

Company Number: 01112892

THE COMPANIES ACT 2006

MONDAY



PRIVATE COMPANY LIMITED BY SHARES

**WRITTEN RESOLUTION**

of

**CHUBB EUROPEAN GROUP LIMITED**

We, the undersigned being eligible members representing not less than 75 per cent. of the total voting rights of eligible members who at the circulation date of these resolutions would have been entitled to vote on the resolutions, RESOLVE, in accordance with Chapter 2, Part 13 of the Companies Act 2006 (the "Act"), to pass the following resolutions which have been proposed as special resolutions:

**SPECIAL RESOLUTIONS**

THAT:

- (a) the name of the Company be changed to Chubb European Group Plc;
- (b) pursuant to section 90(1)(a) of the Act, the Company be re-registered as a public company; and
- (c) pursuant to section 90(3)(b) of the Act, the articles of association in the form attached to this written resolution be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association.

Signed

A handwritten signature in black ink, appearing to be 'A. Kendrick', written over a horizontal line.

For and on behalf of ACE European Holdings Limited

Name: ANDREW KENDRICK

Dated: 9 APRIL 2018

CERTIFIED A TRUE COPY

A handwritten signature in black ink, appearing to be 'R. Hester', written over a horizontal line.

Director / Secretary  
For and on behalf of  
Chubb London Services Limited  
Date:

Signed



Name:


ASHLEY MULLINS

For and on behalf of Chubb Insurance Investment Holdings Limited

Dated:

9 APRIL 2018

Signed



Name:

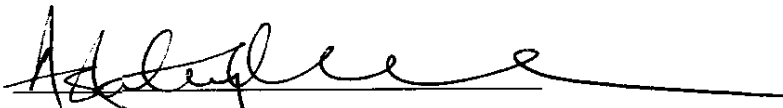
ANDREW KENDRICK

For and on behalf of ACE European Holdings No. 2 Limited

Dated:

9 APRIL 2018

Signed



Name:

ASHLEY MULLINS

For and on behalf of Chubb Insurance S.A.-N.V.

Dated:

9 APRIL 2018