Company Number: 741598

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

ORDINARY RESOLUTIONS

<u>OF</u>

IBM UNITED KINGDOM LIMITED

At an Extraordinary General Meeting of the above named Company duly convened and held on 1 December 1993 at IBM South Bank the following Resolutions were duly passed as Ordinary Resolutions:

ORDINARY RESOLUTIONS

- 1. That the authorised share capital of the Company be and it is hereby increased to £851,427,000 by the creation of an additional 300,000,000 Ordinary Shares of £1 each.
- 2. That the Directors be and they are hereby generally and unconditionally authorised in accordance with Section 80 of the Companies Act 1985, to exercise all the powers of the Company to allot relevant securities (as defined in sub-section (2) of the said Section 80) of the Company up to a maximum number of 300,000,000 Ordinary Shares of £1 each.

B.Ca-

Chairman

PR20 0 4 DEC 1993 HOUSE