

THE WFUM POOLS SCHEME OF ARRANGEMENT

CERTIFICATE OF COMPLETION

TOKIO MARINE EUROPE INSURANCE LIMITED

(the "SCHEME COMPANY")

To: Kazuhiko Nishino

Tokio Marine Europe Insurance Limited

cc: David McGuigan

Scheme Advisers:

Scheme Actuary:

Actuarial Adjudicator:

Scheme Legal Advisers:

Legacy Insurance Management & Business Outsourcing

PwC LLP

(Contact: Simon Hawkins)

Deloitte & Touche LLP

(David Hindley)

EMB Consulting LLP

(Peter Mathews)

UK: Sidley Austin LLP

(Contact: Nigel Montgomery)

USA: Chadbourne & Parke LLP (Contact: Howard Seife/Frank Vazquez)

Date: 19 November 2010

CERTIFICATE OF COMPLETION

In relation to the Scheme of Arrangement made between Tokio Marine Europe Insurance Limited (the "Scheme Company") and its Scheme Creditors (as defined in the Scheme) pursuant to Section 425 of the Companies Act 1985, which was sanctioned in the High Court of Justice in England and Wales on 17 September 2007 and became effective on 10 October 2007 (the "**Scheme**").

In respect of all Scheme Creditors, it is hereby certified by the Scheme Manager, in accordance with clause 8.2.3 of the Scheme, that the Scheme has been implemented in accordance with its terms.

Consequently the Scheme is hereby declared complete in respect of all Scheme Creditors on 19 November 2010 (the "**Completion Date**").

Yours faithfully

PRO Insurance Solutions Ltd

PRO Insurance Solutions Limited (the Scheme Manager)

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