

# G

## Notice of consolidation, division, sub-division, redemption or cancellation of shares, or conversion, re-conversion of stock into shares

122

CHFP025

Please do not  
write in  
this margin

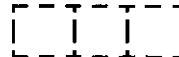
Pursuant to section 122 of the Companies Act 1985

To the Registrar of Companies  
(Address overleaf)

For official use

Company number

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



4560770

Name of company

\* Resolution Life Group Limited (the "Company")

\* insert full name  
of company

gives notice that:

By resolution of the Company dated 13 December 2005:

(1) 528,225,000 of the issued ordinary shares of 0.1 pence each of the Company have been consolidated into 528,225 ordinary shares of £1 each and the remaining 744 ordinary shares of 0.1 pence each have been converted into deferred shares of 0.1 pence each; and

(2) 481,774,256 of the unissued 0.1p shares each of the Company have been consolidated into 481,774 ordinary shares of £1 each and the remaining 256 ordinary shares of 0.1p each have been converted into deferred shares of 0.1p each.

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

Signed

Designation †

Date 15 December 2005

Presenter's name address and  
reference (if any):  
Slaughter and May (Ref: OAW/MJYB)  
One Bunhill Row  
London  
EC1Y 8YY

For official Use  
General Section

Post room



A14  
COMPANIES HOUSE

145  
22/12/2005