

NOTICE OF RESOLUTION TO THE REGISTRAR OF COMPANIES

Company No. 24869

EXTRAORDINARY RESOLUTION


of

THE HOLDERS OF THE ISSUED 9½ PER CENT. REDEEMABLE NON-
CUMULATIVE THIRD PREFERENCE SHARES OF £1 EACH
IN THE CAPITAL OF ECCLESIASTICAL INSURANCE OFFICE plc

At a separate general meeting of the holders of the issued 9½ per cent. Redeemable Non-Cumulative Third Preference Shares of £1 each in the capital of the Company held at 19 - 21 Billiter Street, London EC3M 2RY on 26th November 1997 the following resolution was passed as an extraordinary resolution:

EXTRAORDINARY RESOLUTION

THAT the agreement made between the Company (1) and Beagle Nominees Limited (2) recorded in a letter dated 26th November 1997 sent by Beagle Nominees Limited to the Company (a copy of which is attached to this Notice and has been initialled by the chairman for the purpose of identification) be confirmed.


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Secretary

