

Company Number 1414242

WEDNESDAY



OUTPUT UK (TECHNOLOGISTS) LIMITED  
(the "Company")

Directors Resolution passed pursuant to Regulation 106 of the  
Companies Act 1948 Table A on *24* January 2008

Signatories Timothy George Price (Director)  
Simon Bampfylde Daniell (Director)

1 Declaration of Interest

1.1 It was noted that the directors had declared their respective interest in the business the subject of this directors' resolution in accordance with the requirements of section 317 of the Companies Act 1985 and the Company's articles of association

1.2 It was noted that, pursuant to the Company's articles of association, a director may vote and form part of the quorum in relation to any matter in which they he is interested

2. Business

It was noted that in connection with the negotiations for the sale and purchase of the entire issued share capital of the Company's parent company, GPT Telecom Limited ("GPT"), it would be desirable to be able to hold a future meeting of the board by telephone to approve certain documents in connection with such sale and purchase, including, without limitation, the giving by the Company of financial assistance for the purposes of such sale and purchase. Accordingly, it was necessary to change the Company's articles of association in order to allow such a meeting to be held


5 APPROVAL BY THE MEMBERS

It was noted that both directors had before them a form of written resolution of GPT to take effect as a special resolution (the "Written Resolution") approving the required change to the Company's articles of association

6 IT IS HEREBY RESOLVED that the Written Resolution be recommended for acceptance by the members of the Company pursuant to Chapter 2 of Part 13 of the Companies Act 2006



Timothy George Price  
Director



Simon Bampfylde Daniell  
Director