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COMPANIES FORM No. 123

Notice of increase in nominal capital

123

CHFP025

Please do not
write in
this margin

Pursuant to section 123 of the Companies Act 1985

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

To the Registrar of Companies
(Address overleaf)

For official use

Company number

[] [] [] []

4560770

Name of company

* Resolution Life Group Limited

*insert full name
of company

gives notice in accordance with section 123 of the above Act that by resolution of the company
dated 20 December 2005 the nominal capital of the company has been

increased by £ 62,157,423 beyond the registered capital of £ 659,202,695.

† the copy must be
printed or in some
other form approved
by the registrar

A copy of the resolution authorising the increase is attached. †

The conditions (eg. voting rights, dividend rights, winding-up rights etc.) subject to which the new
shares have been or are to be issued are as follows :

Ordinary shares of £1 each in the capital of the Company, having the rights set out in the Company's
articles of association adopted on 29 September 2004 and amended on 5 May 2005 and on 13
December 2005.

Please tick here if
continued overleaf

☐

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

Signed

P. G. H.

Designation † Secretary

Date

20.12.05

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

