

Domestic Licensing - Applicant

RESOLUTION REGARDING SHAREHOLDER DIVIDENDS COMMITMENT

At a meeting of the board of directors of _____
held on the _____ day of _____, 20____, a quorum being present, the following resolution was duly adopted:

Whereas, _____
(the "Applicant"), a New York domestic stock insurance corporation, has applied to the New York State Department of Financial Services (the "Department") for a license to transact the business of insurance in the State of New York; and

Whereas, the Department requires the making of the following commitment as a condition of granting the Applicant's request for a license to transact the business of insurance in the State of New York;

Now, Therefore, Be It Resolved that, upon licensing, the Applicant will not pay any dividends for the first two years of operations without the prior approval of the Department.

I HEREBY CERTIFY that the above is a correct copy of a resolution adopted by the board of directors of _____
on the _____ day of _____, 20____.

Secretary