

Company Number: 2180206

**COMPANY LIMITED BY SHARES**

**SPECIAL RESOLUTION**

**OF**

**AVIVA INTERNATIONAL HOLDINGS LIMITED**

**Passed on 18 October 2006**

Following a written resolution of the sole member of the above-named Company, the following resolutions were duly passed as Ordinary and Special Resolutions:

**INCREASE IN AUTHORISED SHARE CAPITAL AND AUTHORITY TO  
ALLOT SHARES**

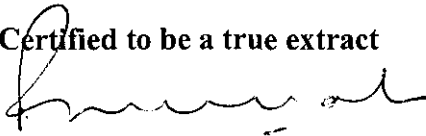
Ordinary Resolution

THAT the authorised share capital of the Company be and is hereby increased from £4,000,000,000 to £7,000,000,000 Ordinary Shares of £10,000 each.

Special Resolution

THAT with effect from the time of the passing of this resolution the directors be and are hereby generally and unconditionally authorised, pursuant to Section 80 of the Companies Act 1985 ("CA 1985"), to allot and to make offers or agreements to allot relevant securities up to a maximum value of £3,000,000,000 at any time or times during the period of five years from the date hereof. In accordance with Section 95(2) CA 1985, Section 89(1) CA 1985 shall not apply to such authority.

**Certified to be a true extract**



**Secretary**

