

CABLE AND WIRELESS EUROPEAN INVESTMENTS LIMITED

Company Number: 3053546

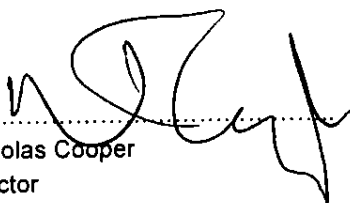
(the Company)

STATEMENT OF THE DIRECTORS OF THE COMPANY

made on 9 November 2009

1. This is a statement of the directors of the Company for the purposes of section 644(5) of the Companies Act 2006 and has been signed by each of the directors of the Company.
2. The directors of the Company confirm that the solvency statement dated 9 November 2009 and made for the purposes of section 642 of the Companies Act 2006 in the form as prescribed by the Companies (Reduction of Share Capital) Order 2008 was:
 - (A) made not more than 15 days before the date on which the written resolution resolving to (a) reduce the authorised share capital of the Company from £2,165,897,451 to £336,693,647 by cancelling and extinguishing 1,829,203,804 issued ordinary shares of £1 each; and (b) reduce the share premium account by £1,537,228,151; and
 - (B) provided to its members in accordance with section 642(2) of the Companies Act 2006.

Signed:


.....
Nicholas Cooper
Director


.....
Dominic Platt
Director

Certified a true copy


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Director / Secretary

