

Statement of Directors

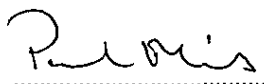
No. 6878431

RSA FINANCE (ISLE OF MAN) LIMITED (the "Company")

We, being all the directors of the Company, hereby confirm for the purposes of section 644(5) of the Companies Act 2006 (the "Act") that:

- (a) the solvency statement made by the directors of the Company on 16 November 2009, a copy of which is attached (the "Solvency Statement"), was made not more than 15 days prior to the date of the passing, as a written resolution, of the special resolution by the sole member of the Company in respect of the reduction of share capital of the Company under section 641 of the Act; and
- (b) the Solvency Statement was provided to the sole member of the Company in accordance with section 642(2) of the Act.

Signed by:




Paul Lewis Miles



Denise Patricia Cockrem



Ian Adam Craston



Robert John Clayton



Michael Harris

Date: 17 November 2009

