

State of Idaho

Office of the Secretary of State

AMENDED CERTIFICATE OF REGISTRATION

OF

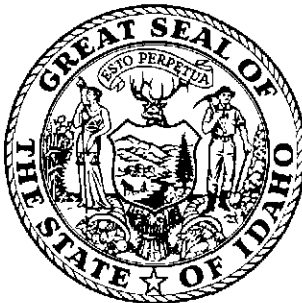
ROYAL BANK OF SCOTLAND PLC (THE)

File Number C 175449

I, LAWRENCE DENNEY, Secretary of the State, hereby certify that an Application for Amended Foreign Registration has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Amended Certificate of Foreign Registration to reflect the name change from ROYAL BANK OF SCOTLAND PLC (THE) to **NATWEST MARKETS PLC dba NATWEST MARKETS PLC INC.** and attach hereto a duplicate of the application for such amended certificate.

Dated: June 20, 2018



Lawrence Denney
SECRETARY OF STATE

By *Spuel*

214



AMENDMENT OF FOREIGN REGISTRATION STATEMENT

Title 30, Chapter 21, Idaho Code
Filing fee: \$30 typed, \$50 not typed

Complete and submit the application in duplicate.

2018 JUN 20 AM 10:11
SECRETARY OF STATE
STATE OF IDAHO

1. Entity name: Royal Bank of Scotland plc (The)

2. The entity name is amended to: NatWest Markets Pic

a. If the new name is not available or permissible in Idaho, the name to be used in Idaho is:

NatWest Markets Pic Inc.

3. The entity type is amended to:

- Business Corporation
- Nonprofit Corporation
- Limited Liability Partnership
- Limited Liability Company
- Other: _____

- General Partnership
- General Cooperative Association
- Limited Partnership (Including a limited liability limited partnership)
- Statutory Trust, Business Trust, or Common-law Business Trust

(Provide unlisted foreign entity type here)

4. The entity's jurisdiction is amended to: _____

5. The street and mailing address(es) of its principal office is amended to:

(Street Address)

(Mailing Address, if different)

6. The name, capacity, and mailing address of the governor(s) is amended to
See attached Exhibit A

(Name) (Capacity)

(Name) (Capacity) (Address)

Typed Name: Kristofer Davies

Signature: _____

Capacity: Assistant Secretary

Rev. 06/21/16

Secretary of State use only

IDAHO SECRETARY OF STATE
06/21/2018 05:00

CK:19356668 CT:172099 BH:1649986
1@ 30.00 = 30.00 AMD FOR RE #2
1@ 20.00 = 20.00 EXPEDITE C #3

C175449

Exhibit A: Board and Officer Information (Governors) for NatWest Markets Plc Inc.

<u>Name</u>	<u>Title</u>	<u>Registered Address</u>
Franck Dangeard	Director, Chairman	NatWest Markets Plc 36 St Andrew Square Edinburgh EH22YB, Scotland
Christopher Marks**	Director, Chief Executive Officer (i.e. President+)	NatWest Markets Plc 36 St Andrew Square Edinburgh EH22YB, Scotland
Richard Place**	Chief Financial Officer, Director	NatWest Markets Plc 36 St Andrew Square Edinburgh EH22YB, Scotland
Scott Gibson**	Secretary	NatWest Markets Plc 36 St Andrew Square Edinburgh EH22YB, Scotland
Kristofer Davies**	Assistant Secretary	NatWest Markets Plc 36 St Andrew Square Edinburgh EH22YB, Scotland
William Gougherty***	Assistant Secretary	NatWest Markets Securities Inc. 600 Washington Boulevard Stamford, CT 06901

** Officers of NatWest Markets Plc.

***A non-officer of the Applicant; however, individual is acting on behalf of an Agency Agreement between NatWest Markets Plc and NatWest Markets Securities Inc.

+Title used for state qualifications, registrations and licenses only.



THE COMPANIES ACT 2006

Company No. 90312

The Registrar of Companies for Scotland hereby certifies that NATWEST MARKETS PLC (originally called RBSG public limited company changed its name on 30th September 1985 to The Royal Bank of Scotland Public Limited Company which was changed on 29th April 2018 to NATWEST MARKETS PLC each change having been made by resolution) was incorporated under the Companies Acts 1948 to 1980 as a public company on 31st October 1984.

The Registrar further certifies that according to the documents on the file of the company:-

- a) VIVEK GOPALDAS AHUJA, FRANCK EMMANUEL DANGEARD, CHRISTOPHER ALAN MARKS, BRENDAN ROBERT NELSON, RICHARD PLACE and SARAH FAY WILKINSON are the directors of the company,
- b) SCOTT GIBSON is the secretary of the company,
- c) the situation of the registered office is 36 ST ANDREW SQUARE, EDINBURGH EH2 2YB,
- d) the company has unrestricted objects.

According to the documents on file and in the custody of the Registrar, the company is up to date with its filing requirements, has at least one secretary and two directors, one of the directors being a natural person over the age of 16.

The company has been in continuous unbroken existence since its incorporation and no action is currently being taken by the Registrar of Companies to strike the company off the register or to dissolve it as defunct. As far as the Registrar is aware, the company is not in liquidation or subject to an administration order, and no receiver or manager of the company's property has been appointed.*****

Given at Companies House, the 22nd May 2018


M D JONES

for the Registrar of Companies

This certificate records the result of a search of the information registered by the Registrar. This information derives from filings accepted in good faith without verification. For this reason the Registrar cannot guarantee that the information on the register is accurate or complete.



Companies House