

The Companies Act 2006

PRIVATE COMPANY LIMITED BY SHARES

SHAREHOLDER'S WRITTEN RESOLUTION

of

THE TELECOM CENTRE LIMITED
("the Company")

Circulated on *4th May* 2011

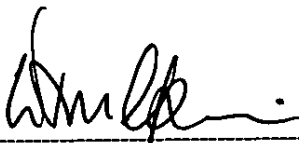
Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution -

SPECIAL RESOLUTION

Pursuant to sections 641(1)(a) and 642(2) of the Companies Act 2006 and a Solvency Statement made under section 643 of the Act on *4th May* 2011, a copy of which is attached to this written resolution, **IT WAS RESOLVED THAT** the capital of the Company be reduced by the sum of £447,049 as follows -

- (i) By the cancellation of £354,951 standing to credit in the share premium account and
- (ii) By the cancellation of £35,800 standing to credit of the Company's share capital made up of 71,600 Ordinary shares of 50p each fully paid up in the capital of the Company and
- (iii) By the cancellation of £56,298 standing in the Capital Redemption Reserve

Date *4th May* 2011



For and on behalf of Alternative Networks PLC

FRIDAY



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COMPANIES HOUSE

EXPLANATORY NOTES FOR SHAREHOLDERS:

Please read the following notes before signifying your agreement to the resolutions

- 1 If you agree to the resolutions, please signify your agreement by signing and dating this document where indicated above and returning it to the Company

If you do not agree to the above resolutions, you do not need to do anything

- 2 Once you have signified your agreement to the resolutions, you may not revoke your agreement
- 3 Unless, by the date at the end of 28 day period beginning on the circulation date, sufficient agreement has been received for the resolutions to be passed, they will lapse. If you agree to the resolutions, please ensure that signification of your agreement reached us before or on this date
- 4 Sufficient agreement will have been reached to pass an ordinary resolution if eligible members (i.e. members who were entitled to vote at the time the resolution was circulated) representing a simple majority of the total voting rights of eligible members signify their agreement to it. Sufficient agreement will have been reached to pass a special resolution if eligible members representing not less than 75% of the total voting rights of eligible members signify their agreement to it
- 5 If you are signing this document on behalf of a person under a power of attorney or other authority, please send a copy of the relevant power of attorney or authority when returning this document