

AMENDMENT
DATED AS OF JANUARY 31, 2013
TO THE
GBP – U.S. DOLLAR SWAP AGREEMENT
DATED AS OF DECEMBER 22, 2011

This amendment (“Amendment Agreement”) to the GBP - U.S. Dollar Swap Agreement dated as of December 22, 2011 (“Swap Agreement”) is entered into between the Federal Reserve Bank of New York, acting at the direction of the Federal Open Market Committee, and The Governor and Company of the Bank of England (together, the “Parties”) and is dated as of January 31, 2013 (the “Effective Date”).

WHEREAS, the Parties have entered into the Swap Agreement in order to create a temporary arrangement to purchase and subsequently repurchase British Pounds (“GBP”) and U.S. Dollars (“USD”) from each other to facilitate the functioning of financial markets and provide liquidity in GBP; and

WHEREAS, the Parties wish to extend the duration of the Swap Agreement.

NOW THEREFORE, the Parties hereby agree to amend the Swap Agreement as follows:

1. Paragraph 8(b) of the Swap Agreement is hereby amended by deleting the date “February 1, 2013” and replacing it with “February 1, 2014.”

Except to the extent specifically amended hereby, the Swap Agreement shall remain in full force and effect.

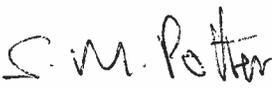
This Amendment Agreement may be executed in counterparts, each of which when so executed and delivered shall be an original, but all of which together shall constitute but one and the same instrument. This Amendment Agreement shall become effective as of the Effective Date.

IN WITNESS WHEREOF, this Amendment Agreement is signed and executed by the authorized representatives of the Parties as of the Effective Date.

**THE GOVERNOR AND COMPANY OF
THE BANK OF ENGLAND**

**FEDERAL RESERVE BANK
OF NEW YORK**

Paul Fisher
Executive Director, Markets
Date:


Simon M. Potter
Executive Vice President
Date: 1/22/2013

IN WITNESS WHEREOF, this Amendment Agreement is signed and executed
by the authorized representatives of the Parties as of the Effective Date.

**THE GOVERNOR AND COMPANY OF
THE BANK OF ENGLAND**



Paul Fisher
Executive Director, Markets
Date: 24 January 2013.

**FEDERAL RESERVE BANK
OF NEW YORK**

Simon M. Potter
Executive Vice President
Date: