

MONDAY



NIO

\*NZWWYE1R\*

12/10/2009

61

COMPANIES HOUSE

COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

THE PRUDENTIAL ASSURANCE COMPANY LIMITED

Company Number 15454

Certified copy of a resolution in writing (such resolution to have effect as a special resolution) passed on 30<sup>th</sup> September 2009 in accordance with the requirements of sections 288 to 300 of the Companies Act 2006 by the requisite majority of the members of the Company:

As a special resolution in accordance with section 283 of the Companies Act 2006:

**R E S O L V E D**

THAT the Articles of Association of the Company be amended as follows:

by the insertion in Article 89 of the following paragraph as a new second paragraph:

"The amount which should in the judgement of the Directors be dealt with as the profits of the long term business of the Company may be determined on a basis which incorporates any methodology or assumptions for the calculation thereof which is consistent with or reflects the terms of any policies or other contracts issued in connection with the long term business."

S D Windridge  
Company Secretary  
The Prudential Assurance Company Limited