THE COMPANIES ACTS 1985 to 1989
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS OF THE MEMBERS
OF FASTNET GROUP LIMITED
PASSED PURSUANT TO SECTION 381A
OF THE COMPANIES ACTS 1985 TO 1989
Passed on the 27mday of January 1999

#### SPECIAL RESOLUTION

## Waiver of Pre-emption on re-purchase of shares

1. THAT the pre-emption provisions in respect of the transfer of shares of the Company granted to the shareholders of the Company whether under the articles of association of the Company or otherwise are hereby waived in respect of the transfer of the 2,191 'A' ordinary shares held by 3i Group plc to the Company.

Ian C Brown

Malcolm J A McGougan

Andrew Walsh

Christopher Robert Gray

Robert Bruce

Michael Langmore

David H Cox

Ruth Stockley

3i Group Plc

DATED 27th January 1999



THE COMPANIES ACTS 1985 to 1989
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS OF THE MEMBERS
OF FASTNET GROUP LIMITED
PASSED PURSUANT TO SECTION 381A
OF THE COMPANIES ACTS 1985 TO 1989
Passed on the 27mday of January 1999

## SPECIAL RESOLUTION

## Waiver of Pre-emption on re-purchase of shares

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Ian C Brov	vn	Malcolm J A McGougan	
Andrew W	alsh	Michael Langmore	
Christophe	er Robert Gray	David H Cox	
Robert Br	uce	Ruth Stockley	
3i Group	Plc S		

DATED 27th January 1999

No. 03015466

THE COMPANIES ACTS 1985 to 1989
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS OF THE MEMBERS
OF FASTNET GROUP LIMITED
PASSED PURSUANT TO SECTION 381A
OF THE COMPANIES ACTS 1985 TO 1989
Passed on the 271 May of January 1999

## SPECIAL RESOLUTION

# Waiver of Pre-emption on re-purchase of shares

1. THAT the pre-emption provisions in respect of the transfer of shares of the Company granted to the shareholders of the Company whether under the articles of association of the Company or otherwise are hereby waived in respect of the transfer of the 100,000 'B' Preference Shares held by Ruth Stockley to the Company.

Ian C Brown

Andrew Walsh

Christopher Robert Gray

Robert Bruce

Ruth Stockley

DATED 27th January 1999

Malcolm J K McGougan

Michael Langmore

David H Cox

for an on behalf of 3i Group PLC

No. 03015466

THE COMPANIES ACTS 1985 to 1989
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS OF THE MEMBERS
OF FASTNET GROUP LIMITED
PASSED PURSUANT TO SECTION 381A
OF THE COMPANIES ACTS 1985 TO 1989
Passed on the 270 day of January 1999

#### SPECIAL RESOLUTION

# Waiver of Pre-emption on re-purchase of shares

1. THAT the pre-emption provisions in respect of the transfer of shares of the Company granted to the shareholders of the Company whether under the articles of association of the Company or otherwise are hereby waived in respect of the transfer of the 100,000 'B' Preference Shares held by Ruth Stockley to the Company.

Ian C Brown	Malcolm J A McGougan
Andrew Walsh	Michael Langmore
Christopher Robert Gray	David H Cox
Robert Bruce	for an on behalf of 3i Group PLC
Ruth Stockley	

DATED 2711 January 1999