

LLOYDS BANK PLC
POWER OF ATTORNEY
COMMERCIAL BANKING
EXECUTION OF DOCUMENTS

By this power of attorney given on 1st November 2014, Lloyds Bank plc, (registered number 00002065), whose registered office is at 25 Gresham Street, London EC2V 7HN (the "Bank") hereby appoints the holders of the following offices in Lloyds Banking Group plc and its subsidiary companies, for the time being:

Analyst
Area Director
Associate Director
Associate Portfolio Director
Business Development Director
Business Development Manager
Business Support Director
Chief Business Officer
Chief Credit Officer
Chief Executive Officer and Managing Director
Chief Operating Officer
Chief Risk Officer
Commercial Risk Director
Corporate Finance Director
Credit Director
Credit & Trade Manager
Credit Sanctioning Director
Deputy Head of
Director
Finance Director
Global Head of
Head of
Head Relationship Director
HR Director
Implementation Director
Investments Director
Lead Director
Lead Relationship Director
Manager
Managing Director
Managing Director and Head of
Operational Risk and Compliance Director
Portfolio Director
Property Director
Regional Credit Director
Regional Director
Regional Managing Director
Relationship Director
Relationship Manager
Research Manager
Risk Director
Risk Management Director
Sales Director

Senior Business Development Manager
Senior Director
Senior Relationship Manager
Senior Manager
Strategy, Change and Integration Director
Trade Director
Trade Manager
General Counsel
Head of Legal
Legal Director – Asset Finance
Chief Legal Officer – North America
Strategic Transactions Group Director

(each the “**Attorney**”) jointly and severally to be the Bank’s attorney and on its behalf and in its name or otherwise to sign, seal, execute and deliver any deed or document specified below:

- (a) Facility Letters, Loan Agreements and any other agreements, letters, deeds or documents in any way connected with the banking facilities to be made available in terms of a Facility Letter and Loan Agreement;
- (b) Investment Agreements, Shareholder Agreements, Subscription Agreements, Investor Loan Agreements and any other agreements, letters, deeds or documents in any way connected with the investment funding to be made available;
- (c) Ranking Agreements and Deeds of Priority, Subordination Agreements and other inter-creditor arrangements;
- (d) Collateral Warranties and Substitution Agreements;
- (e) Standstill Agreements;
- (f) Settlement deeds or agreements or other documents in connection with the final release of obligations under facility agreements or other finance documents;
- (g) Discharges of Standard Securities/Legal Charges and discharges or releases of other security interests;
- (h) Deeds of Restriction / Disburdenment / Release or any other partial discharge of a security over land/buildings;
- (i) Memoranda of Satisfaction of any Floating Charge;
- (j) Letters of Non-Crystallisation for Bonds and Floating Charge/Debenture;
- (k) Performance Bonds, Letters of Credit and Guarantees;
- (l) Transfer Certificates, Assignment Agreements and Risk Participation Agreements;
- (m) Leasing and Lease Purchase transactions, such expressions to include without limitation finance leasing, operating leasing, hire purchase and lease purchase transactions;
- (n) Sale and Purchase Agreements, Warranty and Guarantee Agreements and other related documentation relative to the Bank’s exit or partial exit from its equity investments (including warrants, options, ordinary and preferred shareholdings and convertible loans);
- (o) Deeds or documents so as to convey or transfer any interest in property (real and/or personal)
- (p) any forms or documents required to be submitted to the Land Registry of England and Wales or the Registers of Scotland in connection with any of the other matters referred to in this Power of Attorney;
- (q) any agreements, letters, deeds or documents relating to the provision of services to the Bank, including without limitation, Secondment Agreements and Property Management Agreements;

- (r) any confidentiality or non-disclosure agreements, letters or other related documents; and
- (s) any other relevant documents and deeds, excluding the granting of Power of Attorney to non-Bank employees

and generally for all or any of the purposes aforesaid to act as attorneys of the Bank.


This power of attorney will be valid until 30 November 2015.

This power of attorney shall take effect as a deed and shall be governed by, and construed in accordance with, English law.

Executed as a deed on 19 November 2014 on behalf of)
Lloyds Bank plc)
Acting by an authorised attorney in the presence of:



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Authorised attorney
Andrew Bester

Witness: 
Witness name: NICOLA KENTON
Address: c/o Lloyds Bank
25, Gresham St.
LONDON
E22 7HN