

OF ORDER OF COURT ON REDUCTION OF SHARE PREMIUM ACCOUNT

Company No. 2221960

Whereas ROYAL INSURANCE HOLDINGS PLC

having by Special Resolution reduced its share premium account as confirmed by an Order of the High Court of Justice, Chancery Division

dated the 24th November 2004

Now therefore I hereby certify that the said Order was registered pursuant to section 138 of the Companies Act, 1985, on the **25th November 2004**

Given at Companies House, Cardiff the 25th November 2004

An Authorised Officer

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