

COMPANY NO: 623197

**THE COMPANIES ACT 1985  
COMPANY LIMITED BY SHARES**

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**Written Resolution**

**of**

**CABLETEL WEST GLAMORGAN LIMITED  
(the "Company")**

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Dated the 28<sup>th</sup> day of October 1996

WE, the undersigned, being all the Members of the Company for the time being entitled to attend and vote at General Meetings, hereby confirm our approval of the resolution set out below to the intent that the same may be treated for all purposes as a Special Resolution of the Company in accordance with the Companies Act 1985, Section 381A:-

**RESOLUTION**

THAT, the accounts of the Company for the period ending 31 December 1995 having been sent out in accordance with the Companies Act 1985, Section 238(1), and the Company having qualified as small in that year and having been dormant since the end of it, the Company make itself exempt from the obligation to appoint auditors as otherwise required by the Companies Act 1985, Section 384, AND THAT the Company's auditors hold office until the end of the time for appointing the same for the next financial year.

*R. W. [Signature]*

For and on behalf of  
CABLETEL SOUTH WALES LIMITED

