Company No: 2797438

THE COMPANIES ACT 1985

Company Limited by shares

ORDINARY RESOLUTIONS

of

VODAFONE INTERNATIONAL OPERATIONS LIMITED

At the Extraordinary General Meeting of the above named Company convened and held on 21 December 1999 the following resolutions were passed as ordinary resolutions.

ORDINARY RESOLUTIONS

- (a) THAT the share capital of the Company be increased from £15,000,000,000 to £55,000,000,000 by the creation of £40,000,000,000 new shares of £1 each to rank pari passu in all respects with the existing shares of the Company.
- (b) THAT the Directors are unconditionally authorised pursuant to S.80 of the Companies Act 1985, to allot all shares in the authorised capital of the Company which are unissued at the time of the passing of this resolution at any time or times during the period of five years from the date hereof.

Chairman

COMPANIES HOUSE

6/02/00