

Company Number: 02129286

COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
ORDINARY RESOLUTIONS
OF
NORWICH UNION MORTGAGES (GENERAL) LIMITED

Passed on *10 August* 2002

At an Extraordinary General Meeting of the above-named Company, duly convened and held at St Helen's, 1 Undershaft, London EC3P 3DQ, the following Ordinary Resolutions were duly passed:

Auditors

It is noted that:

- (a) Ernst & Young, the Company's Auditor, had informed the Directors that it has transferred its entire business to Ernst & Young LLP, a limited liability partnership incorporated under the Limited Liability Partnerships Act 2000, on 28 June 2001. Ernst & Young is ceasing to carry on business and is winding up its affairs; and
- (b) In the circumstances specified in paragraph (a), section 26(5) Companies Act 1989 permits the Company to consent to treating the appointment of Ernst & Young as extending to Ernst & Young LLP with effect from 28 June 2001.

IT IS HEREBY RESOLVED

To consent to treating the appointment of Ernst & Young as the Company's Auditor as extending to Ernst & Young LLP with effect from 28 June 2001.

Certified to be a true extract



Authorised Signatory
For and on behalf of Aviva Company Secretarial Services Limited
Secretary