Company number 05151638

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

MUNICH RE LIFE AND HEALTH (UK) LIMITED (the "Company")

2 September 2013

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolution below is passed as a special resolution (the "Resolution")

SPECIAL RESOLUTION

THAT the issued share capital of the Company be reduced from £50,000 00 to £1 00 by cancelling and repaying 49,999 of the issued ordinary shares of £1 00 each in the Company, each of which is fully paid up and the amount by which the share capital is so reduced be repaid to Münchener Rückversicherungs-Gesellschaft Aktiengesellschaft in München as the sole holder of those shares

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolution

The undersigned, the sole shareholder entitled to vote on the Resolution on 2 September 2013, hereby irrevocably agrees to the Resolution

Signed for and on behalf of MÜNCHENER RÜCKVERSICHERUNGS-GESELLSCHAFT AKTIENGESELLSCHAFT IN MÜNCHEN

Date

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A04 05/09/2013

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COMPANIES HOUSE