

Company No. 3707664

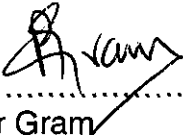
VIRGIN MOBILE TELECOMS LIMITED
("the Company")

WRITTEN RESOLUTIONS OF THE COMPANY

The Company unanimously adopted the following resolutions as Elective Resolutions on 17 July 2002:

1. **ELECTIVE RESOLUTIONS**
- 1.1 **THAT** the Company hereby elects, pursuant to Section 252 of the Companies Act 1985 (the "Act"), to dispense with the laying of accounts and reports before the Company in General Meeting.
- 1.2 **THAT** the Company hereby elects, pursuant to Section 366A of the Act, to dispense with the holding of Annual General Meetings.
- 1.3 **THAT** the Company hereby elects, pursuant to Section 386 of the Act, to dispense with the obligation to appoint auditors annually.

Certified to be a True Copy


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Peter Gram
Company Secretary

