



150
YEARS
of
FINANCIAL
SERVICE
— 1998 —

International Swaps and Derivatives Association, Inc.
One New Change
London EC4M 9QQ.

Prudential Banking plc

Fourth Floor
1 Waterhouse Square
142 Holborn Bars
London
EC1N 2NH
Tel 0171 548 3541

0171 548 2570
rd
17th August 1998

Direct line
Our ref
Date

Dear Sirs

EMU Protocol – Adherence

The purpose of this letter is to confirm our adherence to the ISDA EMU Protocol as published by the International Swaps and Derivatives Association, Inc. on 6th May 1998 (the "Protocol"). This letter constitutes an Adherence Letter as referred to in the Protocol.

The definitions and provisions contained in the Protocol are incorporated into this Adherence Letter, which supplements and forms part of each ISDA Master Agreement between us and each other Adhering Party.

1. Specified Terms

Annex 1	ISDA EMU Continuity Provision	Applicable
Annex 2	Price Sources	Applicable
Annex 3	Payment Netting	Applicable
Annex 4	EMU Definitions	Applicable
Annex 5	Bond Options	Applicable

2 Appointment as Agent and Release

We hereby appoint ISDA as our agent for the limited purposes of the Protocol and accordingly we waive, and hereby release ISDA from, any rights, claims, actions or causes of action whatsoever (whether in contract, tort or otherwise) arising out of or in any way relating to this Adherence Letter or our adherence to the Protocol or any actions contemplated as being required by ISDA.

3. Payment

We enclose payment of U.S.\$500, or represent that we have previously made payment of that amount to you, in respect of our adherence to the EMU Protocol.



4. Contact Details

Our contact details for the purposes of this Adherence Letter are:

Name: Manager – Treasury Operation

Address: Prudential Banking plc, 4th Floor, 1 Waterhouse Square, 138-142 Holborn Bars, London EC1N 2NH

Telephone: 0171 548-2326

Fax: 0171 548 2348

We consent to the publication of the conformed copy of this letter by ISDA and to the disclosure by ISDA of the contents of this letter.

Yours faithfully,

Prudential Banking plc

By:

M J Harris

M J Harris

Chief Executive

R C Drayton

R C Drayton

Treasury Director