

Company No: 5310128

O2 plc

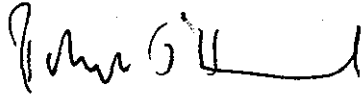
The Companies Act 1985 and 1989

Resolution

(Passed on 19 September 2006)

AT THE ANNUAL GENERAL MEETING of the Company held on Tuesday 19 September 2006, the following resolution was passed as an ORDINARY RESOLUTION:

1. That the Directors be unconditionally authorised for the purposes of Section 80, Companies Act 1985 to allot shares up to the amount of authorised Share Capital of the Company at any time during the period of five years from the date of this resolution.



Robert Harwood
Company Secretary

