

IN THE HIGH COURT OF JUSTICE

CHANCERY DIVISION

COMPANIES COURT

REGISTRAR DERRETT

5 DECEMBER 2007



No. 8688 of 2007



IN THE MATTER OF SWISS REINSURANCE COMPANY UK LIMITED

-and-

IN THE MATTER OF THE COMPANIES ACT 1985

ORDER

UPON THE AMENDED CLAIM FORM of the above named Swiss Reinsurance Company UK Limited (the "**Company**") whose registered office is situated at 30 St Mary Axe, London EC3A 8EP on 26 November 2007 preferred unto this Court

AND UPON HEARING Counsel for the Company

AND UPON READING the said Claim Form and the evidence

THE COURT ORDERS that the reduction of the share capital of the Company from £650,000,000 to £176,000,002 resolved on and effected by written resolution of the Company passed on 14 November 2007 in accordance with section 288 to 299 of the Companies Act 2006, be and is hereby confirmed in accordance with the provisions of the Companies Act 1985

AND THE COURT APPROVES the Minute set forth in the Schedule hereto

AND IT IS ORDERED that this Order be produced by the Company to the Registrar of Companies and that an office copy hereof be delivered to him together with a copy of the said Minute

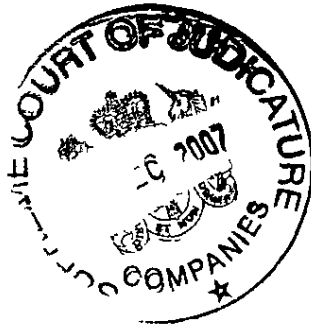
AND IT IS ORDERED that this Order confirming the reduction of capital be not produced by the Company until such time as the insurance business transfer scheme sanctioned by the Court pursuant to Section 111 of the Financial Services and Markets Act 2000 in the matter the short title of which is Ch No 4947 of 2007 becomes effective in accordance therewith

AND IT IS ORDERED that notice of the registration by the Registrar of Companies of this Order and of the said Minute be published by the Company once in The Times newspaper within 21 days after such registration



THE SCHEDULE ABOVE REFERRED TO
MINUTE APPROVED BY THE COURT

The capital of Swiss Reinsurance Company UK limited was by virtue of a written resolution and with the sanction of an Order of the High Court of Justice dated 5 December 2007 reduced from £650,000,000 divided into 625,000,000 ordinary shares of £1 each and 25,000,000 7% cumulative preference shares of £1 each to £176,000,002 divided into 176,000,002 ordinary shares of £1 each. At the date of the registration of this Minute, 2 of the ordinary shares have been issued and are deemed to be fully paid up and none of the remainder has been issued



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