

Swiss Reinsurance Company UK Limited

Resolution in Writing of all the Members of the above Company pursuant to
Section 288 of the Companies Act 2006

The following resolutions are passed in writing, such Resolution to have effect as a Special Resolution pursuant to Section 282 - 288 of the Companies Act 2006, which would otherwise have been required to be passed at a General Meeting of the Company

IT IS HEREBY RESOLVED THAT

the capital of the Company be 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 and that such reduction of capital be effected by cancelling and extinguishing 448,999,998 ordinary shares of £1 each (registered in the name of Swiss Re GB PLC) and 25,000,000 7% cumulative preference shares of £1 each (registered in the name of Swiss Reinsurance Company) and returning to the holder of such ordinary shares of £1 each and such 7 % cumulative preference shares of £1 each the paid up capital thereon, and, in the case of such 7% cumulative preference shares of £1 each, the accrued dividend thereon to the date of the reduction of capital

Dated this 14 day of November 2007



For and on behalf of

Swiss Re GB Plc



For and on behalf of

Swiss Re GB Plc

WE HEREBY CERTIFY
THIS TO BE A TRUE AND
ACCURATE COPY OF
THE ORIGINAL

Herbert Smith LLP
HERBERT SMITH LLP
Exchange House
Primrose Street
London EC2A 2HS

Date *20/12/07*

WEDNESDAY



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02/01/2008

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