

The Companies Act 1985
Company Limited by Shares

Special Resolution

Pursuant to section 378(2) of the Companies Act 1985

Company Number

1445992

San Francisco Insurance Company (U.K.) Limited

By a written resolution of the members of the above
named company dated 12 February 1991

the following SPECIAL RESOLUTION was duly passed, viz:-

That the capital of the Company be increased to £55,000,000 divided into 55,000,000 Ordinary Shares of £1 each by the creation of 50,000,000 Ordinary Shares of £1, such shares to rank in all respects pari passu with the existing Ordinary Shares in the capital of the Company; that clause 5 of the Memorandum of Association of the Company be altered accordingly; and that for the purposes of Section 80 of the Companies Act 1985 the Directors of the Company be and are hereby authorised, for the period commencing on and with effect from the date of the passing of this Resolution and expiring on the fifth anniversary of such date, to allot and issue not more than 50,000,000 Ordinary Shares of £1 each in the capita of the Company.

for EASTGATE MANAGEMENT
SERVICES LIMITED
Corporate Secretary

Signed

Position

Dawn Miller
Secretary

COMPANIES HOUSE

- 6 MAR 1991

NOTE To be filed within 15 days of the passing of the special resolution

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