

No 78950

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

ORDINARY RESOLUTIONS
OF
AXA INSURANCE UK plc

(Passed on 20th July 2001)

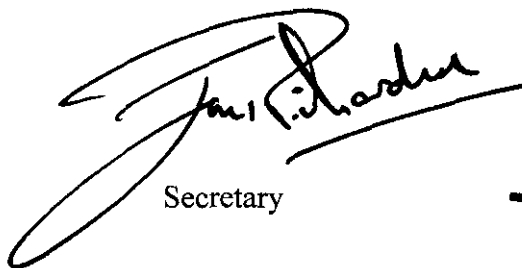
At an Extraordinary General Meeting of the members of the above named company held at 107 Cheapside, London, EC2V 6DU on 20th July 2001 the following resolutions were passed as Ordinary Resolutions:

Ordinary Resolution

That the authorised share capital of the Company be increased to £50,000,000 by the creation of 100,000,000 additional ordinary shares of 25p each.

Ordinary Resolution

That from the date of this resolution until 31st July 2002, the directors be and are hereby generally and unconditionally authorised, pursuant to Section 80, Companies Act 1985, to allot up to 100,831,443 ordinary shares of 25p each the Company.


Secretary

