

**MMA INSURANCE PLC**  
**(Company Number: 00613259)**

**SPECIAL RESOLUTION**

Passed on 28 April 2010

At a general meeting of MMA Insurance plc duly convened and held at Norman Place, Reading, Berkshire, RD1 8DA on 28 April 2010 at Norman Place, Reading, the following resolution was duly passed as a special resolution

**SPECIAL RESOLUTION**

**THAT** the Directors be generally and unconditionally authorised and empowered

(A) in accordance with section 551 of the Companies Act 2006 ("the Act"), to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company, and

(B) in accordance with section 570 of the Act, to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred by paragraph (A) of this resolution as if section 561(1) of the Act did not apply to any such allotment

up to an aggregate nominal amount of £10,000,000 provided that such authorities shall, unless renewed, varied or revoked by the Company, expire five years from the date the resolution is passed save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or rights to be granted and the directors may allot shares or grant rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 80 of the Companies Act 1985 or section 551 of the Act



Director

THURSDAY



\*AU3CWQDI\*

A29

30/12/2010

286

COMPANIES HOUSE