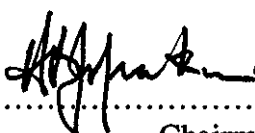


ASPEN COMMUNICATIONS PLC

At an Extraordinary General Meeting of the Company duly convened and held on Wednesday 25 October 1995, the following resolution was duly passed as an Ordinary Resolution.

THAT the Directors be and hereby are authorised to allot relevant securities (which expression shall in this resolution be construed in accordance with section 80 of the Companies Act 1985) up to a maximum of £100,000 in aggregate nominal value (provided that any relevant securities to be so allotted shall be in the form of Ordinary Shares of 5 pence each), to the intent that this authority shall expire at the conclusion of the annual general meeting next following the passing of this resolution but may be previously revoked or varied by the Company in general meeting and may be renewed by the Company in general meeting for a further period not exceeding five years, and the Company be and hereby is authorised to make any offer or agreement before the expiry of this authority which would or might require relevant securities to be allotted after this authority has expired with full power to the Directors to allot relevant securities in pursuance of any such offer or agreement.


.....
Chairman

