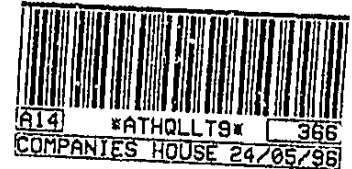


Elective Resolutions  
of  
**INFORMATION SYSTEMS GROUP LIMITED**

Company No:  
03022300

Passed:  
15 February 1996



The Companies Acts 1985 and 1989

At an Extraordinary General Meeting of the above-named Company duly convened and held at ISG HOUSE, CHAUCER PARK, KEMSING, KENT on 15 February 1996 at 10.00 AM the following Resolutions were unanimously passed as Elective Resolutions.

Resolutions

1. *"That pursuant to Section 366A of the Companies Act 1985, the company hereby elects to dispense with the holding of Annual General Meetings in 1996 and subsequent years (until this election is revoked)."*
2. *"That pursuant to Section 386 of the Companies Act 1985, the company hereby elects to dispense with the obligation to appoint auditors annually"*
3. *"That pursuant to Section 252 of the Companies Act 1985, the company hereby elects to dispense with the laying of accounts and reports before the company in general meeting"*

.....  
[Chairman]

.....  
[Date]