

**Company Number: 4659719**

**THE COMPANIES ACT 1985**

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**COMPANY LIMITED BY SHARES**

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**ELECTIVE RESOLUTIONS**

**OF**

**CABLE & WIRELESS EUROPE HOLDINGS LIMITED**

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At an Extraordinary General Meeting of the above named Company held at 124 Theobalds Road, London WC1X 8RX on 10<sup>th</sup> February 2003, the following resolutions were passed as Elective Resolutions:-

Elective Resolutions

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



**Assistant Secretary**

