



Pricing Supplement

Series No. BOS 0008

**THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND
BANK OF SCOTLAND TREASURY SERVICES PLC
SCOTLAND INTERNATIONAL FINANCE NO.2 B.V.
BOS INTERNATIONAL (AUSTRALIA) LIMITED
(ACN 066 601 250)**

**PROCESSED BY
2 8 JUL 2000
DISCLOSURE LTD.**

Programme for the Issuance of Debt Instruments

Issue of a Series of

**£75,000,000 6.375 per cent. Subordinated Instruments due August 2019,
to be consolidated and to form a single series with the £175,000,000
6.375 per cent. Subordinated Instruments due August 2019
(the "Instruments")**

This document constitutes the Pricing Supplement relating to the Series of Instruments referred to above, and this Pricing Supplement must be read in conjunction with the Information Memorandum dated 30 June 2000, *provided, however*, that the applicable Terms and Conditions for purposes of this Issue of Instruments shall be those set out in the Information Memorandum dated 25 June 1999, and terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in such Information Memorandum.

Issuer:	The Governor and Company of the Bank of Scotland
Currency:	Sterling ("£")
Aggregate Principal Amount of this Series:	£75,000,000
Tranche:	2
If interchangeable with existing Series, Series No.:	BOS 0008
Issue Date:	31 July 2000
Issue Price:	95.939 per cent. of the Aggregate Principal Amount, plus 344 days' accrued interest.
Net Proceeds:	£76,054,250 representing the Issue Price less the commission referred to below.
Relevant Dealer:	Morgan Stanley & Co. International Limited
Commission Payable:	0.625 per cent.
Determination Agent:	Not Applicable
Form of Instruments:	Bearer. Condition 1.02(i) applies Condition 1.04 shall be amended by the

deletion of the first two sentences thereof.

Denominations:

~~£1,000, £10,000 and £100,000~~

Status of Instruments:

Subordinated. Conditions 3B.01 and 3B.03 apply

Interest:

Interest bearing. Condition 5A (Fixed Rate) applies

Interest Rate:

~~6.375 per cent. per annum~~

Interest Commencement Date:

16 August 1999

Interest Payment Dates:

16 August in each year, commencing 16 August 2000 until and including 16 August 2019

Day Count Fraction:

30/360 basis for the calculation of interest for periods of less than one year. Condition 5A(ii) applies

Optional Early Redemption (Call):

Not Applicable

Optional Early Redemption (Put):

Not Applicable /

Defaults:

Conditions 7.01(i), 7.05, 7.06, 7.08 and 7.09 apply.

Relevant Financial Centre Day:

For the purposes of Condition 9.04 London shall be included in the definition of "Relevant Financial Centre Day".

Business Day:

London. Condition 9.08(i) applies

Relevant Financial Centre:

London. Condition 9.08(ii) applies

Listing:

The Official List of the UK Listing Authority.

ISIN:

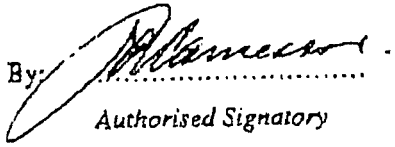
XS0115030982 until such time as interests in the temporary Global Note are exchanged for interests in the permanent Global Note (being a date (the "Exchange Date") not less than 40 days after the Closing Date). ~~XS0100515336~~ thereafter.

Common Code:

011503098 until the Exchange Date. 10051533 thereafter.

CONFIRMED

THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND

By:  .
.....
Authorised Signatory

Date: 27 July 2000

This Guarantee Supplement is executed by The Governor and Company of the Bank of Scotland (hereinafter called the 'Guarantor') by way of supplement to a Trust Deed dated 21 August 1992 and as amended and restated on 30 June 2000 and as supplemented from time to time (hereinafter called the 'Trust Deed') made between (1) The Governor and Company of the Bank of Scotland, Bank of Scotland Treasury Services PLC, Scotland International Finance No. 2 B.V. and BOS International (Australia) Limited as Issuers (hereinafter called the 'Issuers'), (2) the Guarantor and (3) The Law Debenture Trust Corporation p.l.c. relating to a USD 25,000,000,000 Programme for the Issuance of Debt Instruments of the Issuers.

It is hereby declared and acknowledged by the Guarantor that each of the Instruments specified below is an Instrument to which the guarantee contained in Clause 9 of the Trust Deed applies:


ISSUER : Bank of Scotland Treasury Services PLC
 ISSUE DATE : 31 July 2000
 INTEREST RATE : Refer to Pricing Supplement
 Ref: Euro 0383/00
 MATURITY DATE : 31 July 2002
 CURRENCY : United States Dollars ("USD")
 AMOUNT : USD 200,000,000
 ISSUE PRICE : 100 per cent
 TOTAL COMMISSIONS: : 0.075 per cent
 REDEMPTION AMOUNT : USD 200,000,000

No person shall have the right to enforce any provision of this Deed under the Contracts (Rights of Third Parties) Act 1999.


Words defined in the Trust Deed shall bear the same meaning herein.

IN WITNESS WHEREOF the Guarantor has executed and delivered this Guarantee Supplement as a Deed the 27th day of July 2000.

SIGNED as a Deed for and on the Guarantor's behalf by J. Angus Cameron, attorney, at London in the presence of this witness:-


 (Witness)
 ..Gavin... STUART PARKER..... (Full Name)
 Bank of Scotland Treasury Services PLC (Address)
 Bishopsgate Exchange, 155 Bishopsgate,
 London, EC2M 3UB

.....BANKER..... (Occupation)



 Attorney