

COMPANY NO. 373935

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS OF THE SOLE MEMBER
OF
CHUBB (NI) LIMITED
PASSED THE 25th FEBRUARY 1999

The undersigned, being the sole member for the time being of the above-named company entitled to receive notice and to attend and vote at general meetings hereby passes the following resolutions and agrees that the said resolutions shall for all purposes be as valid and effective as if the same had been passed at a general meeting of the company duly convened and held.

ELECTIVE RESOLUTIONS

1. THAT in accordance with the provisions of Section 252 of the Companies Act 1985 (as amended) the Company does hereby dispense with the laying of accounts and reports before the company in general meeting.
2. THAT in accordance with the provisions of Section 366A of the Companies Act 1985 (as amended) the Company does hereby dispense with the holding of Annual General Meetings.
3. THAT in accordance with the provisions of Section 386 of the Companies Act 1985 (as amended) the Company does hereby dispense with the obligation to appoint auditors annually.

Dated this 25th day of February 1999

COMPANY SECRETARY

For and on behalf of
Williams Security Limited

