

No: 3118887

THE COMPANIES ACT 1985 (AS AMENDED)

Company limited by shares

RESOLUTIONS

of

QUARRYVALE TWO LIMITED

At an Extraordinary General Meeting of the above-named Company duly convened and held on 20 October, 1995, the following resolutions were passed as ordinary resolutions:-

RESOLUTIONS

1. That the authorised share capital of the Company be diminished to £2 by the cancellation of the 98 unissued Ordinary Shares of £1 each.
2. That the authorised share capital of the Company be increased to a total of IR£50,000,000 and £2 by the creation of 50,000,000 additional Ordinary Shares of IR£1 each.
3. That, pursuant to section 80 of the Companies Act 1985, the directors be and they are hereby authorised generally and unconditionally to allot relevant securities (as defined in section 80 of the Companies Act 1985) up to an aggregate nominal amount of IR£50,000,000 provided that this authority, unless renewed, shall expire on the date five years from the date on which this resolution is passed save that the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the directors may allot the relevant securities in pursuance of such offer or agreement as if the authority conferred hereby had not expired.

E. Han

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Chairman of the meeting

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