

COMPANIES FORM No. 123

Notice of increase in nominal capital

123

CHFP025

Please do not write in this margin

Pursuant to section 123 of the Companies Act 1985

Please complete legibly, preferably in black type, or bold block lettering

To the Registrar of Companies (Address overleaf)

Name of company

For official use

Company number

00621757

WILLIS GROUP LIMITED * insert full name of company

† the copy must be printed or in some other form approved

by the registrar

gives notice in accordance with section 123 of the above Act that by resolution of the company

dated 1 OCTOBER 2008 the nominal capital of the company has been 66,000,000

increased by \$155 10,000,000 00 beyond the registered capital of £

A copy of the resolution authorising the increase is attached †

The conditions (eg. voting rights, dividend rights, winding-up rights etc.) subject to which the new shares have been or are to be issued are as follows

10,000,000 ORDINARY SHARES OF US\$1 00 EACH, WITH THE RIGHTS AND SUBJECT TO THE RESTRICTIONS SET OUT IN THE COMPANY'S ARTICLES OF ASSOCIATION.

‡ Insert Director. Secretary, Administrator, Administrative Receiver or Receiver (Scotland) as appropriate

Signed

Designation + Deputy ferring Date 18th Older

Please tick here if continued overleaf

Presenter's name address and reference (if any)

Weil Gotshal & Manges One South Place London EC2M 2WG SL/81181 0005/730683

For official General Se



A57 31/10/2008

COMPANIES HOUSE A17 17/10/2008

COMPANIES HOUSE

Laserform International 12/06

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Notes

The address for companies registered in England and Wales or Wales is -

The Registrar of Companies Companies House Crown Way Cardiff CF14 3UZ

DX 33050 Cardiff

or, for companies registered in Scotland -

The Registrar of Companies Companies House 37 Castle Terrace Edinburgh EH1 2EB

DX 235 Edinburgh or LP - 4 Edinburgh 2