

THE COMPANIES (NORTHERN IRELAND) ORDER 1986.

84

~~EXTRAORDINARY~~

SPECIAL

RESOLUTION

OF

LLOYD COMMUNICATION

LIMITED

At an extraordinary General Meeting of the Members of the above-named company duly convened and held at 149 UNIVERSITY STREET, BELFAST BT7 1HR

on the 9TH day of DECEMBER 1994...

the following ~~Extraordinary~~ Special Resolution was duly passed:

THAT the contract proposed to be made between the Company and Gerald McKeown for the purchase by the Company of 1470 Ordinary Shares of £1 each fully paid in the capital of the Company upon the terms of the draft contract produced to the meeting and initialled by the secretary for the purpose of identification be and is hereby authorised.

REGISTERED

16 DEC 1994

15 DEC 1994

RECEIPT No.

CHECKED (Initials)

*Delete whichever is not applicable

Signature

Officer

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on the 9TH day of
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the following ~~Extraordinary~~ Resolution was duly passed:
Special

That the Articles of Association of the Company be amended by the adoption of a new Article 4B namely:

Subject to the provisions of Part VI of the Companies (Northern Ireland) Order 1986 (as amended) the Company shall have power:

- (1) Pursuant to Articles 169, 169A and 170 of that Order to issue shares which are to be redeemed or are liable to be redeemed at the option of the Company or the shareholder on such terms and in such manner as shall be provided by the Articles of the Company.
- (2) Pursuant to Article 172 of that Order to purchase its own shares (including any redeemable shares)
- (3) Pursuant to Article 180 of that Order to make a payment out of capital in respect of any such redemption or purchase.

Regulations 3 and 10 in Table A shall not apply to the Company.

REGISTERED

16 DEC 1994

15 DEC 1994

Signature

Officer

*Delete whichever is not applicable