

No 78950

THE COMPANIES ACT 1985

PUBLIC COMPANY LIMITED BY SHARES

ORDINARY RESOLUTIONS

OF

AXA INSURANCE UK PLC

(Passed on 22nd September 2003)

At an Extraordinary General Meeting of the members of the above named company held at 107 Cheapside, London, EC2V 6DU on 22nd September 2003 the following resolutions were passed as Ordinary Resolutions:

Ordinary Resolution

That the authorised share capital of the company be and is hereby increased to £122,264,151 by the creation of an additional 289,056,602 ordinary shares of 25p each.

Ordinary Resolution

That, from the date of this resolution until 30th December 2003, the Directors be and are hereby generally and unconditionally authorised, pursuant to Section 80, Companies Act 1985, to allot up to 338,600,000 ordinary shares of 25p each in the Company.

PC Reg
Director

