

Company number 04515167

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

ARIESO LIMITED ("Company")

30 June 2016

Under Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolutions below are passed as special resolutions (the "**Special Resolutions**")

SPECIAL RESOLUTIONS

- 1 THAT the share premium account of the Company be cancelled and the amount of the share premium account so cancelled be credited to a reserve
- 2 THAT the share capital of the Company be reduced from £6,390 7964 to £0 0001 by cancelling and extinguishing 8,148,368 ordinary shares, 12,249,900 A ordinary shares, 36,078,952 B ordinary shares and 7,430,743 Z ordinary shares each registered in the name of JDSU UK Limited and the amount by which the share capital is so reduced be credited to a reserve

We further consent to every variation or abrogation of the rights attaching to any class of shares of which we are a holder involved in or proposed to be effected by the passing of the resolutions set out above

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Special Resolutions

The undersigned, a person entitled to vote on the above resolutions on 30 June 2016, hereby irrevocably agrees to the Special Resolutions



Signed by **VIAVI SOLUTIONS UK LIMITED**
acting by a director



Date

30 June 2016

NOTES

1 If you agree to all of the resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following delivery methods

By hand delivering the signed copy to Todd Taylor at Astor House, Newbury Business Park, London Road, Newbury, Berkshire RG14 2PZ

Post returning the signed copy by post to Todd Taylor at Astor House, Newbury Business Park, London Road, Newbury, Berkshire RG14 2PZ

Email by attaching a scanned copy of the signed document to an email and sending it to todd.taylor@viavisolutions.com Please type "Written resolutions- Capital Reduction" in the email subject box.

If you do not agree to the resolutions, you do not need to do anything. You will not be deemed to agree if you fail to reply.

2 Once you have indicated your agreement to the resolutions, you may not revoke your agreement.

3 Unless by the date falling 28 days from the circulation of these resolutions, sufficient agreement is received for the resolutions to pass, they will lapse. If you agree to the resolutions, please ensure that your agreement reaches us before or during this date.

4 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.

5 If you are signing this document on behalf of a person under a power of attorney or other authority, please send a copy of the relevant power of attorney or authority when returning this document.