

30 - 08 - 96

Hutchison Cellular Services Limited
(Company Number: 2090958)
("the Company")

Written Resolution by way of an Elective Resolution of all the members of the Company made pursuant to Regulation 74 of the Articles of Association of the Company.

The undersigned, being the holders of the entire issued share capital, having the right to attend and vote at a general meeting of the Company hereby RESOLVE to pass the following as an elective resolution:

"THAT in accordance with Section 379A of the Companies Act 1985 ("the Act") the Company hereby elects:

- i) pursuant to Section 252 of the Act, to dispense with the laying of accounts and reports before the Company in general meeting;
- ii) pursuant to Section 366A of the Act, to dispense with the holding of annual general meetings;
- iii) pursuant to Section 386 of the Act, to dispense with the obligation to appoint auditors annually; and
- iv) pursuant to Sections 369(4) and 378(3) of the Act, that the provisions of those Sections shall have effect in relation to the Company as if for the references to 95 per cent in those provisions there were substituted references to 90 per cent"

Signed.....
Graham Howe
Hutchison Telecommunications (UK) Limited

Date12 August 1996.....

PlaceLondon.....
G Howe

Signed.....For and on behalf of
ABOGADO NOMINEES LIMITED.....
Abogado Nominees Limited

Date14 AUGUST 1996.....

PlaceLONDON.....

CERTIFIED TO BE A TRUE
COPY OF THE ORIGINAL

G Howe

For and on behalf of
ABOGADO NOMINEES LIMITED

