

Company Number **5636081**  
Private Company Limited by Shares

SATURDAY



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06/04/2013

#277

COMPANIES HOUSE

**THE COMPANIES ACT 2006**  
**WRITTEN RESOLUTION OF** ✓  
**LV INSURANCE MANAGEMENT LIMITED (Company)**  
**SHARE CAPITAL REDUCTION OF THE COMPANY**

Circulation Date: 22<sup>nd</sup> March 2013

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

**Special Resolution**

1. That the share capital and share premium of the Company be reduced by:
  - 1.1 cancelling a total of 5m Ordinary 'A' £1 shares in the capital of the Company registered in the name of Liverpool Victoria General Insurance Group Limited (with an aggregate nominal value of £5m), and
  - 1.2 cancelling £40million in share premium (as permitted under s610(4) of the Act and subject to the relevant documents being registered by the Registrar of Companies in accordance with the Act);
  - 1.3 paying the aggregate sum of £45m into the profit and loss account of the Company where it shall be available for future distribution.

**Agreement**

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

The undersigned, a person entitled to vote on the Resolution on the date on which this document is circulated, hereby irrevocably agrees to the Resolution:

Signature

For and on behalf of the shareholder of the Company, Liverpool Victoria General Insurance Group Limited

Date

22/3/13

I hereby certify that this is a  
true copy of the original

APR

SOLICITOR 24 April 2013

Notes

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1. If you agree to the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company by either hand or post to:  
Sam Legg, Company Secretariat, LV=, County Gates House, County Gates, Bournemouth, BH1 2NF.
  2. If you do not agree to the Resolution, you do not need to do anything as 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. Unless, by the date which is 28 days from the circulation date referred to above, sufficient agreement has been received for the Resolution to be passed, it will lapse. IF you agree to the Resolution, please ensure that your agreement reaches us before this date or on this date

Company Number: **5636081**  
Private Company Limited by Shares

**THE COMPANIES ACT 2006  
WRITTEN RESOLUTION OF  
LV INSURANCE MANAGEMENT LIMITED (Company)  
SHARE CAPITAL REDUCTION OF THE COMPANY**

Circulation Date: 22<sup>nd</sup> March 2013

Pursuant to Chapter 2 Part 13 of the Companies Act 2006 (Act), the directors of the Company propose that the following resolution is passed as a special resolution (Resolution)

**Special Resolution**

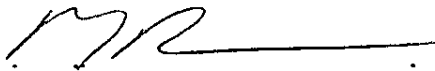
1. That the share capital and share premium of the Company be reduced by:
  - 1.1 cancelling a total of 5m Ordinary 'A' £1 shares in the capital of the Company registered in the name of Liverpool Victoria General Insurance Group Limited (with an aggregate nominal value of £5m); and
  - 1.2 cancelling £40million in share premium (as permitted under s610(4) of the Act and subject to the relevant documents being registered by the Registrar of Companies in accordance with the Act)
  - 1.3 paying the aggregate sum of £45m into the profit and loss account of the Company where it shall be available for future distribution.

**Agreement**

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

The undersigned, a person entitled to vote on the Resolution on the date on which this document is circulated, hereby irrevocably agrees to the Resolution:

Signature




For and on behalf of the shareholder of the Company, Liverpool Victoria Friendly Society Limited

Date . 22/3/13

Notes:

I hereby certify that this is a  
true copy of the original

  
SOLICITOR 2nd April 2013

1. If you agree to the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company by either hand or post to:  
Sam Legg, Company Secretariat, LV=, County Gates House, County Gates, Bournemouth, BH1 2NF.
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