

Company No. 02949447

PRIVATE COMPANY LIMITED BY SHARES
SHAREHOLDER WRITTEN RESOLUTION

of

CHUBB CAPITAL V LIMITED
(the "Company")

15 DECEMBER 2020

WEDNESDAY



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16/12/2020

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COMPANIES HOUSE

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the Directors of the Company propose that the following resolution be passed as a special resolution (the "**Resolution**"):

SPECIAL RESOLUTION

Reduction of share capital by the reduction of share premium account

That the sole shareholder of the Company, Chubb Tarquin, being the holder of 6,725,202 ordinary shares of \$1.00 each, allotted at a premium of \$9 per share, authorise that the share premium account of the Company be reduced by \$60,526,818 (£38,552,000) from \$60,526,818 (£38,552,000) to \$0 (£0), and the amount by which the share premium account is so reduced be credited to the profit and loss reserves of the Company (the "**Capital Reduction**")

AGREEMENT¹

The undersigned shareholder entitled to vote on the above resolution on 15 December 2020 hereby irrevocably agree to the Resolution.

Barney Wanstall

15-12-2020 | 05:40 EST

Barnabas William Wanstall
Director, Signed for and on behalf of
Chubb Tarquin

Date

The above special resolution was passed by the shareholder of the Company as a written resolution pursuant to Chapter 2 of Part 13 of the Companies Act 2006 on 15 December 2020.


Secretary

NOTES:

1. If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company either by hand or by post to the Company Secretary at 100 Leadenhall Street, London, EC3A 3BP or by email to Rowan.Hostler@Chubb.com.
2. If you do not agree to the Resolution, you do not need to do anything. You will not be deemed to agree if you fail to reply.
3. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
4. The Resolution must be passed within 15 days of the date of circulation. Unless, by 30 December 2020, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or by this date.
5. A copy of the Resolution has been sent to the auditors.

¹ Please read the notes at the end of this document before signifying your agreement to the Resolution.