

Company No. 2935401

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

ORDINARY RESOLUTION

of DIAL DIRECT INSURANCE MARKETING LIMITED

passed the 19th December 1997


At a general meeting of the members of the above-named company, duly convened and held at CROWN HOUSE, 145 CITY ROAD, LONDON, ENGLAND, EC1V 1LP, on the 19th December 1997, the following ORDINARY RESOLUTION was passed:

INCREASE  
AUTHORISED  
SHARE CAPITAL

THAT the share capital of the company be increased from £5500100.00 to £7150100.00 by the creation of the following new shares:

1650000 12.5% Pref shares of £1.00 each ranking in all respects pari passu with the 4500000 existing 12.5% Pref shares of £1.00 each in the capital of the company.

Signed:

  
Chairman / Secretary

