

27 November 1998

Conformed Copy

Chair
Financial Markets Lawyers Group
59 Maiden Lane - 27th Floor
New York, NY 10038
Attn: Nikki Poulos, Secretary

Dear Sirs,

EMU Protocol - Adherence

The purpose of this letter is to confirm our adherence to the FMLG/BBA EMU Protocol as published by the Financial Markets Lawyers Group ("FMLG") on 8th October, 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 Master Agreement between us and each other Adhering Party.

1. Specified Terms

Annex 1 EMU Continuity Provision: Applicable

Annex 2 Price Sources: Applicable

Annex 3 Payment Netting: Applicable

Annex 4 EMU Definitions: Applicable

Annex 5 Average Rate Options: *Not Applicable*

Annex 6 Average Barrier Options: *Not Applicable*

2. Appointment as Agent and Release

We hereby appoint the FMLG Chair with full power of substitution, and any successor in such position, as our agent for the limited purposes of the Protocol. This appointment is coupled with an interest and is irrevocable. We acknowledge that the agent will also act as agent for other Adhering Parties. Delivery of an Adherence Letter to the agent shall be deemed delivery to each other party for which it is acting as agent. Accordingly we waive, and hereby release such agent, the FMLG and each of its members, the Federal Reserve Bank of New York and any component of the Federal Reserve System and the BBA 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 the FMLG Chair and BBA.

PARIBAS

10 HAREWOOD AVENUE LONDON NW1 6AA - TEL: (44 171) 595 2000 - FAX: (44 171) 595 2555 - TELEX: 296723 PARCAP G

INCORPORATED IN FRANCE WITH LIMITED LIABILITY. REGISTERED OFFICE 3 RUE D'ANTIN, 75078 PARIS-CEDEX 02. R.C. PARIS B 662 047 885

PARIBAS IS REGULATED BY THE SFA FOR THE CONDUCT OF INVESTMENT BUSINESS IN THE U.K. AND IS A MEMBER OF THE LONDON STOCK EXCHANGE.

REGISTERED AS A BRANCH IN ENGLAND AND WALES NO. BR2018 - PARIBAS IS A TRADING NAME OF PARIBAS AND ITS AFFILIATES.

3. Contact Details

Our contact details for purposes of this Adherence Letter are:

Name: Paribas

Attn: Cathryn Field International Finance and Legal Department

Address: 10 Harewood Avenue London NW1 6AA

Telephone: 0171 595 2605

Fax: 0171 595 5094

We consent to the publication of the conformed copy of this letter by the FMLG Chair and BBA and to the disclosure by the FMLG Chair and BBA of the contents of this letter.

Yours faithfully,

PARIBAS (formerly called Banque Paribas)

By: Cathryn Field

Name: Cathryn Field

Title: Corporate Finance Officer

By: Julia Wilks

Name: Julia Wilks

Title: Corporate Finance Officer