

Company Number 1638677

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS
of
CHUBB INTERNATIONAL LIMITED
(the "Company")

On 26 March 2013 the following resolutions were duly passed as written resolutions both of which were passed as ordinary resolutions

RESOLUTIONS

- 1 THAT upon the recommendation of the directors the sum of £533,563,817 82 being part of the accumulated revenue reserves, be capitalised and appropriated as capital to and among the holders of the ordinary shares of £1 each in the capital of the Company as appearing in the Register of Members as at the close of business on 25 March 2013 and that the directors be authorised and directed to apply such sum in paying up in full one ordinary share of £1 in the capital of the Company at £533,563,816 82 per share and to allot and distribute such new share, credited as fully paid, to the sole shareholder of the Company
- 2 That, in accordance with section 551 of the Companies Act 2006, the Directors be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company ("Rights") up to an aggregate nominal amount of £1,000 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 31 March 2014 save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted and the Directors may allot shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired

This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 80 of the Companies Act 1985 or section 551 of the Companies Act 2006



Director/Secretary

