

CORPORATE AND INSTITUTIONAL FINANCIAL SERVICES

Level 6, Tower One 205 Queen Street P O Box 788

Auckland, New Zealand Ph: 64-9-356 9000 Fax: 64-9-356 9074

29 September 1998

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

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 6 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 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 USD500 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 purposes of this Adherence Letter are:

The National Bank of New Zealand Limited Treasury Division, Level 9, NBNZ House, 1 Victoria Street P O Box 540, Wellington

Tel: (64 4) 471 0860 Fax: (64 4) 473 4928

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
For and on behalf of
THE NATIONAL BANK OF NEW ZEALAND LIMITED

I D Cheyne	
Name	
Title Director	