

Please complete in typescript,
or in bold black capitals
CHFP029

Return of Allotment of Shares

Company Number

93792

Company Name in full

Royal & Sun Alliance Insurance plc

Shares allotted (including bonus shares):

Date or period during which
shares were allotted
(If shares were allotted on one date
enter that date in the "from" box)

From			To		
Day	Month	Year	Day	Month	Year
1	0	1	1	1	2
2	0	0	3		

1	3	1	1	2	0	0	3
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Class of shares
(ordinary or preference etc)

25p Class A Ords

Number allotted

3,840,000,000.00

Nominal value of each share

£ 0.25

Amount (if any) paid or due on each
share (including any share premium)

£ 0.25

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be
treated as paid up

100%

Consideration for which
the shares were allotted
(This information must be supported by
the duly stamped contract or by the duly
stamped particulars on Form 88(3) if the
contract is not in writing)

When you have completed and signed the form send it to
the Registrar of Companies at:

Companies House, Crown Way, Cardiff CF14 3UZ
For companies registered in England and Wales

DX 33050 Cardiff

Companies House, 37 Castle Terrace, Edinburgh EH1 2EB
For companies registered in Scotland

DX 235
Edinburgh



Names and addresses of the allottees *(List joint share allotments consecutively)*

Shareholder details	Shares and share class allotted	
Name Royal Insurance Holdings plc <hr/> Address St Mark's Court, Chart Way, Horsham, West Sussex. <hr/> <div style="text-align: right;">UK Postcode <u>R</u> <u>H</u> <u>1</u> <u>2</u> <u>1</u> <u>X</u> <u>L</u></div>	Class of shares allotted <hr/> 25p Class A Ords <hr/> <hr/>	Number allotted <hr/> 3,840,000,000 <hr/> <hr/>
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Please enter the number of continuation sheets (if any) attached to this form

0

Signed _____ Date 14/11/03

A director / secretary / administrator / administrative receiver / receiver manager / receiver

Please delete as appropriate

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

WGO Secretarial Department	
Royal & SunAlliance, 30 Berkeley Square, London, W1J 6EW.	
Tel 020 7569 4032	
DX number	DX exchange