

Written Resolution

Pursuant to Section 381A of the Companies Act 1985 of all members
of

UK Gold Holdings Limited

Elective Resolution

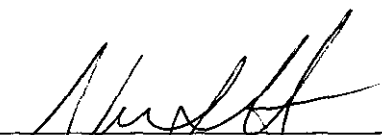
pursuant to Section 379A of the Companies Act 1985 ("the Act")

We the undersigned, being all the members of the Company who at the date of this resolution are entitled to attend and vote at a general meeting of the Company, hereby resolve:

THAT the company hereby elects:

- (a) pursuant to Section 252 of the Act, to dispense with the laying of accounts and reports before the Company in general meeting;
- (b) pursuant to Section 366A of the Act, to dispense with the holding of annual general meetings; and
- (c) pursuant to Section 386 of the Act, to dispense with the obligations to appoint auditors annually.

Dated this 4 April 05


Duly authorised representative of
Flextech Broadband Limited

Duly authorised representative of
BBC Worldwide Limited

