

Reg.No: 151731

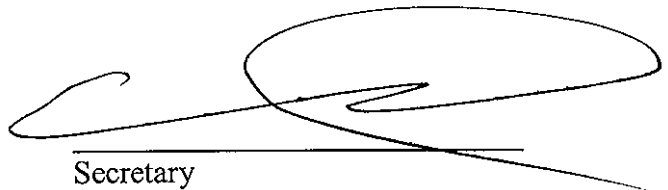
The Companies Act 1985
Company Limited by Shares
Elective Resolutions
Of

Woolwich Life Assurance Company Limited

At the Annual General Meeting of the Company duly convened and held at Regent House, Redhill, Surrey RH1 1NH on 30 April 1999 the following Elective Resolutions were duly passed:

Elective Resolutions

1. THAT, pursuant to Section 366A of the Companies Act 1985, the Company hereby elects to dispense with the holding of annual general meetings in 2000 and subsequent years.
2. THAT, pursuant to Section 252 of the Companies Act 1985, the Company hereby elects to dispense with the laying of accounts and reports before the company in general meeting.
3. THAT, pursuant to Section 386 of the Companies Act 1985, the Company hereby elects to dispense with the obligation to appoint auditors annually.


Secretary

