Company No.: 00087946

## THE COMPANIES ACT 2006

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## PRIVATE COMPANY LIMITED BY SHARES

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## RESOLUTIONS IN WRITING

of

## SUN ALLIANCE INSURANCE OVERSEAS LIMITED (the "Company")

We, being the sole member of the Company at the circulation date of this resolution, RESOLVE, in accordance with Chapter 2, Part 13 of the Companies Act 2006, to pass the following resolution which has been proposed as a special resolution:

1. THAT the existing share capital of the Company be reduced from £400,000,012.00 divided into 400,000,012 ordinary shares of £1.00 each to £400.000012 divided into 400,000,012 ordinary shares of £0.000001 each, by reducing the nominal value of each ordinary share to £0.000001.

[remainder of page left intentionally blank]

Signed _____

Print name: Charlotte Jones

For and on behalf of Royal & Sun Alliance Insurance Limited

Dated: 14 February 2022

Notes:

1.  The circulation date of this resolution is 11 February 2022. This resolution has been sent to eligible members who would have been entitled to vote on the resolution on this date. Only such eligible members (or persons duly authorised on their behalf) should signthis resolution.

2.  An eligible member can signify his, her or its agreement to the resolution by signing the resolution and by either delivering a copy of the signed resolution to Jonathan Cope by hand or by sending a copy of the signed resolution by hand or by e-mail to jonathan.cope@uk.rsagroup.com. An eligible member can also signify his, her or its agreement to the resolution by sending an e mail from his, her or its e mail address held by the company for such purposes to Jonathan Cope at jonathan.cope@uk.rsagroup.com identifying the resolution and indicating his, her agreement to such resolution.

3.  This resolution must be passed within 28 days of the date of its circulation. If this resolution is not passed by such date it will lapse. The agreement of a member to this resolution is ineffective if signified after this date.

4.  A copy of this resolution has been sent to the auditors.