

The Directors
AXA XL Insurance Company UK Limited
20 Gracechurch Street
London
EC3V oBG

11 May 2022

Dear Ladies and Gentlemen,

Statement of Reasons connected with ceasing to hold office as Auditors

In accordance with Section 519 of the Companies Act 2006 (the "Act"), we set out below the reasons connected with PricewaterhouseCoopers LLP, registered auditor number Coo1004062, ceasing to hold office as auditors of AXA XL Insurance Company UK Limited, registered no: 05328622 (the "Company") effective from 11 May 2022.

The reason we are ceasing to hold office is thatthe Company undertook a competitive tender process for the position of statutory auditor and we were unsuccessful in retaining the audit.

There are no reasons for and no other matters connected with our ceasing to hold office as auditors of the Company that we consider need to be brought to the attention of the Company's members or creditors.

Yours faithfully,

PricewaterhouseCoopers LLP

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04/06/2022 COMPANIES HOUSE #197

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