

**The Companies Act 1985
Company Limited by Shares**

Ordinary Resolution

Company Number

80623

Independent Insurance Company Limited

At an Extraordinary General Meeting of the members of the above-named company, duly convened and held at:

8th Floor, 1 Minster Court, Mincing Lane, LONDON, EC3R 7AA

on 25 November 1993


the following ORDINARY RESOLUTION was duly passed, viz:-

THAT the authorised share capital of the Company be increased from £35,000,000 to £100,000,000 by the creation of:

65,000,000 Ordinary Shares of £1.00 each

Signed

Position

NOTE To be filed within 15 days of the passing of the ordinary resolution

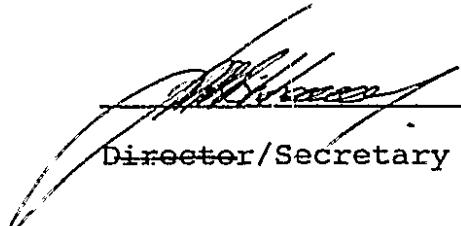
ORDINARY RESOLUTION
OF
INDEPENDENT INSURANCE COMPANY LIMITED

At an Extraordinary General Meeting of the above named company duly convened and held at 8th Floor, 1 Minster Court, Mincing Lane, LONDON EC3R 7AA on 25 November 1993 the following resolution was duly passed as an Ordinary Resolution of the Company.

RESOLUTION

THAT the directors be generally and unconditionally authorised pursuant to and in accordance with Section 80 of the Companies Act 1985 to exercise for the period of five years from the date of the passing of this Resolution all the powers of the Company to allot and to make offers or agreements to allot relevant securities up to an aggregate nominal value amount of £65,000,000.

Company No. 80623



Director/Secretary

