

# 11 - 07 - 97

UK ONLINE LIMITED (2968652)

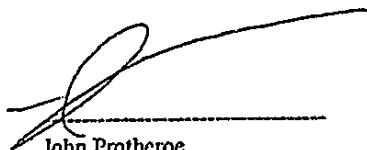
Elective resolutions passed by written resolutions of the Shareholders of UK Online Limited pursuant to Section 379A of the Companies Act 1985.

We, the undersigned being the sole Shareholder of the Company for the time being,

HEREBY make the following Resolutions which shall take effect as Elective Resolutions :

1. "THAT in accordance with the provisions of Section 252 of the Companies Act 1985 the Company hereby dispenses with the laying of accounts and reports before the company in General Meeting in respect of the period ended 31 December 1996 and subsequent financial years."
2. "THAT in accordance with the provisions of Section 366A of the Companies Act 1985 the Company hereby dispenses with the holding of the Annual general Meeting for 1997 and subsequent years."
3. "THAT in accordance with the provisions of Section 386 of the Companies Act 1985 the Company hereby dispenses with the obligation to appoint auditors annually and that during the term that such dispensation is in force the Directors be and are hereby authorised to fix the auditors remuneration

Dated 12 May 1997



John Protheroe  
For and on behalf of Easynet Group Plc  
Duly Appointed Representative

