

Company Number: 3899288

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

ELECTIVE RESOLUTIONS

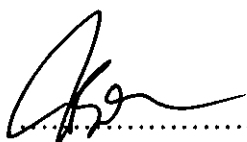
OF

CABLE & WIRELESS UK LIMITED

At an Extraordinary General Meeting of the Above named Company held at 124 Theobalds Road, London WC1X 8RX on 1st February 2000, the following resolutions were passed as Elective Resolutions:-

Elective Resolutions

- (i) THAT pursuant to section 366A of the Companies Act 1985, the Company hereby elects to dispense with the holding of Annual General Meetings
- (ii) THAT pursuant to section 252 of the Companies Act 1985 the Company hereby elects to dispense with the laying of reports and accounts before the Company in General Meeting
- (iii) THAT pursuant to section 386 of the Companies Act 1985 the Company hereby elects to dispense with the obligation to appoint auditors annually


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Secretary

