

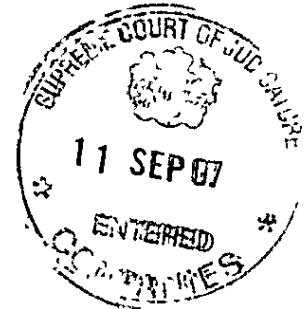
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IN THE HIGH COURT OF JUSTICE
CHANCERY DIVISION
COMPANIES COURT

Claim No 5073 of 2007

The Honourable Mr Justice Briggs

11 September 2007

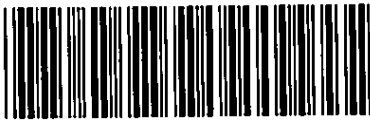


IN THE MATTER OF IXEUROPE PLC

- and -

IN THE MATTER OF THE COMPANIES ACT 1985

FRIDAY



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COMPANIES HOUSE

ORDER

UPON THE PETITION of the above-named IXEurope plc (the "Company") whose registered office is at 41-44 Great Queen Street, London WC2B 5AD on 24 August 2007 preferred unto this Court

AND UPON HEARING Counsel for the Company

AND UPON READING the said Petition and the evidence

AND UPON Equinix and Equinix, Inc (as defined in the Scheme of Arrangement hereinafter sanctioned) by Counsel for the Company, being their Counsel for the purpose, undertaking to execute and do or procure to be executed and done all such documents, acts or things as may be necessary or desirable to be executed or done by or on their behalf for the purpose of giving effect to the said Scheme of Arrangement

THE COURT HEREBY SANCTIONS the Scheme of Arrangement set forth in the First Schedule hereto

AND THIS COURT ORDERS that the reduction of the capital of the Company from £2,500,000 to £742,129 53 resolved to be effected by a Special Resolution passed at an Extraordinary General Meeting of the said Company held on 20 August 2007 be and the same is hereby confirmed in accordance with the provisions of the above-mentioned Act

AND THIS COURT HEREBY APPROVES the Minute set forth in the Second Schedule hereto

AND IT IS ORDERED that this Order be produced to the Registrar of Companies together with a copy of the said Minute and that an Office Copy hereof be delivered to him

AND IT IS ORDERED that the Registrar of Companies do register this Order notwithstanding that it has the effect of bringing the nominal value of the Company's allotted share capital below the authorised minimum

AND IT IS ORDERED that notice of the registration by the Registrar of Companies of this Order (so far as it concerns the reduction of the capital of the Company) and of the said Minute be published once in the Independent newspaper within 21 days of such registration

THE FIRST SCHEDULE BEFORE REFERRED TO:

**IN THE HIGH COURT OF JUSTICE
CHANCERY DIVISION**

COMPANIES COURT No. 5073 of 2007

IN THE MATTER OF IXEUROPE PLC

and

IN THE MATTER OF THE COMPANIES ACT 1985

SCHEME OF ARRANGEMENT

(under section 425 of the Companies Act 1985)

between

IXEUROPE PLC

and

THE HOLDERS OF THE SCHEME SHARES

PRELIMINARY

- (A) In this Scheme the following expressions have the meanings stated, unless they are inconsistent with the subject or context

Business Day: any day (excluding Saturdays, Sundays and public holidays) on which banks are open for business in the City of London,

Cash Consideration: the cash consideration payable by Equinix for the Scheme Shares under clause 2 of this Scheme,

certificated or certificated form: in relation to a share or other security, where that share or other security is held in certificated form (that is, not in CREST),

Companies Act: the Companies Act 1985, as amended,

Court: the High Court of Justice in England and Wales,

Court Hearing: the hearing by the Court of the petition to sanction this Scheme,

Court Meeting: the meeting of Scheme Shareholders (and any adjournment thereof) convened pursuant to an order of the Court pursuant to section 425 of the Companies Act, to be held at 10 00 a m , on 20 August 2007, for the purpose of considering and, if thought fit, approving the Scheme (with or without amendment) of which notice is set out on page 160 of the document of which this Scheme forms part,

Court Order: the order of the Court granted at the Court Hearing sanctioning this Scheme under section 425 of the Companies Act and confirming the reduction of share capital pursuant to the Scheme under section 137 of the Companies Act,

CREST: the relevant system (as defined in the Regulations) in respect of which Euroclear is the Operator (as defined in the Regulations),

Effective Date: the date on which this Scheme becomes effective in accordance with this Scheme,

EGM: the extraordinary general meeting of IxEurope Shareholders (and any adjournment thereof) convened in connection with the Scheme to be held at 10 10 a m on 20 August 2007 (or, if later, as soon as the Court Meeting has been concluded or adjourned) of which notice is set out on page 161 of the document of which this Scheme forms part,

Equinix: Equinix UK Limited (incorporated in England and Wales under registered number 06293383),

Euroclear: Euroclear UK & Ireland Limited,

Hearing Date: the date of the commencement of the hearing by the Court of the petition to sanction this Scheme and to confirm the reduction of capital provided for by this Scheme,

Hearing Record Time: 6 00 p m on the Business Day immediately preceding the Hearing Date,

Holder: a registered holder (and "holder" includes any person entitled by transmission),

Regulations: the Uncertificated Securities Regulations 2001 (SI 2001 No 3755),

Scheme: this scheme of arrangement under section 425 of the Companies Act between IxEurope and Scheme Shareholders in its present form or with or subject to any modification thereof or in addition thereto or condition approved or imposed by the Court and agreed by IxEurope and Equinix,

Scheme Record Time: 5 00 p m on the last Business Day immediately prior to the Effective Date,

Scheme Shareholders: holders of Scheme Shares,

Scheme Shares: the IxEurope Shares

- (i) in issue as at the date of this document, namely 181,184,323,
- (ii) (if any) issued after the date of this document and prior to the Voting Record Time in respect of the Court Meeting, and
- (iii) (if any) issued on or after the Voting Record Time and at or prior to the Hearing Record Time either on terms that the original or any subsequent holder thereof shall be bound by this Scheme or in respect of which the holder thereof shall have agreed in writing to be bound by this Scheme,

(but excluding any IxEurope Shares held by Equinix or any member of the Equinix Group),

IxEurope plc: IxEurope plc, a company incorporated in England and Wales under registered number 03796971,

IxEurope Shareholders: holders of the IxEurope Shares,

IxEurope Shares: ordinary shares of 1 pence each in the capital of IxEurope,

uncertificated or uncertificated form: in relation to a share or other security, a share or other security title to which is recorded on the relevant register of the share or security as being held in

uncertificated form in CREST, and title to which, by virtue of the Regulations, may be transferred by means of CREST, and

Voting Record Time: the time fixed by the Court for determining the entitlement to vote at the Court Meeting, as set out in the notice of the Court Meeting

- (B) The present authorised share capital of IxEurope is £2,500,000 divided into 250,000,000 ordinary shares of 1 pence each. As at 5 30 p.m. on 24 July 2007, the latest practicable date prior to the date of this document, 181,184,323 IxEurope Shares of 1 pence each were in issue and were fully paid up, or credited as fully paid up, and the remainder were unissued.
- (C) As at the date of this Scheme, Equinix does not own any IxEurope Shares. It is proposed that Equinix acquire one ordinary share in the capital of IxEurope, prior to the Court Hearing.
- (D) Equinix has consented in writing to this Scheme and has undertaken to be bound thereby and to execute and do, or procure to be executed and done, all such documents, acts or things as may be necessary or desirable to be executed or done by it or on its behalf for the purpose of giving effect to this Scheme.

THE SCHEME

1. Cancellation of Scheme Shares and issue of new IxEurope Shares

- 1.1 The share capital of IxEurope shall be reduced by cancelling and extinguishing all of the Scheme Shares (notwithstanding any provision in the articles of association of IxEurope).
- 1.2 Forthwith and contingently upon the reduction of share capital referred to in clause 1.1 of this Scheme taking effect (notwithstanding any provision in the articles of association of IxEurope), IxEurope shall appropriate and apply the amount credited to the books of account of IxEurope arising as a result of such reduction of capital taking effect in creating and paying up in full at par all of the new IxEurope Shares, being such number of new ordinary shares of 1 pence each in the capital of IxEurope ("new Shares") as shall be equal to the number of Scheme Shares cancelled as aforesaid and having the same rights as the Scheme Shares so cancelled, which shall be allotted and issued, credited as fully paid, to Equinix and/or any designated subsidiary of Equinix and/or its nominee in consideration for the sums to be paid by Equinix as set out in clause 2 of this Scheme.

2. Consideration for cancellation of Scheme Shares

In consideration for the cancellation of the Scheme Shares and the allotment and issue to Equinix and/or any subsidiary of Equinix and/or its nominee of the new Shares as provided in clause 1 of this Scheme, Equinix shall pay to or for the account of the Scheme Shareholders on the register of members of IxEurope at the Scheme Record Time the sum of 140 pence in respect of each Scheme Share then held by such persons.

3. Payments

- 3.1 As soon as practicable after the Effective Date and in any event not more than 14 days thereafter, Equinix shall
 - (A) issue, deliver or procure delivery to all Scheme Shareholders of the Cash Consideration due to them as follows

- (1) in the case of Scheme Shares which at the Scheme Record Time are in certificated form, Equinix shall despatch or procure the despatch to each of the relevant holders cheques for the sums payable to them in accordance with clause 2, or
 - (2) in the case of Scheme Shares which at the Scheme Record Time are in uncertificated form, Equinix shall procure the making of a CREST payment in favour of the relevant holder's payment bank in accordance with the CREST payment arrangements in respect of the Cash Consideration due to the relevant holder, provided that Equinix may (if, for any reason, it wishes to do so) make payment of the said sums by cheque as aforesaid
- 3 2 All cheques required to be delivered under this Scheme shall be payable to Scheme Shareholders or, in the case of joint holders, to the joint holders in the register of members of IXEurope at the Scheme Record Time. All such cash payments shall be made in pounds sterling by cheque drawn on a branch of a clearing bank in the United Kingdom. Encashment of any such cheques shall be a complete discharge to Equinix for the money represented thereby.
- 3 3 All cheques required to be despatched by this Scheme shall be despatched by first class post by Equinix in a pre-paid envelope addressed to the relevant holders entitled thereto at their respective addresses as appearing in the register of members of IXEurope at the Scheme Record Time (or such other address as may be notified by the holder of IXEurope Shares before such time) or, in the case of joint holders, at the registered address of that one of the joint holders whose name stands first in such register (except, in their case, as otherwise directed in writing).
- 3 4 Neither Equinix nor IXEurope nor their nominees shall be responsible for any loss or delay in the transmission of cheques sent in accordance with this Scheme which shall be sent at the risk of the addressee.
- 3 5 The provisions of this clause 3 shall take effect subject to any prohibition or condition imposed by law.

4. Certificates and cancellations

- 4 1 With effect from and including the Effective Date
 - (A) all certificates representing Scheme Shares shall cease to be valid as documents of title to the shares represented thereby and shall be cancelled and each Scheme Shareholder shall be bound at the request of IXEurope to deliver up the same to IXEurope or to any person nominated by IXEurope for cancellation, and
 - (B) in respect of those holders of Scheme Shares holding their shares in uncertificated form, Euroclear shall be instructed to cancel such holders' entitlements to such Scheme Shares.
- 4 2 As regards Scheme Shares, appropriate entries will be made in the register of members of IXEurope with effect from the Effective Date to reflect their cancellation.

5. Operation of this Scheme

- 5 1 This Scheme shall become effective as soon as an office copy of the Court Order, sanctioning this Scheme under section 425 of the Companies Act and confirming, under section 137 of the Companies Act, the reduction of the capital of IXEurope provided for by

clause 1 of this Scheme shall have been delivered by IxEurope to the Registrar of Companies for registration and, in the case of the confirmation of the reduction of capital, registered by him

- 5.2 Unless this Scheme shall become effective on or before 31 October 2007 or such later date, if any, as Equinix and IxEurope may agree, with the consent of the Panel, and the Court may allow, this Scheme shall lapse

6. Modification

Equinix and IxEurope may jointly consent, on behalf of all persons affected, to any modification of, or addition to, this Scheme or to any condition approved or imposed by the Court

Dated 26 July 2007

THE SECOND SCHEDULE BEFORE REFERRED TO:

MINUTE APPROVED BY THE COURT

"The capital of IxEurope plc was by virtue of a Special Resolution and with the sanction of an Order of the High Court of Justice dated 11 September 2007 reduced from £2,500,000 divided into 250,000,000 ordinary shares of 1 pence to £742,129 53 divided into 74,212,953 ordinary shares of 1 pence each. By virtue of the said Special Resolution and a scheme of arrangement sanctioned by the said Order the capital of IxEurope plc on registration of this minute is increased to £2,500,000 divided into 250,000,000 ordinary shares of 1 pence each. At the date of the registration of this Minute 5,397,276 ordinary shares are in issue and are deemed fully paid up and none of the remaining shares has been issued. Following the Scheme, the issued share capital of the Company will be £1,811,843 23 divided into 181,184,323 ordinary shares of 1 pence each."

No 5073 of 2007

IN THE HIGH COURT OF JUSTICE
CHANCERY DIVISION
COMPANIES COURT

IN THE MATTER OF

IXEUROPE PLC

- and -

IN THE MATTER OF

THE COMPANIES ACT 1985

ORDER

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