

If you require any additional information or assistance please contact Equiniti Financial Services Limited ("Equiniti FS"), using the contact details overleaf. Please ensure you have reviewed the reverse before signing this form. If this form is incomplete or incorrect it may be returned without carrying out your instruction. You must only use this form if you want to transfer existing Certificated Shares into the Nominee Service provided by Equiniti FS.

IMPORTANT: ALL WHITE BOXES MUST BE COMPLETED IN TYPE OR BLOCK CAPITALS

Counter Location Stamp	Barcode or Reference
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Above this line for completion by the depositing system user only

Please ensure share certificates to cover all shares being transferred are enclosed with this form. If you need a replacement share certificate please contact Equiniti Limited using the contact details overleaf.

Name(s) of the registered holder(s) should be given in full. If the transfer is not made by the registered holder(s) insert the name(s) and capacity e.g. executor(s) of the person(s) making the transfer.

Please Sign Here

Company Name	RSA Insurance Group plc	(FOR EQUINITI USE ONLY)
Description of Security	Ordinary shares of GBP1.00	Certificate(s) lodged with the Registrar
Consideration Money £	NIL	
Number of Shares in words		Balance Certificate(s) required
Number of Shares in figures		

Full name(s) of registered holder(s)	Full address of 1st named registered holder
1.	
2.	
3.	
4.	
	Post Code

In signing this form as Transferor(s), I/we agree that my/our shares will be held in the name of Equiniti Corporate Nominees Limited, as bare trustee on my/our behalf in accordance with the Terms and Conditions of the Nominee Service as issued to me/us or made available on www.shareview.co.uk/info/csn . I/We hereby transfer the above security out of the name(s) aforesaid into the name(s) of the CREST member set out below and request that the necessary entries be made in the undertaking's register of members.	Holding Designation (if any) (max 8 characters) _____ Stamp of agent(s), if any, acting in this transaction _____
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Signature of Transferor(s) Corporate bodies should execute under their common seal or in accordance with section 44 of the Companies Act, 2006.			
1.		2.	
	Representative Capacity (Corporates Only)		Representative Capacity (Corporates Only)
3.		4.	
	Representative Capacity (Corporates Only)		Representative Capacity (Corporates Only)

If signing as Power of Attorney or other authority please print your name	Date
_____	_____

Equiniti FS may send you notices about products and services we think you may be interested in. If you do not wish to receive these communications, please tick this box.

Stamp of depositing system-user EQUINITI FINANCIAL SERVICES LIMITED, ASPECT HOUSE, SPENCER ROAD, LANCING, WEST SUSSEX, BN99 6DA UNITED KINGDOM	Full name(s) of the person(s) to whom the security is transferred. Such person(s) must be a system member. EQUINITI CORPORATE NOMINEES LIMITED	Participant ID 1GMAY Member Account ID
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Reference to the Registrar in this form means the registrar or registration agent of the undertaking, NOT the Registrar of Companies at Companies House

Euroclear UK & Ireland Limited is delivering this transfer at the direction and on behalf of the depositing system-user whose stamp appears herein and does not in any manner or to any extent warrant or represent the validity, genuineness or correctness of the transfer instructions contained herein or the genuineness of the signature(s) of the transferor(s). The depositing system-user by delivering this transfer to Euroclear UK & Ireland Limited authorises Euroclear UK & Ireland Limited to deliver this transfer for registration and agrees to be deemed for all purposes to be the person(s) actually so delivering this transfer for registration. This form should be used only for a transfer of a certified unit of a security to a CREST member to be held by a CREST member in uncertificated form. It should not be used for conversion of a unit held by a CREST member into uncertificated form. The CREST rules require that this form be used for the transfer of a unit of a certificated security to a CREST member to be held by that member in uncertificated form. Any such transfer on this form is exempt from stamp duty.

YOUR DETAILS

Shareholder reference (8 or 11 digits)

Please enter the Shareholder Reference for the certificated shares being transferred into the Nominee Service. Separate applications must be completed for additional transfers of certificated shares held in the Company.

Contact Telephone Number (including any local dialling options)

Please provide a contact number (including any local dialling options) should Equiniti FS have any queries about your instruction

YOUR DIVIDEND

** IMPORTANT **

- ✓ **DIVIDEND ELECTION INSTRUCTIONS ARE NOT TRANSFERRED TO THE NOMINEE SERVICE AND YOU WILL RECEIVE YOUR CASH DIVIDENDS BY STERLING CHEQUE UNLESS YOU INSTRUCT US OTHERWISE.**
- ✓ In the event an option to reinvest your cash dividend is not available to you, it is recommended that you provide your UK bank or building society account ("Nominated Account") details to enable your cash dividend to be issued direct to you. Please note, this instruction to pay to your Nominated Account will **NOT** override any instruction to reinvest your cash dividend(s). To revoke an instruction to reinvest your cash dividend, please contact Equiniti FS in writing using the contact details below.
- ✓ It is your responsibility to notify Equiniti FS of any changes to your Nominated Account.
- ✓ For further information on the list of Companies who allow holders to reinvest their cash dividends, including how to apply and obtain copies of the applicable Terms and Conditions, please visit www.shareview.co.uk/info/drip, or contact Equiniti FS using the contact details below.
- ✓ To pay any applicable cash dividend(s) to an overseas bank account in local currency, please visit www.shareview.co.uk/info/ops for further information on the Overseas Payment Service or contact Equiniti FS using the contact details below.

Please ensure a bank stamp is provided if: (i) you are a corporate; or (ii) where payment is being made other than to the sole or first named holder.

Sort code

Bank Account Number

Bank Stamp

Building Society Reference or Roll Number (if applicable)

Direct Payments Declaration:

By signing the form overleaf I/we agree for Equiniti FS to forward until further notice, all dividends/interest that may from time to time become payable on my/our shares held in the Nominee Service, to my/our Nominated Account, or to such other branch of the organisation as the bank or building society may from time to time request. Compliance with this will discharge Equiniti FS's liability in respect of such dividends or other monies.

LOST, STOLEN OR DESTROYED SHARE CERTIFICATES

If one or more of your share certificate(s) has been lost, stolen or destroyed, you will need to arrange for a duplicate share certificate to be issued to you. Please contact Equiniti Limited by phone, or in writing using the contact details below. Before a duplicate share certificate can be provided, you will need to complete and return a Letter of Indemnity form to Equiniti Limited.

** IMPORTANT**

- ✓ There is a fee for the Letter of Indemnity service, which will depend on the value of the missing share certificate(s). Details of the fees will be provided to you with the Letter of Indemnity form.

CHECKLIST

- Please ensure you fully completed all boxes overleaf ensuring the full address of the 1st named/sole holder have been provided, all joint holders have been included and the form is signed by all holders.
- Please ensure you have sufficient share certificates to cover the number of shares being transferred.
NB: If duplicate share certificate(s) are required, please contact Equiniti using the contact details below BEFORE submitting this form.
- If you wish to receive dividends direct to your Nominated Account for your new holding in the Nominee Service, please ensure you have provided your Nominated Account information above.
NB: ANY instruction to pay to your Nominated Account will NOT override any instruction to reinvest your cash dividend(s).
- Power of Attorney:** To avoid rejection if you have not previously recorded the Power of Attorney document with Equiniti please ensure that you send Equiniti either the original document or a photocopy with this form. If you are sending a photocopy, please make sure every page is signed with an original signature, either by the person granting the Power or by a solicitor or stockbroker, to confirm that it is a true and complete copy of the original.
- Once you have completed your checks, please send the completed form, along with the necessary share certificate(s) to cover the shares being transferred, to Equiniti FS at the address indicated below.
- Shareholder Communications:** Shareview Portfolio is a fast, convenient and secure way to access a wide range of information and services related to your holdings, including the ability to elect to receive email notifications when shareholder information or documents are available to view on the Company's website. You can register quickly and easily by visiting www.shareview.co.uk and following the on-screen instructions. To register you will need your Shareholder Reference which will be provided on your Opening/Annual statement.

CONTACT EQUINITI



TELEPHONE

0371 384 2030 (+44 121 415 7047 if calling from outside the UK)
Lines open 8.30am to 5.30pm (UK time), Monday to Friday (excluding public holidays in England and Wales)



POST

**Corporate Nominee Team,
Equiniti, Aspect House, Spencer Road,
Lancing, West Sussex, BN99 6DA
United Kingdom**



ONLINE

help.shareview.co.uk
(from here you will be able to email your query securely)