

THE COMPANIES ACT 1985 AND 1989

WRITTEN RESOLUTION OF

HUGHES NETWORK SYSTEMS EUROPE LIMITED

We, the undersigned, being the sole member of the Company for the time being entitled to attend and vote at general meetings of the Company, hereby unanimously pass the following resolution as a Written Resolution of the Company having effect as an ordinary resolution, in accordance with section 381A of the Companies Act 1985 (the "Act") and agree that such resolution shall be valid and effective as if it had been passed at a general meeting of the Company duly convened and held:

ORDINARY RESOLUTION

THAT:-

1. the authorised share capital of the Company be increased from £12,835,504 to £12,835,506 by the creation of 2 (two) additional ordinary shares of £1, such shares ranking pari passu in all respects with the existing ordinary shares.
2. the Directors be generally and unconditionally authorised pursuant to Section 80(1) of the Act, to exercise all powers of the Company to allot the unissued authorised share capital of the Company up to an aggregate nominal amount of £12,835,506 at any time or times during the period of five years from the date hereof.

DATED: 20 January 2003

Randy Segal

Duly authorised for and on behalf of
HUGHES NETWORK SYSTEMS INC

