

No. 96056

Fujitsu Services Limited

Written Resolutions of the Directors of the Company pursuant to the Articles of Association of the Company.

1 Post Office HNG-X CCN

Reference was made to an agreement between the Company, formerly International Computers Limited, and Post Office Limited ("POL") dated 28 July 1999 as subsequently amended (the "Existing Agreement").

It was noted that the Company and POL were about to agree to implement certain changes to the Existing Agreement. The proposed amendments would be implemented in accordance with the terms of the Existing Agreement by way of a Change Control Note (as defined in the Existing Agreement) (the "HNG-X CCN").

The HNG-X CCN would vary and restate the Existing Agreement (the agreement as varied and restated being referred to as the "Amended Agreement") to incorporate the agreed changes into the Amended Agreement and to extend the term of the Amended Agreement to 31 March 2015. The value of the extension was expected to be £230m over five years and the revisions included the re-engineering of the Horizon application and a revision to the services including a data centre move to Belfast and next day engineering services.

The Directors considered the changes and agreed that the extension and amendments were in the best interests of the Company, consequently it was **RESOLVED** that the HNG-X CCN be approved and, subject to such changes to it as Mr Courtley or Mr Christou might agree, Mr Peter Rowley or any Director be authorised to sign the HNG-X CCN for and on behalf of the Company and that it be delivered to POL.

2 Proposal to close the Fujitsu Services Limited Representative Office in Serbia

Fujitsu Services Limited operated in Serbia and Montenegro through a direct sales operation and a local company, Fujitsu Services d.o.o., which was a wholly owned trading subsidiary of Fujitsu Services Limited.

The facilities of the Representative Office had not been used for many years and consequently a proposal had been received to close it. The reasons supporting the proposal were set out in a paper attached to this Resolution.

The Directors considered the attached proposal and agreed that it was in the best interests of the Company to close the Representative Office in Serbia. Accordingly it was **RESOLVED** that the Representative Office in Serbia be closed as soon as all legal and administrative steps could be completed. It was further **RESOLVED** that any Director or the Company Secretary be authorised to sign any documents necessary to effect the closure.

3 Fujitsu Services Management Committee

Whereas

There had been produced to the Directors of the Company (1) the Minutes of a meeting (the "May Meeting") of the Fujitsu Services Management Committee (the "FSMC") held on 18th May 2006 (the "May Minutes") and (2) the Agenda (the "August Agenda") for a meeting (the "August Meeting") of the FSMC to be held on 24th August 2006.

We, being all the Directors of the Company, hereby **RESOLVE** that

- 1 the deliberations of the FSMC at the May Meeting as recorded in the May Minutes and the resolutions of the Committee passed at such meeting, so far as they concern the Company, be adopted as the deliberations and resolutions of the Board and that those proceedings be approved, ratified and confirmed in all respects; and
- 2 the consideration by the FSMC at the August Meeting of the business set forth in the August Agenda be authorised and approved.

GRO

Richard Christou

Date: 15 August 2006

GRO

David Courtley

Date: August 2006

GRO

Brian Harris

Date: August 2006

GRO

Roger Leek

Date: 29th August 2006

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Takashi Yamada

Date: August 2006

We, being all the Directors of the Company, hereby **RESOLVE** that

- 1 the deliberations of the FSMC at the May Meeting as recorded in the May Minutes and the resolutions of the Committee passed at such meeting, so far as they concern the Company, be adopted as the deliberations and resolutions of the Board and that those proceedings be approved, ratified and confirmed in all respects; and
- 2 the consideration by the FSMC at the August Meeting of the business set forth in the August Agenda be authorised and approved.

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Richard Christou
Date: August 2006

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David Courtley
Date: August 2006

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Brian Harris
Date: August 2006

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Roger Leek
Date: August 2006

GRO

Takashi Yamada
Date: August 2006