

# MERCURY COMMUNICATIONS MOBILE SERVICES LIMITED

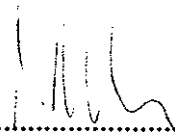
## Ordinary Resolutions

WE being representatives of all the members of the Company entitled to attend and vote at a General Meeting of the Company do hereby resolve as follows:-

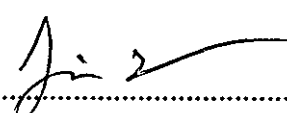
1. Appointment of Auditor  
THAT KPMG Audit plc is appointed Auditor of the Company from and including the current financial year in place of the previous auditor KPMG (who resigned during the year) in accordance with such terms of engagement as may be agreed between the Auditor and Mercury Communications Limited on behalf of the Company.
2. Dispensing with Laying of Accounts before General Meeting  
THAT pursuant to section 252 of the Companies Act 1985 the Company shall dispense with the laying of accounts and reports before the Company in General Meeting.
3. Dispensing with Annual General Meeting  
THAT pursuant to section 366A of the Companies Act 1985 the Company shall dispense with the holding of Annual General Meetings.
4. Dispensing with Appointing Auditors Annually  
THAT pursuant to section 386 of the Companies Act 1985 the Company shall dispense with the obligation to appoint auditors annually.

Dated 27th March 1997

SIGNED on behalf of  
Mercury Communications Limited

  
.....  
P D HOWELL-DAVIES

SIGNED on behalf of  
Mercury Communications (Enterprises) Limited

  
.....  
J H REYNOLDS

