

ARTICLE 8 NOTIFICATION

Abbey National Treasury Services plc (the "Issuer")

This notification refers to:

- (1) the Base Prospectus dated 28 January 2014 (the **Base Prospectus**) for warrants to be issued by the Issuer;
- (2) the supplementary prospectuses to the Base Prospectus dated 7 February 2014 and 6 March 2014 (the **Supplements**); and
- (3) the Final Terms dated 29 January 2014 (the **Final Terms**) in respect of the Issue of GBP Bermudan Style Call Warrants Linked to Equity Indices – Series 938 (the **Warrant Issue**),

the Base Prospectus as completed by the Final Terms and the Supplements to it, together constituting a base prospectus for the purposes of Directive 2003/71/EC and Directive 2010/73/EU (the **Prospectus Directive**).

Pursuant to our obligations under Article 8 of the Prospectus Directive, we confirm in respect of the Warrant Issue the following information:

Final Aggregate Number of Warrants: 2,000,000

Paragraphs 5.1, 5.2 and 5.3 of Part A to the Final Terms shall be read accordingly.

DISCLAIMER - INTENDED ADDRESSEES

Please note that the information contained in the Base Prospectus, the Supplements and the Final Terms may be addressed to and/or targeted at persons who are residents of particular countries (specified in the Base Prospectus, the Supplements and/or the Final Terms) only and is not intended for use and should not be relied upon by any person outside these countries and/or to whom the offer contained in the Base Prospectus, the Supplements and/or the Final Terms is not addressed. Prior to relying on the information contained in the Base Prospectus, the Supplements and/or the Final Terms, you must ascertain from the Base Prospectus, the Supplements and/or the Final Terms whether or not you are part of the intended addressees of the information contained therein.

Your right to access this service is conditional upon complying with the above requirement.

The Final Terms referenced herein does not constitute an offer of securities for sale in the United States. The securities described herein have not been, and will not be, registered under the U.S. Securities Act of 1933, as amended (the "**Securities Act**"), or under any relevant securities laws of any state of the United States of America, and may not be offered or sold to U.S. persons or to persons within the United States of America, except pursuant to an exemption from the Securities Act.

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