

COMPANIES FORM No. 122

Notice of consolidation, division, sub-division, redemption or cancellation of shares, or conversion, re-conversion of stock into shares

Company number

3928553

CHFP025

Please do not write in this margin

Pursuant to section 122 of the Companies Act 1985

To the Registrar of Companies (Address overleaf)

Please complete legibly, preferably in black type, or

* insert full name of company

bold block lettering Name of company

ZTC	TELECOMMUNICATIONS	PLC	

gives notice that:

following the passing of a shareholders' resolution on 21 April 2009:

For official use

- (1) firstly, every issued and every authorised but unissued ordinary share of 10 pence in the capital of the Company was consolidated and divided on the basis of one new ordinary share of £1,000 credited as fully paid for every 10,000 ordinary shares of 10 pence (each a "Consolidated Ordinary Share") to carry the rights and to be subject to the restrictions set out in the articles of association of the Company;
- (2) secondly, all the issued and authorised but unissued Consolidated Ordinary Shares were sub-divided and converted into 20 ordinary shares of £50 each in the capital of the Company, to carry the rights and to be subject to the restrictions set out in the articles of association of the Company; and
- (3) thirdly, every issued and every authorised but unissued ordinary share of £50 in the capital of the Company was sub-divided and converted into 1 ordinary share of 1 pence and 1 deferred share of £49.99 pence in the capital of the Company, to carry the rights and to be subject to the restrictions set out in the articles of association of the Company.

#Insert Director, Secretary, Administrator, Administrative Receiver or Receiver (Scotland) as àppropriate

Signed

Designation ‡ Director

Date 21/4/01

Presenter's name address and reference (if any): Pritchard Englefield 14 New Street London

DX88 London THS/123826/1

EC2M 4HE



. International 12/06