The Companies Act 1985 Company Limited by Shares

SPECIAL RESOLUTION

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

Company Number

1555746

Norwich Union Holdings Limited

At an Extraordinary General Meeting of the members of the above named Company, duly convened and held at:

Surrey Street, Norwich

on 6 March 1998

the following SPECIAL RESOLUTION was duly passed, viz:-

Special Resolution

"That the articles of association of the Company be amended by the deletion of clauses 83 - 86 inclusive."

Signed

Position <u>Secretary</u>

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

