

PRINT OF WRITTEN RESOLUTION

giffgaff Limited
Company number 4196996
(the "Company")

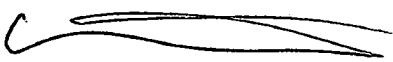
**WRITTEN RESOLUTION OF THE MEMBER OF THE COMPANY PURSUANT TO
SECTION 288 OF THE COMPANIES ACT 2006**

PASSED ON 28 JANUARY 2022

The following written resolution, having been duly proposed by the directors of the Company, was duly passed by the Company as:

SPECIAL RESOLUTION

THAT the Articles of Association contained in the document [marked 'A'] attached to this resolution and, for the purpose of identification, signed by the Chairman hereof be approved and adopted as the Articles of Association of the Company in substitution for and to the exclusion of all the existing articles thereof.

Signed


VMED O2 Secretaries Limited
Company Secretary

