

Company No: 04198746

**THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
RESOLUTION IN WRITING
of
SYNIVERSE HOLDINGS LIMITED**

("Company")

Passed the 23rd day of December 2014

By a written resolution agreed to in accordance with Chapter 2 of Part 13 of the Companies Act 2006 by or on behalf of the required number of the members of the Company who, at the date of circulating the resolution, were entitled to vote on the resolution, the following resolution of the Company was duly passed

SPECIAL RESOLUTION

5. the share capital of the Company be and the same is hereby reduced from £800 25 divided into 80,025 ordinary shares of £0 01 each to £0 01 divided into 1 ordinary share of £0.01 and that such reduction be and the same is hereby effected by cancelling and extinguishing 80,024 of the existing issued ordinary shares of £0 01 each registered in the name of Syniverse Technologies B V., and reducing all of the share premium account, such reduction to be effected by way of the solvency statement procedure set out in sections 622-644 of the Companies Act 2006.

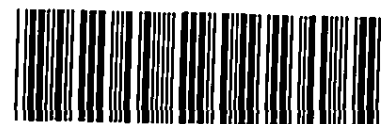
Signed

Laura E Binion

Laura Binion, Director

Dated

12/23/14



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05/01/2015

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COMPANIES HOUSE