

Teledata (Holdings) Limited
SC117956

ELECTIVE RESOLUTIONS

(Resolution in Writing)

It is hereby unanimously resolved as an Elective Resolution in accordance with Section 379A of the Companies Act 1985 ("the Act"):

That the Company hereby elects:

1. pursuant to Section 252 of the Act, to dispense with the laying of accounts and reports before the Company in general meeting;
2. pursuant to Section 366A of the Act, to dispense with the holding of annual general meetings; and
3. pursuant to Section 386 of the Act, to dispense with the obligation to appoint auditors annually.

Dated: 31 March 1999


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Andrew Mitchell

(duly authorised representative of Scottish Power plc, sole member of Teledata (Holdings) Limited)



