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O2 Holdings Limited

Written Resolution of the Members

Pursuant to the authority granted to us by the Articles of Association and the Companies Act 1985, we, being the Sole Shareholder of the Company for the time being, hereby writing:

Increase in Authorised Share Capital

RESOLVE THAT the authorised share capital of the Company be increased from €1,000,000,000 to €1,150,000,000 by the creation of 150,000,000 ordinary shares of €1 each, ranking pari passu in all respects with the existing ordinary shares.



For and on behalf of O2 Limited

Date: 7/8/02

