



**APPLICATION FOR ADMISSION OF SECURITIES TO THE DEVELOPING COMPANIES MARKET  
(Shares & Debt Securities)  
SCHEDULE 3A**

This form of application for admission of securities to the ~~Official List~~ Developing Companies Market should be suitably adapted for an issuer which is not a public limited company. It must be lodged duly completed at least TWO BUSINESS DAYS prior to the consideration of the application for admission to listing.

To: Listing Applications  
Irish Stock Exchange ("the Exchange")

10 November, 2004

**Details of securities to be listed**

Abbey plc [insert name of issuer] ("the issuer") hereby applies for the securities detailed below to be admitted to the ~~Official List~~ Developing Companies Market of the Exchange subject to the listing rules of the Exchange.

**Share capital**

Authorised	Denomination	Issued and paid up (inclusive of present issue)
<u>45,000,000</u>	in <u>€0.32 Ordinary Shares</u>	<u>34,077,782</u>
	in _____	
	in _____	
<u>€14,400,000</u>		<u>€10,904,890.24</u>

(Please include in brackets those shares listed under block listing procedures but not yet allotted)

**Debt securities**

Nominal value	Redemption date	Coupon
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
£ _____		

Amount and description of securities for which application is now being made(include distinctive numbers)

34,077,782 Ordinary Shares of nominal value€0.32 each

Type of issue for which application is being made

Transfer of Entire Issued Share Capital from the Official List to the Developing Companies Market

Are the securities for which application is now made:

(a) identical \* in all respects?

YES	NO
-----	----

If no, how do they differ and when will they become identical?

(b) identical \* in all respects with an existing class of security? N/A

YES	NO
-----	----

If no, how do they differ and when will they become identical?

N/A

(c) the subject of an application for listing in another member state of the European Community either within the previous six months, now or in the near future.

YES	NO
-----	----

If yes, state when and on what stock exchange(s) :

Simultaneous application for admission to the Alternative Investment Market of the London Stock Exchange following cancellation of listing on the Official List of the United Kingdom Listing Authority

**NOTE: \* Identical means in this context:**

- (a) the securities are of the same nominal value with the same amount called up or paid up;
- (b) they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and
- (c) they carry the same rights as to unrestricted transfer, attendance and voting at meetings and are pari passu in all other respects.

If the securities are not identical, but will so become in the future, definitive certificates issued before that date must be en faced with a note to this effect.

**Details of documents of title**

Please give details of renounceable document (where applicable):

- (a) Type of document  
(which must comply with the relevant provisions of chapter 13 of the listing rules): N/A
- (b) Proposed date of issue: N/A
- (c) Last day for splitting: N/A
- (i) Nil paid: N/A
- (ii) Partly paid: N/A
- (iii) Fully paid: N/A
- (d) Last day for renunciation: N/A

**Definitive certificate:**

Definitive certificates (in respect of the class of security/securities for which listing is sought) have already been issued for 34,077,782 shares [insert number of shares] and/or £\_\_\_\_\_ nominal of \_\_\_\_\_ [insert designation of debt securities] and will be ready on \_\_\_\_\_ for \_\_\_\_\_ shares [insert number of shares] and/or £\_\_\_\_\_ nominal of \_\_\_\_\_ [insert designation of debt securities].

**Declaration**

We acknowledge our obligations under the listing rules and the legal implications of listing. Accordingly we declare that:

- (a) all the conditions for listing in the ~~listing~~ Developing Companies Market rules which are required to be fulfilled prior to application have been fulfilled in relation to the issuer and the securities for the admission of which application is now made;
- (b) all information required to be included in the listing particulars/prospectus\* has been included therein, or, if the final version has not yet been submitted (or approved), will be included therein before it is so submitted; and
- (c) all the documents and information required to be included in the application have been or will be supplied in accordance with the listing rules and all other requirements of the Exchange in respect of the application have been or will be complied with.

We undertake to comply with the ~~listing~~ Developing Companies Market rules from time to time of the Exchange so far as applicable to the issuer.

~~We undertake to lodge with you the declaration required pursuant to paragraph 7.8(i) of the Listing Rules in due course.~~

SIGNED BY



~~Director or secretary or other duly authorised officer~~

For and on behalf of

Abbey plc  
Name of issuer

*To be completed in all cases*

Application to be heard on:	12 November, 2004
Dealings expected to commence on:	16 November, 2004
Name(s) of contact(s) at sponsor regarding the application:	Eugénée Mulhern

Telephone number: 614 8733

NOTE: \* delete as appropriate