

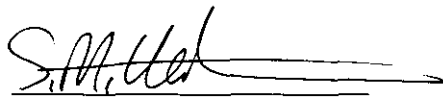
The Companies Act 1985
Elective Resolution
Pursuant to section 379A of the Companies Act 1985

COLT TELECOM FINANCE LIMITED
(Company Number 4150069)

The following ELECTIVE RESOLUTION dated 14 October 2005 has been passed as a written resolution by all members entitled to attend and vote on Shareholder Resolutions:

THAT as an elective resolution in accordance with section 379A of the Act the Company hereby elects:

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


Secretary

