

Company Number: 06986155  
The Insolvency Act 1986  
Friends Life Holdings Limited ('the Company')

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the sole member of the Company who (at the date of these resolutions) would have been entitled to vote upon the resolutions set out below had they been proposed at a general meeting of the Company at which it was present, hereby passed the following Written Special Resolutions on 26 September 2023.

- 1 That the Company be wound up voluntarily and that Sean K Croston of Grant Thornton UK LLP, 30 Finsbury Square, London, EC2A 1AG, be appointed liquidator of the Company for the purposes of the voluntary winding-up.
- 2 That the liquidator be authorised to value the whole or part of the Company's non-cash assets for the purpose of a distribution in specie and that he distribute such assets accordingly.



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Helen Potter  
Director

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This is to certify that by written resolution of the sole member pursuant to Chapter 2 of Part 13 of the Companies Act 2006.

Sean K Croston of Grant Thornton UK LLP, 30 Finsbury Square, London, EC2A 1AG

having provided a written statement that he is qualified to act as an insolvency practitioner in relation to the Company under the provisions of the Insolvency Act 1986 and that he consents to act, was appointed liquidator of the Company on 26 September 2023.



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Helen Potter  
Director