

CABLE & WIRELESS LIMITED
Company Number 00238525
(the "Company")

Written Resolutions of Sole Member

30 November 2016 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions be passed as special resolutions (the "Resolutions")

1 SPECIAL RESOLUTIONS

- 1.1 THAT the Company reduce its capital using the solvency statement procedure available to the Company under section 641(1)(a) of the Companies Act 2006, by reducing the share premium account by £249,334,338.58 to £0.00, and share capital account by £656,142,996.00 (the "Capital Reduction") For avoidance of doubt, this equates to a reduction of the shares in issue by 2,624,571,984 shares, leaving a total nominal share capital in the Company of £0.25pence, equating to 1 share in issue
- 1.2 THAT the requisite entries be made in the Company's statutory records and accounts upon the registration of the Capital Reduction sanctioned pursuant to the resolution at 1.1 above, and the amount by which the share premium account is so reduced be credited to a reserve of the Company

2 AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolutions

The undersigned, being the sole member of the Company entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions and confirms receipt of a copy of the directors' solvency statement (the "Solvency Statement") made pursuant to section 643 of the Companies Act 2006 at or before the date hereto, as required by section 642(2) of the Companies Act 2006

Please note that the above resolution must be passed not later than 15 days after the date of the Solvency Statement in order for the Capital Reduction to be valid

TUESDAY



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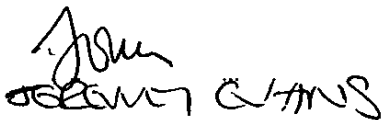
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COMPANIES HOUSE

Signed by

Handwritten signature of John Anthony.

Authorised representative of Cable & Wireless Communications Limited

Dated 30/11/2016

NOTES

- 1 Eligible members are the members who would have been entitled to vote on the resolutions on the circulation date of the written resolutions. The Company is a sole member company.
- 2 The circulation date of the written resolutions is the Circulation Date.
- 3 The procedure for signifying agreement by the sole eligible member to the written resolutions is as follows:
 - (a) The sole eligible member signifies its agreement to the proposed written resolutions when the Company receives from the member (or someone acting on its behalf) an authenticated document
 - (i) identifying the resolution to which it relates, and
 - (ii) indicating the member's agreement to the resolution
 - (b) The document must be sent to the Company in hard copy form or in electronic form.
 - (c) The sole eligible member's agreement to the written resolutions, once signified, may not be revoked.
 - (d) The written resolutions are passed when the sole eligible member has signified its agreement to them.
- 4 The period for agreeing to the written resolutions is the period of 28 days beginning with the Circulation Date (see section 297 of the Companies Act 2006).