

Company Number: 00950928  
**HILL SAMUEL INSURANCE & SHIPPING HOLDINGS LIMITED**  
("the Company")

**PRIVATE COMPANY LIMITED BY SHARES**

**NOTIFICATION OF WRITTEN RESOLUTIONS OF THE COMPANY  
PROPOSED BY THE DIRECTORS AND HAVING EFFECT AS SPECIAL AND  
ORDINARY RESOLUTIONS OF THE COMPANY PURSUANT TO THE  
PROVISIONS OF PART 13 OF THE COMPANIES ACT 2006**

Circulation Date: 25 August 2009

Effective Date: 25 August 2009

I, the undersigned, being a director of the Company hereby certify that the following written resolutions were circulated to all eligible members of the Company on the Circulation Date and that the written resolutions were passed on the Effective Date:-

**Special Resolution**

THAT the Company be wound up voluntarily.

**Ordinary Resolution**

THAT Christopher Richard Frederick Day and Nicholas James Dargan of Deloitte LLP, Athene Place, 66 Shoe Lane, London EC4A 3WA (together the "Joint Liquidators") be and are hereby appointed liquidators for the purposes of winding up the Company's affairs and that any act required or authorised under any enactment or resolution of the Company to be done by them, may be done by them jointly or by each of them alone.

**Ordinary Resolution**

THAT the remuneration of the Joint Liquidators be fixed by reference to the time properly given by the Joint Liquidators and their staff in attending to matters arising in the winding-up.

**Special Resolution**

THAT the Joint Liquidators be and are hereby authorised to divide and distribute to the sole member in specie or in kind the whole or any part of the assets of the Company.

**Special Resolution**

THAT the Joint Liquidators be and are hereby authorised under the provisions of Section 165(2)(a) of the Insolvency Act 1986 to exercise the powers laid down in Part 1 of Schedule 4 of the said Act.

Signed:

*G. J. Polack*

\_\_\_\_\_  
Gregory James Polack



Date: 25 August 2009