



COMPANIES FORM No 12

**Statutory Declaration of compliance
with requirements on application
for registration of a company**

12

Please do not
write in
this margin

Pursuant to section 12(3) of the Companies Act 1985

Please complete
legibly, preferably
in black type, or
bold block lettering

To the Registrar of Companies

For official use

For official use

1111

2088888

Name of company

* insert full
name of Company

BOY HAUL LIMITED

I, MICHAEL NORMAN CLAFF

of 1/3 LEONARD STREET, CITY ROAD, LONDON, EC2A 4AQ

* Delete as
not used

I solemnly and sincerely declare that I am an authorised signatory of CR Secretaries
Limited named as secretary of the company in the statement delivered to the registrar
under section 10(2)(f) and that all the requirements of the above Act in respect of the registration of the
above company and of matters precedent and incidental to it have been complied with,
And I make this solemn declaration conscientiously believing the same to be true and by virtue of the
provisions of the Statutory Declarations Act 1835

Declared at 27 ETCHINGHAM COURT,
LONDON, N3

Declarant to sign below

the 20th day of NOVEMBER

One thousand nine hundred and eighty six

before me W.K. PHILLIPS

A Commissioner for Oaths or Notary Public or Justice of
the Peace or Solicitor having the powers conferred on a
Commissioner for Oaths.

Presenter's name address and
reference (if any):

For official use

New Companies Section

Post room

Capital Company Services Limited
1/3 Leonard Street, City Road
London EC2A 4AQ Tel 01 251 2566



G

Form No.PUC 1

**Statement on formation of a company
to be incorporated with limited liability
under the Companies Act 1985**

PUC1

Pursuant to Part V of the Finance Act 1973

Please do not
write in
this margin

For official use

Company number

1111

2082364

Please do not write
in the space below
For Inland Revenue
use only

Please complete
legibly, preferably
in black type, or
bold block lettering

* insert full name
of company

† distinguish between
ordinary, preference
etc

Name of company

* BOY HAV LIMITED

A Nominal Capital		£ 100.00	
Description of shares †	ORDINARY		
B Nominal value of each share	£ 1	£	£
C Number of shares taken on subscription	2	Subscribers	
D Amount payable on each (including premium if any)	£ NIL	£	£
E Amount paid or due and payable on each	£ NIL	£	£
F Total amount paid or due and payable in respect of C	£ NIL		
G Capital duty payable on F at £1 per £100 or part of £100	£ NIL		

Notes

This form must be delivered to the Registrar of Companies when applying for
incorporation of the company.

If amounts are contributed otherwise than in cash, that fact with full
particulars must be stated and attached to this form.

☐

Please tick
box if
attached

† delete as
appropriate

FOR AND ON BEHALF OF
CR SECRETARIES LIMITED
Signed [Signature]
Authorised Signatory

(XXXXXX Secretary)† Date

26 11-8

Presenter's name address and
reference (if any): RM/ORIG
CAPITAL COMPANY SERVICES
LIMITED

For official Use
Capital Section

Post room

Capital Company Services Limited
13 Leonard Street, City Road
London EC2A 4AG Tel: 01 25 2566

CCS

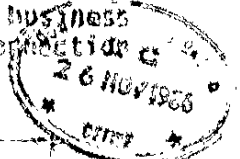
MEMORANDUM OF ASSOCIATION

OF

PLAYMAUL LIMITED



1. The name of the Company is *Playmaul Limited*.
2. The Registered Office of the Company will be situate in England.
3. The objects for which the Company is established are:
 - A. To carry on business throughout the world as manufacturers, wholesales, agents, factors, retailers, distributors, importers and exporters of goods, raw materials, materials, consumables and finished products of any and every description, to carry on business as advertising agents, air conditioning and ventilation engineers, antique dealers, builders, builders merchants, butchers, caravan dealers, car hire and taxi operators, carpenters and joiners, caterers, restaurant proprietors, chemists, civil engineers, cleaning contractors, clothiers, commodity dealers, computer bureau operators, conference organisers, design engineers, driving school operators, dry cleaners, electricians, engineers, employment agency proprietors and estate agents, to deal as aforesaid in carpets, ceramics, chemicals, clothing, confectionery, cosmetics, frozen foods, fancy goods, handbags, metals and motor accessories, to carry on business as farmers, film and television film makers, financial and investment consultants, fishmongers, flooring contractors, florists, furniture manufacturers, garage, proprietors, coach builders, glaziers, grocers, greengrocers, hairdressers, haulage, freight and shipping contractors, insurance agents, interior designers, ironmongers, jewellers, kitchen planners, landscape gardeners, launderette operators, mail order distributors, management consultants, metal platers and polishers, motor dealers, music publishers, machinery and tool distributors, newsagents, tobacconists, nominees, trustees, nursing home, hotel and off licence proprietors, opticians, photographers, plant hire contractors, plumbers, precision engineers, printers, public relations consultants, public house proprietors, publishers, record producers, recording studio proprietors, roofing and scaffolding contractors, ship charterers, stock and share dealers, theatrical agents, timber merchants, travel agents and turf accountants, to deal as aforesaid in office equipment, packaging products, patents, plastic goods, plastics, records, cassettes and video tapes, sectional buildings, shoes, boats, sports equipment, sports clothing, swimming pools, textiles, toys, wines, spirits and household goods, and to carry on any other trade or business whatsoever which can be advantageously carried on in connection with the aforesaid activities.



2. To carry on any other business which, in the opinion of the Company, may be capable of being conveniently or profitably carried on in conjunction with or subsidiary to any other business of the Company and is calculated to enhance the value of the Company's property.

3. To Guarantee or give security for the payment or performance of any contracts, debts, or obligations of any person, company or firm, for any purpose whatsoever, and to act as agents for the collection, receipt or payment of money and generally to act as agents for and render services to customers and others and generally to give any guarantee, security or indemnity.

4. To take on lease, purchase or in exchange, hire or otherwise acquire and hold for any interest or estate any buildings, lands, easements, privileges, rights, concessions, patent rights, patents, secret processes, licences, machinery, plant, stock-in-trade, and any real or personal property of any kind convenient or necessary for the purposes of or in connection with the Company's business or any department or branch thereof.

5. To apply for, purchase or otherwise acquire and hold any patents, licences, concessions, brevets d'invention, copyrights and the like, and to exercise any right to use or publish any secret or other information and to grant, exercise, or grant licences in respect of the property, rights or information so acquired.

6. To erect, build, construct, or reconstruct, or to own, alter, enlarge or improve any factories, buildings, works, shops, stores, plant and machinery necessary or convenient for the Company's business and to contribute to or subsidise the construction, erection and maintenance of any of the aforesaid.

7. To subscribe for, take, purchase or otherwise acquire and hold, sell, deal with or dispose of any shares, stocks, debentures, debenture stocks, bonds, obligations and securities, guaranteed by any Company constituted on business in any part of the world and debentures, debenture stocks, bonds, obligations and securities guaranteed by any Government or Authority, Municipal, Parochial, Local or otherwise, within and without the United Kingdom and to subscribe for the same either conditionally or otherwise and to guarantee the subscription thereof and to enforce and exercise all rights and powers conferred by the ownership thereof.

8. To promote, by way of advertising the products and services of the Company in any manner and to reward customers or potential customers and to promote and take part in any scheme likely to benefit the Company.

9. To borrow or raise money and secure or discharge any debt or obligation of or binding on the Company in such manner as may be thought fit and in particular by mortgages of or charges upon the undertaking and all or any of the real or heritable and personal or moveable property (present and future) and the uncalled capital for the time being of the Company or by the creation and issue of debenture stock, debentures or other obligations or securities of any description.

10. To support, guarantee and/or secure either with or without

consideration the payment of any debenture stock, debentures, dividends, interest or moneys or the performance of engagements or contracts of any other company or person and in particular (but without prejudice to the generality of the foregoing) of any Company which is, for the time being, the Company's holding company as defined by Section 736 of the Companies Act, 1985 or another subsidiary, as defined by the said section, of the Company's holding company or otherwise associated with the Company in business and to give indemnities and guarantees of all kinds and by way of security as aforesaid either with or without consideration to mortgage and charge the undertaking, and all or any of the real and personal property and assets present or future, to issue debentures and debenture stock and collaterally or further to secure any securities of the Company by a Trust Deed or other assurance and to enter into partnership or any joint purse arrangement with any person, persons, firm or company.

4. To make advances to customers and others with or without security, and upon such terms as the Company may approve, and to guarantee the dividends, interest and capital of the stocks, shares or securities of any company of or in which the Company is a member or is otherwise interested.

5. To take part in the management, formation, control or supervision of the business and or operation of any company or undertaking and for that purpose to employ and remunerate any directors, experts or agents.

6. To employ experts to examine and investigate into the character, nature, value, condition and circumstances of any undertakings and business concerns and generally of any property, assets or rights.

7. To draw, make, accept, endorse, negotiate, discount and execute promissory notes, bills of exchange and other negotiable instruments; to receive money on deposit or loan upon such terms as the Company may approve, and generally to act as bankers for customers and others.

8. To promote or establish or concur in promoting or establishing any other company whose objects shall include the taking over of or the acquisition of all or any of the assets or liabilities of this Company or the promotion of which shall be in any manner calculated to advance directly or indirectly the objects or interests of this Company and to hold, acquire, dispose of stocks, shares or securities issued by or any other obligations of any such company.

9. To deal with and invest the moneys of the Company not immediately required for the purposes of the business of the Company in or upon such investments and in such manner as the Company may approve.

10. To accept payment for any rights or property sold or otherwise disposed of or dealt with by the Company, either in cash, by instalments or otherwise, or in partly or fully paid-up shares or stock of any corporation or company, with or without deferred or preferred or special rights or restrictions in respect of repayment of capital, dividend, voting or otherwise, or in mortgages or debentures or other securities of any corporation or company or partly in one mode and partly in another, and generally on such terms as the Company may determine and to hold, dispose of or otherwise deal with any stock, shares or securities so acquired.

To enter into any partnership or amalgamate with or enter into any arrangement for sharing profits, interests, or co-operative or enter into any association with any company, person or firm carrying on or proposing to carry on any business within the objects of this Company or which is capable of being carried on so as to benefit this Company, whether directly or indirectly, and to acquire and hold, deal with, sell or dispose of any stocks, shares or securities of or other interests in any such company, and to guarantee the contracts or liabilities of, otherwise assist or subsidise, any such company.

To pay for any right or property acquired by the Company either wholly or partly or fully paid-up shares with or without deferred or preference or special rights or restrictions in respect of repayment of capital, dividend, voting or otherwise, or by any securities which the Company may from time to time issue, and generally on such terms and conditions as the Company may determine.

To develop, improve, manage, sell, turn or account, let or rent, lease, convey, exchange, share of profits or otherwise, grant easements, licences and other rights in or over, and in any other manner dispose of or deal with the undertaking and all or any of the assets and property for the time being of the Company for such consideration as the Company may think fit.

To acquire, purchase, take over and undertake part or all or the whole of the business, property, assets, liabilities and engagements of any firm, person or company carrying on any business the carrying on of which is calculated to benefit this Company or to advance its interests generally.

To aid in the support and establishment of any educational, scientific, religious or charitable institutions or trade associations or societies, whether such associations, societies or institutions be so connected with the business carried on by the Company or its predecessors as to be necessary or not, and to maintain and institute any club, society or other association.

To grant pensions, gratuities, allowances and bonuses to employees or ex-employees, officers or ex-officers of the Company or its predecessors or business or the dependents of such persons and to maintain and establish or concur in maintaining funds, trusts or schemes, (whether contributory or non-contributory) with a view to providing pensions or other funds for any such persons or their dependents as aforesaid.

To distribute in specie any of the shares, debentures or securities of the Company or any proceeds of sale or disposal of any property of the Company between the members of the Company in accordance with the rights, but so that no distribution amounting to a reduction of capital be made except with the sanction (if any) for the time being required by law.

To do all or any of the above things in any part of the world, either as principals, or as agents, trustees, sub-contractors or otherwise.

To do all such other things as may be deemed incidental or necessary for the attainment of the above objects or any of them.

It is hereby declared that the objects of the Company as specified in each of the foregoing sub-clauses of this Clause shall be separate and distinct objects of the Company and shall not in any way be limited by reference to any other sub-clauses or the order in which the same occur. The widest interpretation shall be given to the objects contained in each sub-clause of this Clause and shall not save where the context expressly so requires be in any way restricted or limited by inference from or reference to any other object or objects set forth in such sub-clause or from the terms of any other sub-clause. None of such sub-clause or the objects mentioned therein or the powers thereby conferred shall be deemed ancillary to or subsidiary to the powers or objects specified in any other sub-clause.

4. The liability of the members is limited.
5. The share capital of the Company is One Thousand Pounds divided into One Thousand Shares of £1 each.

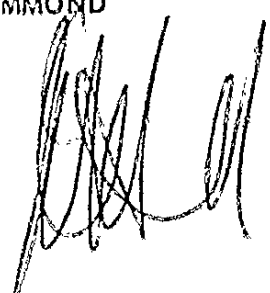
WE, the several persons whose names, addresses and descriptions are subscribed are desirous of being formed into a Company in pursuance of this Memorandum of Association and we respectively agree to take the number of shares in the capital of the Company set opposite our respective names.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS	Number of Shares taken by each Subscriber
--	---

JOSEPH ANTHONY HAMMOND
1/3 Leonard Street,
City Road,
London, EC2A 4AQ

Chartered Secretary

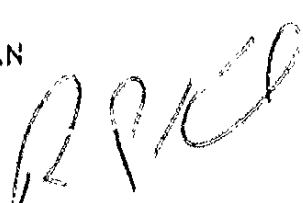
ONE



RAYMOND PAUL KALMAN
1/3 Leonard Street,
City Road,
London, EC2A 4AQ

Company Secretary

ONE

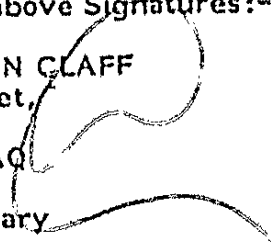


Dated this 3rd day of November 1986

WITNESS to the above Signatures:-

MICHAEL NORMAN CLAFF
1/3 Leonard Street,
City Road,
London, EC2A 4AQ

Chartered Secretary



THE COMPANIES ACT 1985
A PRIVATE COMPANY LIMITED BY SHARES
ARTICLES OF ASSOCIATION

OF

2082864

Ray Hall Limited

PRELIMINARY

The Company shall be a private company within the meaning of the Companies Act 1985 (hereinafter referred to as "the Act") and subject as hereinafter provided the regulations contained or incorporated in Table A in the Companies (Tables A to F) Regulations 1985 (hereinafter referred to as Table A), shall apply to the Company. Reference to any provision of the Act shall where the context so admits be construed as and include a reference to such provision as modified by any statute for the time being in force.

2. Regulations 8, 23, 24, 61, 64, 73, 74, 75, 80, 81, 84, 89, 95, 97 and 118 of Table A shall not apply to the Company, but the Articles hereinafter contained, together with the remaining regulations of Table A, but subject to the modifications hereinafter expressed, shall constitute the regulations of the Company.

SHARES

3. Sections 89 to 94 inclusive of the Companies Act 1985 shall apply to the Company in their entirety. Any Shares not accepted pursuant to the procedure set out therein shall be under the control of the Directors who may allot, grant options over or otherwise dispose of the same to such persons on such terms and in such manner as they think fit; provided that in the case of shares not accepted as aforesaid such shares shall not be disposed of on terms which are more favourable to the subscribers thereof than the terms on which they were offered to the Members.

1. Subject to Article 3 hereof, the Directors are unconditionally authorised for the purposes of Section 80 of the Companies Act 1985, to allot shares up to the amount of the share capital created on incorporation of the Company at any time or times during the period of five years from the date of incorporation.

LIEN ON PARTLY PAID SHARES

2. The Company shall have a first and paramount lien on every share (not being a fully paid share) for all monies (whether presently payable or not) payable at a fixed time or called in respect of that share. The Directors may at any time declare any share to be wholly or in part exempt from the provisions of this regulation. The Company's lien on a share shall extend to any amount payable in respect of it.

SHARE TRANSFERS

Directors may in their absolute discretion, and without assigning any reason therefor, decline to register any transfer of any share, whether or not it is a fully paid share.

2. The instrument of transfer of a fully paid share shall be signed by or on behalf of the transferor and in the case of shares which are not fully paid up, the instrument of transfer shall in addition be signed by or on behalf of the transferee.

DIRECTORS

1. Unless and until otherwise determined by the Company in General Meeting the number of Directors shall not be less than one nor more than five. If at any time and from time to time there shall be only one Director of the Company, such Director may act alone in exercising all the powers and authorities vested in the Directors. The first Director or Directors of the Company shall be the person or persons named in the statement delivered to the Registrar of Companies in accordance with the Act.

14. Any Director may by notice in writing signed by him and deposited at the registered office of the Company appoint an alternate Director to act on his behalf. Such alternate Director must be either a Director of the Company, or a person approved by resolution of all the Directors for the time being of the Company. Every alternate Director shall during the period of his appointment be entitled to notice of Meetings of Directors and in the absence of the Director appointing him to attend and vote thereat as a Director, but his appointment shall immediately cease and determine if and when the Director appointing him ceases to hold office as a Director. A Director who is also an alternate Director shall be entitled, in addition to his own vote, to a separate vote on behalf of the Director whom he is representing.

15. The office of a Director shall be vacated if:

any notice in writing delivered to the Company at its Registered Office, or tendered at a meeting of the Directors, he resigns the office of Director; or

he becomes bankrupt or makes any arrangement or composition with his creditors generally; or

16. he is, or may be, suffering from mental disorder and either

i) he is admitted to hospital in pursuance of an application for admission for treatment under the Mental Health act 1983 or, in Scotland, an application for admission under the Mental Health (Scotland) Act 1960, or

ii) an order is made by a Court having jurisdiction (whether in the United Kingdom or elsewhere) in matters concerning mental disorder for his detention or for the appointment of a receiver, curator bonis or other person to exercise powers with respect to his property or affairs, or

17. he ceases to be a Director by virtue of any provision of the Act or he becomes prohibited by law from being a Director.

MANAGING DIRECTORS AND MANAGERS

11. The Directors may from time to time appoint one or more of their body to the office of Managing Director or Manager for such period and on such terms as they think fit and, subject to the terms of any agreement entered into in any particular case, may revoke such appointment. His appointment, subject to the payment to him of such compensation or damages as may be payable to him by reason thereof, shall be automatically terminated if he cease from any cause to be a Director.
12. A Managing Director or Manager shall receive such remuneration (whether by way of salary, commission or participation in profits or partly in one way and partly in another) as the Directors may determine.

PROCEEDINGS OF DIRECTORS

quorum necessary for the transaction of the business of the Directors may be fixed by the Directors and unless so fixed shall, when one Director only is in office, be one, and shall, when more than one Director is in office, be two.

SECRETARY

14. The first Secretary of the Company shall be the person named in the statement delivered to the Registrar of Companies pursuant to the Act.

INDEMNITY

15. Subject to the provisions of the Act, but without prejudice to any indemnity to which a Director may otherwise be entitled, every Director or other officer or Auditor of the Company shall be indemnified out of the assets of the Company against any liability incurred by him in defending any proceedings, whether civil or criminal, in which judgement is given in his favour or in which he is acquitted or in connection with any application in which relief is granted to him by the court from liability for negligence, default, breach of duty or breach of trust in relation to the affairs of the Company.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS

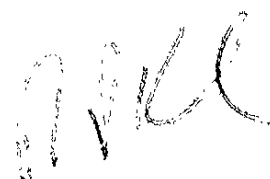
JOSEPH ANTHONY HAMMOND
1/3 Leonard Street,
City Road,
London, EC2A 4AQ

Chartered Secretary



RAYMOND PAUL KALMAN
1/3 Leonard Street,
City Road,
London, EC2A 4AQ

Company Secretary



Dated this

3rd

day of

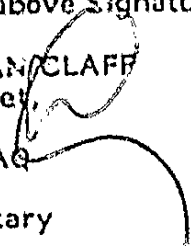
November

1986

WITNESSES to the above Signatures:-

MICHAEL H. SANCLAFF
1/3 Leonard Street,
City Road,
London, EC2A 4AQ

Chartered Secretary





COMPANIES FORM No. 10

**Statement of first directors
and secretary and intended
situation of registered office****10**Please do not
write in
this margin

Pursuant to section 10 of the Companies Act 1985

Please complete
legibly, preferably
in black type, or
bold block lettering

To the Registrar of Companies

For official use

2032364

* Insert full name
of company

Name of company

BOYHALL	LIMITED
---------	---------

The intended situation of the registered office of the company on incorporation is as stated below

1/3 LEONARD STREET, LONDON EC2A 4AQ	Postcode
--	----------

If the memorandum is delivered by an agent for the subscribers of the memorandum please mark 'X' in the box opposite and insert the agent's name and address below

X

CAPITAL COMPANY SERVICES LIMITED	
1/3 Leonard Street,	
London, EC2A	
Postcode	4AQ

Number of continuation sheets attached (see note 1)

Presenter's name address and
reference (if any): RM/origFor official Use
General Section

Post room

The name(s) and particulars of the person who is, or the persons who are, to be the first director or directors of the company (note 2) are as follows:

Please do not write in this margin

Name (note 3) MICHAEL NORMAN CLAFF		Business occupation CHARTERED ACCOUNTANT
Previous name(s) (note 3) NONE		Nationality BRITISH
Address (note 4) 1/3 LEONARD STREET, LONDON, EC2A		Date of birth (where applicable) (note 6)
Postcode 4AQ		
Other directorships CAPITAL COMPANY SERVICES LIMITED		
I consent to act as director of the company named on page 1		
Signature		Date 26.11.86

Enter particulars of other directorships held or previously held (see note 5) if this space is insufficient use a continuation sheet.

The name(s) and particulars of the person who is, or the persons who are, to be the first secretary, or joint secretaries, are as follows:

Name (note 3) SECRETARIES LIMITED	
Previous names (note 3)	
Address (notes 4 & 7) 1/3 LEONARD STREET, LONDON, EC2A	
Postcode 4AQ	
I consent to act as secretary of the company named on page 1 FOR AND ON BEHALF OF CR SECRETARIES LIMITED	
Signature	Authorised Signatory Date 26.11.86

pp CAPITAL COMPANY SERVICES LIMITED	
Signature of agent on behalf of subscribers	Date 26.11.86

Signed	Date
Signed	Date
Signed	Date
Signed	Date
Signed	Date
Signed	Date

Delete if the form is signed by the subscribers

FILE COPY



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

No. 2082864

I hereby certify that

BOYHAUL LIMITED

is this day incorporated under the Companies Act 1985 as a
private company and that the Company is limited.

Given under my hand at the Companies Registration Office,
Cardiff the

11TH DECEMBER 1986

P. A. Rowley
MRS P.A. ROWLEY

an authorised officer

COMPANY NO.: 2082864

The Companies Act 1985
Company Limited by Shares

SPECIAL RESOLUTIONS

OF
BUYHAUL LIMITED

At an Extraordinary General Meeting of the Company duly convened and held at 1/3 Leonard Street, London, EC2A 4AQ the following Resolutions were duly passed as SPECIAL RESOLUTIONS of the Company, viz:

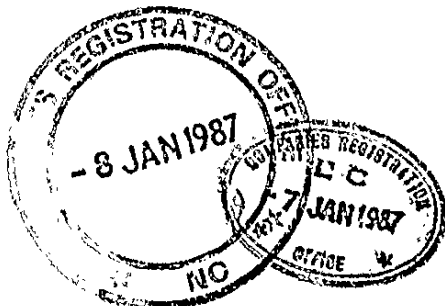
RESOLUTIONS

Passed the 29th day of December 1986

1. That, subject to the consent of the Secretary of State for Trade and Industry, the name of the Company be changed to:-

ALCON INTERNATIONAL LIMITED

2. That Clause 1 of the Memorandum of Association of the Company be amended to show the new name of the Company.



CHAIRMAN



Capital Company Services Limited
1/3 Leonard Street City Road
London EC2A 4AQ

MATWES
002640
R40 - 00

FILE COPY



CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

No. 2082864

I hereby certify that

BUYHAUL LIMITED

having by special resolution changed its name, is now
incorporated under the name of
ALCON INTERNATIONAL LIMITED

Given under my hand at the Companies Registration Office,
Cardiff the 16TH JANUARY 1987


MRS. E. J. JONES

an authorised officer

RMRES

Company No. 2082864

The Companies Act 1985
Company Limited by Shares

1/18
11/2
SPECIAL RESOLUTION

ALCO OF

BUYHAUL LIMITED

At an Extraordinary General Meeting of the Company duly convened and held at
113 Leonard Street, London, EC2A 4AQ on 29th December, 1986

Following Resolution was duly passed as a SPECIAL RESOLUTION of the Company,
viz:

RESOLUTION

THAT Clause 3A of the Memorandum of Association of the
Company be and is hereby duly deleted and the Clause 3A
as attached hereto be substituted therefor.


CHAIRMAN



MEMORANDUM OF ASSOCIATION

OF

ALCON INTERNATIONAL LIMITED

1. The Company's name is Alcon International Limited. *
2. The Company's Registered Office is to be situated in England.
3. The Company's objects are:-
 - A. To carry on business as dealers in property and estates, mortgage and insurance brokers, lessees and lessors, transfer agents, auctioneers, valuers, surveyors, estate agents, bailiffs, bailees, managing agents, estate developers and development agents; to purchase, take on lease or in exchange or otherwise acquire any lands and buildings in England or elsewhere and any estate or interest in any rights connected with any such lands or buildings; to develop and turn to account any land acquired by or in which the Company is interested and in particular by laying out and preparing the same for building purposes, construction, altering, pulling down, decorating, maintaining, furnishing, fitting up and improving the same; to acquire by purchase, lease, concession, grant, licence or otherwise such lands, buildings, leases, underleases, rights, privileges, stocks, shares and debentures in public or private companies, corporate or unincorporate, policies of insurance and other such property as the Company may deem fit and may acquire the same for the purposes of investment with a view to receiving income therefrom.

*Name changed from BUYHAUL LIMITED by Special Resolution passed 29th December, 1986.

099A



INCR5

Company No. 2082864

The Companies Act 1985
Company Limited by Shares

ORDINARY RESOLUTIONS

OF

BUYHAUL LIMITED

Passed the 29th day of December 1986

At an Extraordinary General Meeting of the Company duly convened and held at
1/2, Leonard Street, City Road, London. EC2A 4AQ

Following Resolutions were duly passed as ORDINARY RESOLUTIONS of the
Company, viz:

RESOLUTIONS

1. That the authorised share capital of the company be increased
from £1,000 to £100,000 by the creation of £99,000
ordinary shares of £1 each.
2. That the directors of the Company be generally and unconditionally
authorised pursuant to Section 80 (1) of the Companies Act 1985
to exercise all the power of the Company to allot relevant securities
within the meaning of Section 80 (2) of the Companies Act 1985 up
to an aggregate nominal amount of 100,000 for a period of five
years from the date hereof and that Section 89 (1) of the Companies
Act 1985 is hereby disapplied from any such allotment.

CHAIRMAN



Notice of increase in nominal capital

123

Pursuant to section 123 of the Companies Act 1985

To the Registrar of Companies

For official use

Company number

119

2082864

Name of company

* BUYHAUL LIMITED

gives notice in accordance with section 123 of the above Act that by resolution of the company dated 29th December, 1986 the nominal capital of the company has been increased by £ 99,000 beyond the registered capital of £ 1,000.

A copy of the resolution authorising the increase is attached.⁵

Conditions (eg. voting rights, dividend rights, winding-up rights etc.) subject to which the new shares have been or are to be issued are as follow:

To rank pari passu with the existing Shares of the Company.

Please tick here if
continued overleaf

☐

Signed

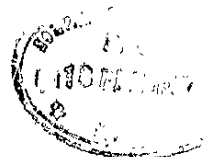
[Director][Secretary]† Date

29.12.86

Presenter's name address and
reference (if any):

For official Use
General Section

Post room



COMPANY NUMBER 2082864

THE COMPANIES ACTS 1988/1985

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

OF

ALCON INTERNATIONAL LIMITED

PASSED the 10th day of May 1990.

AT an EXTRAORDINARY GENERAL MEETING of the above-named Company, duly convened and held at the Registered Office of the Company, the subjoined SPECIAL RESOLUTION was duly passed, viz:-

A new clause 3AA was added after clause 3A to the Memorandum of Association.

3AA) "To act as civil engineering consultants, advisors and agents for all matters affecting the design, supervision, management, development, execution and planning of building and civil engineering projects and the erection, repair and maintenance of buildings and structures of all kinds; to engage and recruit labour gangs and provide civil engineers, builders and others with labour and other services of all descriptions, to carry on the businesses of civil engineers, builders and building contractors, and to set up, establish, maintain and operate technical advisory service and an organisation for the collection of information, data and statistics of all kinds; to advise on, investigate, inspect and examine systems, lay outs estimates, costings, designs, drawings, schemes, ideas, tenders and quotations of all kinds make applications for planning and other consents, licenses and approvals for building and civil engineer projects; to advise on, provide and obtain financial and other assistance and grants in regard to such projects and to initiate, organise and encourage research and investigation into the industrial, financial, economic and commercial problems of all kinds affecting civil engineers, building and other contractors; to examine business control arrangement, labour classification, rate fixing, bonus incentive, working conditions and production supervision in the civil engineering, building and allied industries; and to carry on all or any of the business of consultants advisers experts statisticians and economists, manufacturers, hirers and letters of hire and suppliers of, and dealers in and agents for parts machinery and equipment of all kinds; to establish, maintain and carry on an agency for the purpose of providing or seeking business and trade appointments for builders, engineers draughtsmen, tracers, designers, technical illustrators, technical authors and permanent or temporary, commercial industrial or domestic staff, to undertake or arrange for the training."

To act as developers of commercial, resident recreational complexes, building and civil engineering contractors for dams, canals, roads highways, railways, bridges, airports, airport runways, pipelines, pumping station, water supply sewerage, power transmission, building constructions i.e. high rise urban buildings, offices, hotels, apartments, air space structures, industrial buildings, warehouse, industrial units, airline hangers, underground construction.

CHAIRMAN

G COMPANIES FORM No. 244

**Notice of claim to extension of
period allowed for laying and
delivering accounts — oversea
business or interests**

244

Pursuant to section 244 of the Companies Act 1985
as inserted by section 11 of the Companies Act 1989

To the Registrar of Companies
(Address overleaf)

Company number

02082864

Name of company

ALCON INTERNATIONAL LIMITED

The directors of this company give notice that the company is carrying on business, or has interests, outside the United Kingdom, the Channel Islands and the Isle of Man and claim an extension of three months to the period allowed under this section for laying and delivering accounts in relation to the financial year of the company [ending][which ended on]†

Month Year

1 0 3 1 9 9 4

Signed

Designation† Director

Date 20-1-1995

Notes

1. A company which carries on business or has interests outside the United Kingdom, the Channel Islands and the Isle of Man may, by giving notice in the prescribed form to the Registrar of Companies under section 244(3) of the Act, claim an extension of three months to the period which otherwise would be allowed for the laying and delivery of accounts under section 244(1).
2. Notice must be given before the expiry of the period which would otherwise be allowed under section 244(1).
3. A separate notice will be required for each period for which the claim is made.
4. The date in the box on the form should be completed in the manner illustrated below.

0 5 0 4 1 9 8 5

Presenter's name address
telephone number and reference (if any):

For official use
D.E.B.

