

Company Number: 4067699

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

ELECTIVE RESOLUTIONS

OF


CABLE & WIRELESS US INVESTMENTS LIMITED

At an Extraordinary General Meeting of the above named company held at 124 Theobalds Road, London, WC1X 8RX on 22 September 2000, the following resolutions were passed as elective resolutions:-

Elective Resolutions

In accordance with section 379A of the Companies Act 1985 ("the Act"):-

- (i) IT WAS RESOLVED THAT pursuant to section 252A of the Act, the Company elects to dispense with the laying of accounts and reports before the Company in general meeting;
- (ii) IT WAS RESOLVED THAT pursuant to section 366A of the Act, the Company elects to dispense with the holding of annual general meetings;
- (iii) IT WAS RESOLVED THAT pursuant to section 386 of the Act, the Company elects to dispense with the obligation to appoint auditors annually.


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Secretary

