

Step 5

Company number 00244080

**THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION**

of

CABLE AND WIRELESS (INVESTMENTS) LIMITED

(the Company)

UNDER THE COMPANY'S ARTICLES OF ASSOCIATION

By a written resolution dated 29 March, 2007, the holder of all the issued share capital of the Company agreed to the following resolution being passed

That

- (1) the authorised share capital of the Company be increased by £3,956,127,542 to £4,456,127,542 by the creation of an additional 15,824,510,168 ordinary shares of £0.25 each ranking pari passu in all respects as one class of shares with the existing ordinary shares in the capital of the Company,
- (2) the directors be generally and unconditionally authorised, in accordance with section 80 of the Companies Act 1985, to exercise all powers of the Company to allot relevant securities (as defined for the purposes of that section) up to a maximum nominal amount of £4,185,797,893.50,
- (3) the authority in (2) above shall expire on the date which is 5 years from the passing of this resolution,
- (4) the Company may, before the authority in (2) above expires, make an offer or agreement which would or might require relevant securities to be allotted after it expires, and
- (5) all previous unutilised authorities under section 80 of the Companies Act 1985 shall cease to have effect

Handwritten signature

Assistant Secretary



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COMPANIES HOUSE