



FILE COPY

CERTIFICATE OF INCORPORATION ON RE-REGISTRATION OF A PUBLIC COMPANY AS A PRIVATE COMPANY

Company No. 119820

The Registrar of Companies for Scotland hereby certifies that

ROYAL SCOTTISH ASSURANCE PLC

formerly registered as a public company has this day been re-registered under the Companies Act 2006 as a private company is now incorporated under the name of

ROYAL SCOTTISH ASSURANCE LIMITED

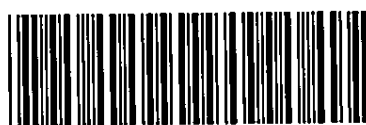
and that the company is limited by shares.

Its registered office is situated in Scotland.

Given at Companies House on 28th October 2011



FRIDAY



SCT 28/10/2011 457
COMPANIES HOUSE

