 MACK FLETCHER
 Solicitor
 BIS
 1 Victoria Street, London

.....
 for and on behalf of
 The Secretary of State, Department for Communities and Local Government

In the presence of:)
)
) Signature: *[Signature]*
) Name: CAROLINE STARRIE
) Occupation: SOLICITOR
)
) Address: 835 KILMARNOCK RD BOX 1000
) C. D. MARSHALL, EM13 1HQ

The above amendments to the Lending Commitments Deed Poll and the Pre-Accession Commitments Deed Poll have been consented to by:

[Signature]
 and
[Signature]
 for and on behalf of
 The Commissioners of Her Majesty's Treasury

WITNESS:
[Signature]
 ANDREW PHILIPS
 SOLICITOR
 ONE RUSHHILL ROW, LONDON, EC14 4YY

.....
 for and on behalf of
 The Secretary of State, Department for Business, Innovation & Skills

[Signature]
 for and on behalf of
 The Secretary of State, Department for Communities and Local Government
[Signature]

WITNESS:
[Signature]
 ARAMK YOUNG
 CIVIL SERVANT
 216 CAMBERWELL GROVE
 LONDON SE5 8PS