

MEMORANDUM OF ASSOCIATION OF ULSTER HOCKEY LIMITED

(The Company)

A COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE CAPITAL.

1. The name of the company is "Ulster Hockey Limited."

2. The objects for which the Company is established are:-

(a) The management control support and promotion for adults and juveniles of the sport of hockey, both Field and Indoor, within the Province of Ulster and the doing of all such other things as are incidental or conducive to the attainment of the above objective.

(b) To promote the objects and policies of the Irish Hockey Association

(c) To convene, arrange and hold events and competitions of all sorts to create and stimulate interest in and publicise the sport of hockey to convene, arrange and hold exhibitions, shows, displays, meetings, conferences and discussions and to provide prizes, bursaries, grants and awards for competitors and others

(d) To run instruction and coaching courses in relation to hockey in both field and indoor codes.

(e) To acquire by gift, purchase, fee farm grant, lease or otherwise and to hold unconditionally or subject to any conditions or restrictions any real or personal property and any rights over such and to construct, alter, restore, repair, maintain, take down or remove buildings, erections, walls, fences, railings, gates, seats, or other structures on land and property held by or under the care or management whether jointly with any other person or not and generally to maintain, uphold, manage, improve and develop the property of the Company.

(f) To acquire in any manner (including acquisition by purchase out of any funds of the Company) and to hold any lands, buildings, and hereditaments and any rights, easements or interests therein or there over, and any chattels or other moveable property, which, in the opinion of the Directors it may be desirable to hold as investments with a view to provision out of the rents and profits applicable for the maintenance or preservation of any part of the Company property or for any particular purpose of the Company or for its general purposes.

(g) To acquire in any manner (including acquisition by purchase out of the funds of the Company) and hold any investments (being at the time of acquisition of a nature authorised by law for the investment of trust funds, or of a nature authorised by the trust of the funds out of which the same shall be acquired or by the donor of the same) and to apply the income thereof (subject to any trusts imposed by the donor, or otherwise, affecting the same) for the preservation and maintenance of the property of the Company and any part thereof, or for any particular purpose of the Company or for its general purposes.

(h) To accept, seek and collect grants, subscriptions and donations by any proper means whatsoever (whether of real or personal estate) and devises and bequests for all or any of the purposes aforesaid and to sell and dispose of or (so far as permitted by law) to lease and surrender of leases of and manage all real estate (including leaseholds), so received and not required to be or capable of being occupied for the purpose of the company and generally to manage, invest and expend all monies and property of the company.

(i) To borrow or raise or secure the payment of money for the promotion of the objects of the Company in such manner as the Company shall think fit and in particular by the issue of debentures or debenture stock perpetual or otherwise charged upon all or any of the Company (both present and future) and to purchase, redeem or pay off any such securities.

(j) To lend, grant guarantee, support or secure, whether by personal covenant or by mortgaging or charging all or any part of the undertaking, property and assets (present and future) of the Company, or all such methods, the performance of the obligations of and the repayment or payment of the principal amounts and interest of any person, firm or company or the dividends or interest on any securities including (without prejudice to the generality of the foregoing) any company which is the Company's holding company or a subsidiary or associated company for the promotion of the objects of the Company or the Irish Hockey Association.

(k) To act in concert or make and arrangements with any department, estate, corporation, county council, sports council or other boards or other local authority or body public or private now or hereafter constituted or with any residence in the neighbourhood or property of the company with reference to any of the objects aforesaid.

(l) To sell or otherwise dispose of the whole or any part any property of the Company (either real or personal) for such consideration as the Company may think fit.

(m) To do such other things as are incidental and or conducive to the preservation and maintenance of the property of the Company or to the attainment of the sole objects hereinbefore described.

3. The income and property of the company whencesoever derived shall be applied solely towards the promotion of the objects of the company as set forth in this Memorandum of Association, and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever, by way of profit, to the members of the company. Provided that nothing herein shall prevent the payment in good faith of reasonable and proper remuneration to any Officer or servant of the company, or to any member of the company in return for services actually rendered to the company nor the gratuitous distribution among or sale at a discount to subscribers of the funds of the company, whether members of the company or not of any books or publications whether published by the company or otherwise relating to all or any of the objects of the company nor prevent the payment of interest at a rate not exceeding five per cent per annum on money lent or reasonable or proper rent for premises, demised or let by any member to the company:- but so that no Director shall be appointed to any salaried position of the Company paid by fees, and that no remuneration or benefit in money or money's worth shall be given by the Company to any director except payment of out-of-pocket expenses and interest at a rate aforesaid on money lent or reasonable or proper rent for premises demised or let to the company provided that the provision last aforesaid shall not apply to any payment to the company of which the Director may be a member and in which such member shall not hold more than one-hundredth part of the capital and such member shall not be bound to account for any share of profits he may receive in respect of any such payment.

4. If, upon the winding up or dissolution of the company there remains after the satisfaction of all its debts and liabilities any property whatsoever, same shall not be paid or distributed amongst the members and associates of the company but shall be given or transferred to some other company or association having objects similar in cognate to the objects of the company to be determined by the Directors of the company at or before the time of dissolution or in default thereof by such Judge of the High Court as may have or acquire jurisdiction in the matter and if and so far as effect cannot be given to the aforesaid provisions then to some charitable object.

5. The liability of the Members is limited.

6. Every member of the company undertakes to contribute to the assets of the company in the event of its being wound up while he is a member or within one year afterwards, of payment of the debts and liabilities of the company contracted before he ceases to be a member and the costs charges and expenses of winding up and the adjustment of the rights of the contributories among themselves, such amount as may be required not exceeding £1 (one pound)