



# Cambridge Internetworking

Company Number 4441386

**The Companies Act 1985  
Company Limited by Shares**

**Written Resolution**

**Of**

**CAMBRIDGE INTERNETWORKING LIMITED**

**(Pursuant to section 381A of the Companies Act 1985)**

**Adopted the \_\_\_\_\_ day of \_\_\_\_\_ 2002** **18 NOV 2002**

We, the undersigned, being all the members of the Company who at the date of this resolution are entitled to attend and vote at a general meeting of the Company, HEREBY RESOLVE that the following resolutions be duly passed as Special Resolutions:

## **SPECIAL RESOLUTIONS**

1. THAT the Articles of Association of the Company be amended by inclusion of the following as Article 4.2:

Notwithstanding Article 5, if the transferor is either a person whose business is to make, manage or advise upon investments (an "Institutional Investor") (or a nominee thereof) or a fund, partnership or other entity managed or advised by an Institutional Investor, its Shares may be transferred to any affiliated or parallel fund or partnership (or nominee thereof) managed or advised by such Institutional Investor, to any participant or partner or former partner in such fund, partnership or other entity (or nominee thereof), to such Institutional Investor itself or to any successor manager or proposed successor manager of such fund or partnership (the "Defined Group") provided that if such transferee ceases to be a part of the Defined Group, it shall, immediately prior to such event, transfer the Shares back to another member of the Defined Group at that time.

2. THAT the provisions of Article 3.3 are suspended and the directors are authorised to make allotments of shares to Providence Investment Company Limited without offering them in accordance with Article 3.3 in respect of the issue of 40,000 Ordinary Shares at a price of £0.75 per Share.

Cambridge Internetworking Ltd 4441386  
Registered Office Martineau Johnson, St Philips House, St Philips Place, Birmingham, B32PP



J C Oxford  
Juliette Oxford

Andrew Harter

Alan Jones

Kieran Mansley

Glenford Mapp

Tim Mills

Tom McGuire

John Oxford and Gillian Oxford *Gillian Oxford*

Micheal Dennis Addlesee

Alan Mycroft and Susan Hilary Mycroft

Andrew Hopper

Lisa Wood

Steve Pope

**Andy Harter**

From: "steve pope" <spope@cambridgeinternetworking.com>  
 To: "andy harter" <aharter@iee.org>  
 Sent: 06 November 2002 17:25  
 Subject: Ci - Friends and Family

Company Number 4441386

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Juliette Oxford

Andrew Harter

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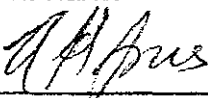
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Alan Jones

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Kieran Mansley

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Glenford Mapp

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Tim Mills

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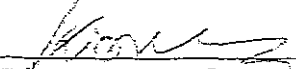
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Alan Jones

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Kieran Mansley

Glenford Mapp  
Glenford Mapp

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Tim Mills

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Tom McGuire

11/7/02

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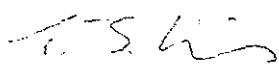
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\_\_\_\_\_  
Tim Mills

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Page 1/2

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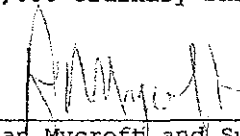
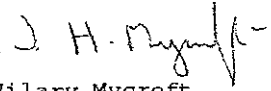
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D J. C. 8/11/2002

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