

CRN: 3116645

COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
RESOLUTION OF

WINTERTHUR LIFE UK LIMITED ("the Company")
(Passed on 21st March 2007)

On 21st March 2007, and in accordance with the Companies Act 1985 ("the Act"), the following Resolution was duly signed as an Ordinary Resolution by or on behalf of the sole member of the Company

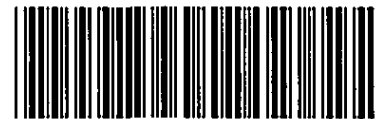
RESOLUTION

THAT PricewaterhouseCoopers LLP ("PwC") of Southwark Towers, 32 London Bridge Road, London SE1 9SY be and are hereby appointed to fill the casual vacancy so created to serve as Auditors to the Company



SECRETARY

WEDNESDAY



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A55 18/07/2007 706
COMPANIES HOUSE