

Company No.: 02339826

THE COMPANIES ACT 2006

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PRIVATE COMPANY LIMITED BY SHARES

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**RESOLUTION IN WRITING**

**of**

**RSA INSURANCE GROUP LIMITED (the "COMPANY")**

We, being eligible members representing more than 75 per cent. of the total voting rights of eligible members who at the circulation date of this resolution would have been entitled to vote on the resolution, RESOLVE, in accordance with Chapter 2, Part 13 of the Companies Act 2006, to pass the following resolution which has been proposed as a special resolution:

**SPECIAL RESOLUTION**

**THAT:**


(a) the form of articles of association of the Company dated 1 June 2021 and filed with the Registrar of Companies does not reflect the form intended to be adopted by the members of the Company as it omits certain provisions intended to remain part of the articles of association of the Company; and

(b) the form of articles of association of the Company annexed to this resolution be and is hereby confirmed as the articles of association of the Company.

*[remainder of page left intentionally blank]*

Signed by duly authorised  
representatives for and on behalf of  
**2283485 ALBERTA LTD**

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Name: Darren Godfrey  
Director



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Name: Luisa Currie  
Director

Date: 17 August 2023

## NOTES:

1. The circulation date of these resolutions is 17 August 2023. These resolutions have been sent to eligible members who would have been entitled to vote on the resolutions on this date. Only such eligible members (or persons duly authorised on their behalf) should sign these resolutions.
2. An eligible member can signify his, her or its agreement to the resolutions by signing the resolutions and by either delivering a copy of the signed resolutions to Jonathan Cope by hand or by sending a copy of the signed resolutions by hand or by e-mail to [REDACTED]. An eligible member can also signify his, her or its agreement to the resolutions by sending an email from his, her or its email address held by the company for such purposes to Jonathan Cope at [REDACTED] identifying the resolutions and indicating his, her or its agreement to such resolutions.
3. These resolutions must be passed within 28 days of the date of its circulation. If these resolutions are not passed by such date they will lapse. The agreement of a member to these resolutions is ineffective if signified after this date.
4. A copy of these resolutions has been sent to the auditors.