

INTRODUCTION

Corporate Online is a desktop banking service providing 4 principal functions -

- Account Information - allowing you to view, print or export information on your sterling, currency and business visa accounts with Bank of Scotland.
- Inter Account Funds Transfers - to easily move funds between your Bank of Scotland accounts.
- Payments - allowing you access to a range of payment options (Bacs (including Faster Payments, if applicable), CHAPS and International Payment Facilities).
- Foreign Exchange - access to market driven foreign exchange rates for contractual settlement at Spot or Forward tenors.

The service is provided on two levels - Administration and Banking.

System Administrators deploy and control the system within your organisation. They have responsibility for setting up the end Users, controlling their access permissions (what they can see and do) and controlling payment authorisation levels. The Administration level does not provide access to any bank account information or payment facilities.

The Banking Level Users carry out the day to day functions, monitoring account data, creating and authorising payments.

There are two types of Security Devices that can be used to access the service - "Tokens" and "Smartcards". Tokens can be used to access information and create payments, but cannot provide any authorisation. Smartcard Users can be given access to all functions, as determined by System Administrators, who must have Smartcards for access.

This application form enables you to order Smartcards for System Administrators and also up to three Smartcards for Users. Once they have access System Administrators can order any further User Smartcards as required. Any Tokens ordered (see Section 4) will be sent to your Primary Contact and allow immediate access to the system, but have no ability to authorise payments. Smartcard Users can only access the system from PCs with Smartcard readers attached.

NOTES TO ASSIST WITH COMPLETION

PLEASE COMPLETE ALL SECTIONS AS FAR AS POSSIBLE. MANDATORY SECTIONS ARE MARKED



PLEASE USE BLOCK CAPITALS

CUSTOMER CHECKLIST

- 1. THE CORPORATE ONLINE APPLICATION FORM HAS BEEN FULLY COMPLETED AND SIGNED AND CORPORATE ONLINE CONDITIONS HAVE BEEN RECEIVED
- 2. THE PUBLIC KEY INFRASTRUCTURE (PKI) CUSTOMER AGREEMENT (WHERE RELEVANT) HAS BEEN READ AND FULLY UNDERSTOOD
- 3. RETURN ALL THE ABOVE FORMS TO YOUR RELATIONSHIP MANAGER

Page 1 SECTION 1 - BUSINESS DETAILS

- 1.1 Name of Business - The registered Business Name should be entered.
 - 1.3 Correspondence Address, is where communications relating to this application are to be sent. If multiple entities are being registered together, all correspondence will be sent to the address on the lead application form.
 - 1.6 Primary Contact is the person with whom we should liaise in respect of this application. This is also the person to whom we will send emails regarding system usage, e.g. to advise of rejected payments (see 1.10).
 - 1.11 Do you already use the Digital Identity service, and have Smartcards for another service, e.g. Bacs.
- If you have a number of companies and/or partnerships please choose one of them as the main entity to be registered for this service. A separate application form is required for each other legal entity (e.g. Limited Company or partnership) whose accounts will be accessed.
- The Business Name, Correspondence address and contact details will be taken from the lead application.

Page 1 SECTION 2 - REGISTRATION OF ACCOUNTS

Please enter your principal Current Account Number. All your Sterling accounts with Bank of Scotland will be automatically included with your Registration. List all your Bank of Scotland Business Credit Card Accounts and Currency Accounts that you wish to include. If you have more than space permits please attach a separate schedule.

Please provide a separate written advice of any accounts that you wish to specifically exclude.

Page 2 SECTION 3 - SERVICE REQUIRED

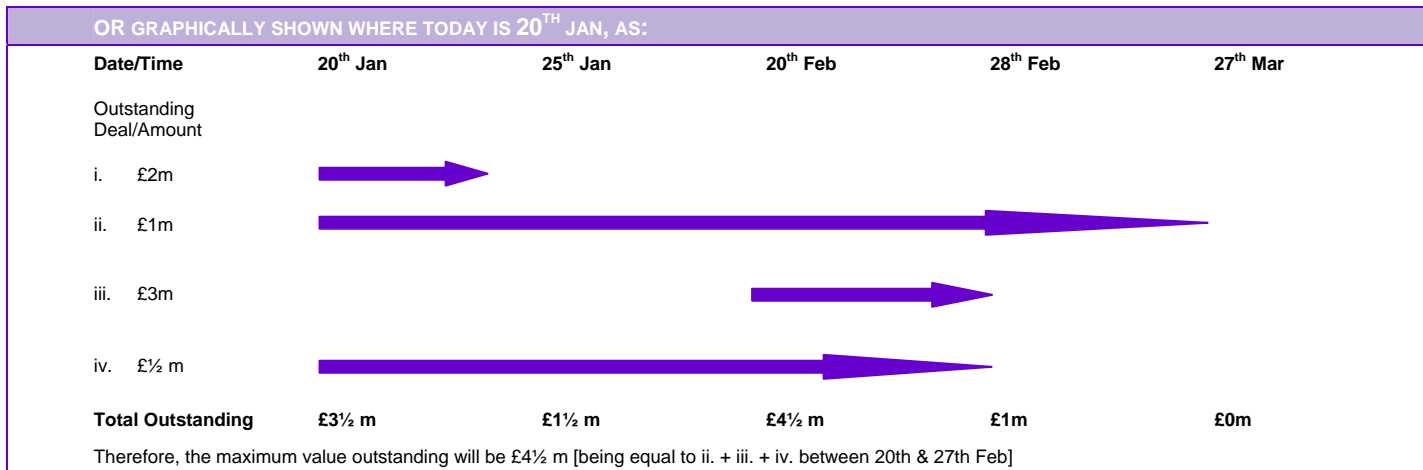
- 3.1 View only - view your Banking information, with no access to Inter Account Funds Transfers or payments.
- 3.2 Restricted Service - provides access to view your Banking information, and transfer funds between accounts that you can view.
- 3.3 Core service, includes:
 - Inter Account Funds Transfers - provides the ability to transfer funds between accounts that you can view.
 - Bacs (single) provides the ability to process a Bacs payment to a UK beneficiary with a single debit for each credit.
 - Faster Payments - provides the ability to process a Faster Payment to a UK beneficiary with a single debit for each credit with a same day clearing cycle. Only available on payments to a value of £10,000 or under.
 - Bacs Direct (multi-credit, single-debit) - provides the ability to process a Bacs Direct payment containing multiple credits to UK beneficiaries, and a single debit for the combined total of all the credits.
- 3.4 CHAPS - provides the ability to process same day debit / credit transactions to a UK beneficiary. Typically used for high value urgent payments.
 - As a security control, you can specify a business-wide limit on the total value of CHAPS instructions that can be sent during a business day.
 - A limit is necessary - if left blank the limit is presumed to be zero which prevents any CHAPS instructions from being sent.
- 3.5 International Payment Facilities (including International Drafts and Live Rates) - provides the ability to transmit payments in sterling or currency for the credit of beneficiaries throughout the world. A limit is necessary, specifying the business-wide maximum sterling equivalent value of International payments that can be processed on a business day. If the limit is left blank it is presumed to be zero,

which prevents any International Payment instructions from being sent.

3.6 Foreign Exchange Instructions - check this box for access to market driven foreign exchange rates for contractual settlement at Spot or Forward tenors.

To enable the Bank to allocate suitable facilities please provide:

- a) Anticipated Trading Value: This is an amount in pounds sterling (GBP) representing the total maximum value of cross-currency/foreign exchange deals that are likely to be outstanding at any one time. For example, if you anticipate that your cross-currency transfer needs over the next few months typically to be:
 - i. change £2m into USD value now (Spot);
 - ii. change £1m into EUR with value two months Forward;
 - iii. in one month's time, change £3m into CHF value spot; and
 - iv. change £½m into JPY with one month Forward value



- b) Settlement Value: This is an amount in pounds sterling (GBP) representing the total maximum value of cross-currency/foreign exchange deals that are likely to be settled on one given day. Continuing the above example:
 - i. change £2m into USD value now (Spot) i.e. settle on 24th Jan;
 - ii. change £1m into EUR with value two months Forward i.e. settle on 26th Mar;
 - iii. in one month's time, change £3m into CHF value spot i.e. settle on 27th Feb; and
 - iv. change £½ m into JPY with one month Forward value i.e. settle on 27th Feb.

Then, the maximum value settling at any one time will be £3½ m [being equal to iii. + iv. which both settle on 27th Feb].

Please note that the limits calculated by the Bank are based on the information that you provide, including ancillary supporting credit information such as audited accounts or similar financial records that you may or may not have already supplied, and govern the maximum use of the Foreign Exchange Instructions.

As part of the set-up configuration of Corporate Online, it is the System Administrator's responsibility to establish a suitable individual limit for each authorised Banking User so that they may trade on behalf of the company, subject to Single Authorisation via Smartcard.

3.7 Dual Authorisation for Payment Instructions (this will apply as a minimum to all instruction types above - NB: Foreign Exchange Instructions are always Single Authorisation). All transfer and payment instructions above need to be authorised by a banking Smartcard before they can be processed. Within Corporate Online your System Administrator can customise the conditions that control how many banking Smartcards are required to authorise payment and transfer instructions.

If this option is unticked, then you are requesting that all transfer and payment instructions above must be signed by a minimum of one banking Smartcard. If this option is ticked, then you are requesting that all transfer and payment instructions above must be authorised by a minimum of two banking Smartcards. The System Administrator will have the ability to set higher authorisation requirements for larger payments.

Page 2 SECTION 4 - TOKENS

System Administrators, once they have access to the service, have the ability to order Smartcards for their Users to operate Corporate Online. As an alternative to Smartcards, Tokens are available. These allow users to view information and create instructions, but do not allow authorisation of instructions which can only be given by Smartcards. They do not restrict access to PC's with card readers and can be used on any PC with internet access.

Page 2 SECTION 5 – CHARGES

The cost of any Security Devices (such as Smartcards, Tokens and Smartcard readers) required for your access or use of Corporate Online will be charged to you at the prevailing prices at the time of application, as published on the main Bank website at www.bankofscotland.co.uk/corporate

Please complete the direct debit mandate for the monthly subscriptions.

Page 4 & 5 SECTION 6&7 - SYSTEM ADMINISTRATOR DETAILS

Please read these important notes -

Each Customer (except for sole traders) is required to have at least two System Administrators. (Sole traders may nominate only a single System Administrator). A second System Administrator should be identified as a backup to allow for any times when the primary System Administrator is unavailable. The System Administrator(s) will be responsible for all aspects of your organisation's access to and use of Corporate Online, including adding, amending or removing Users, and setting access permissions.

Sections 6 and 7 have to be completed and signed by each nominated System Administrator. If you wish to nominate more than two System Administrators (so that there should always be cover available), please print, complete and sign additional copies of Section 7.

THE BANK WILL ACCEPT THE AUTHORITY OF THE SYSTEM ADMINISTRATOR TO AUTHORISE INDIVIDUALS AS USERS WITHIN YOUR ORGANISATION. TO MAKE USE OF ANY OR ALL OF THE SELECTED FEATURES OF CORPORATE ONLINE AND TO SET SUCH ACCESS PERMISSIONS AS THE SYSTEM ADMINISTRATOR DETERMINES.

IT IS STRONGLY RECOMMENDED THAT THE PERSON(S) YOU NOMINATE AS SYSTEM ADMINISTRATOR(S) ARE NOT ALSO USERS.

THE BANK WILL NOT VERIFY A SYSTEM ADMINISTRATOR'S AUTHORITY AND CONSEQUENTLY WILL HAVE NO RESPONSIBILITY FOR YOUR CHOICE OR THE APPROPRIATENESS OF YOUR SYSTEM ADMINISTRATORS OR ANY ACTIONS OR INACTIONS OF ANY SYSTEM ADMINISTRATOR.

SUBJECT AT ALL TIMES TO THE CONDITIONS OF USE FOR THE SERVICE, THE AUTHORITY OF SYSTEM ADMINISTRATORS AND USERS AND THE USE OF CORPORATE ONLINE BY THE CUSTOMER AND EACH OF ITS USERS IS A RISK FOR WHICH THE CUSTOMER IS RESPONSIBLE.

Most of this section is self-explanatory, but please note -

6.3 - email address is essential as this medium is used for standard communication.

6.4 - 6.7 the memorable data will be used to identify the Administrator, if necessary, when calling the Helpdesk.

6.8 - Home address - as part of UK banking procedures, we will verify your name and home address are valid - before a Smartcard is issued.

This information will not be used for marketing purposes.

6.14 - Are you an existing HBOS Digital Identity Smartcard(PKI) holder - if your business is already registered for an HBOS Digital Identity service, and you already have a PKI enabled Smartcard - it may also be used for Corporate Online – and you should tick "Yes". If you do not have a PKI enabled Smartcard please tick "No".

6.15 - Work address - please include the business name in the first line.

6.20 - A Smartcard reader is necessary for each PC that will be used (by a Smartcard User) to access Corporate Online.

Please indicate the appropriate type of card reader needed.

If the PC you are using already has a Bank of Scotland Corporate Online Smartcard reader installed - you should tick "None".

Page 6	SECTION 8 - INITIAL USERS
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You can enter the details of up to three initial Users on this page. If no details are entered your application will still be processed but User Smartcards will need to be ordered online once your System Administrator Smartcard and Pin has been received. Please also note that if more User Smartcards are required these can be ordered online using your System Administrators Smartcard at any time.

Page 7	SECTION 9 - AGREEMENT
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Please delete the phrases that are not appropriate to your type of business.

The form should be signed and dated by two authorised officials of the business, as appropriate.

Group of Companies - there is a separate version of the application form for use by Group of Companies which has an additional page 7 for completion by the subsidiaries. The signatories for the subsidiaries must be the same individuals as have signed for the Parent Co. If the individuals cannot sign for any subsidiaries, then a separate application form is required from those subsidiaries.

Conditions for the services are provided as a separate document. These are the Conditions which, by submitting the application form, you agree and accept govern both the application and, assuming our acceptance of the same, access to and use of Corporate Online at all times by you and your System Administrators and Users.

Each of your System Administrators and Users will be asked to read and accept these Conditions the first time they log in to use Corporate Online Service, but you will remain responsible at all times for ensuring that each System Administrator and User complies with all applicable Conditions.