

Registered No. 5141256

**COMPANY LIMITED BY SHARES  
WRITTEN RESOLUTION**

-of-

**THE CLOUD NETWORKS LIMITED**  
(the "Company")

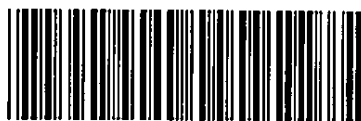
**CIRCULATED on 7 AUGUST 2008**

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

**SPECIAL RESOLUTIONS**

- 1 That the Directors be and they are hereby generally and unconditionally authorised for the purposes for section 80 of the Companies Act 1985 (as amended) (the "Act") to exercise all the powers of the Company to allot relevant securities (as defined in section 80 of the Act) provided that the authority hereby granted under this resolution 1 shall be limited to the allotment by the Company of up to 280,000 A Preferred Shares pursuant to the terms of a sale and purchase agreement between (1) The Cloud Networks Germany GmbH (2) the Sellers (as defined therein), (3) GlobalAirNet AG and (4) the Company dated 19 December 2007 (the "**Sale and Purchase Agreement**") for a period expiring (unless previously renewed or revoked by the Company in general meeting) on the date which is 2 years from the date of passing of this resolution 1 but so that the Directors may allot A Preferred Shares pursuant to the Sale and Purchase Agreement notwithstanding that the authority conferred hereby has expired This resolution is in substitution for the authority conferred under the written resolution of the A Preferred Shareholders dated 20 December 2007 granting authority to allot up to 330,000 A Ordinary Shares to the Sellers
- 2 That the Directors be and are hereby given the power to allot equity securities (as defined in section 94(2) of the Act pursuant to the authority conferred by resolution 1 above as if the pre-emption provisions in Article 8 of the Articles of Association shall not apply to such allotment of equity securities and so that this resolution 2 shall cease to have effect when the authority conferred by resolution 1 above is revoked or would (if not renewed) expire, but so that the Directors may allot A Preferred Shares pursuant to the Sale and Purchase Agreement notwithstanding that the authority conferred hereby has expired This resolution is in substitution for the authority conferred under the written resolution of the A Preferred Shareholders dated 20 December 2007 granting authority to allot 330,000 A Ordinary Shares

THURSDAY



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## AGREEMENT

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

As a person entitled to vote on the Resolutions on 7 August 2008, I hereby irrevocably agree to the Resolutions

Signed by Ian Loble

For and on behalf of 3i  
Group Plc

Date

*Ian Loble* 8/8/08

Signed by Ian Loble

For and on behalf of 3i Pan  
European Technology 2004  
– 2006 L.P

Date

*Ian Loble* 8/8/08

Signed by Ian Loble

For and on behalf of 3i  
Global Technology 2004 –  
2006 L.P.

Date

*Ian Loble* 8/8/08

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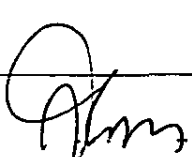
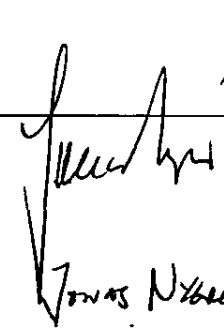
Signed by [NAME OF INDIVIDUAL]	.....
For and on behalf of IT Provider Fund IV K.B	.....
Date	.....

Signed by [NAME OF INDIVIDUAL]	<i>Jürg Bollag</i> .....
For and on behalf of IT Provider Fund IV L.P	<i>[Signature]</i> .....
Date	<i>8<sup>th</sup> of August 2008</i> .....

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Signed by [NAME OF INDIVIDUAL]		
For and on behalf of IT Provider Fund IV K.B	LISA SUNDBERG	JONAS NYMAN
Date	2008-08-08	


Signed by [NAME OF INDIVIDUAL]	
For and on behalf of IT Provider Fund IV L.P	
Date	

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As a person entitled to vote on the Resolutions on 7 August 2008, I hereby irrevocably agree to the Resolutions


Signed by [NAME OF INDIVIDUAL]	JONATHAN BIGGS
For and on behalf of Accel Europe L.P	
Date	8/8/08


Signed by [NAME OF INDIVIDUAL]	JONATHAN . BIGGS
For and on behalf of Accel European Investors 2004 L P	
Date	8/8/08

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As a person entitled to vote on the Resolutions on 7 August 2008, I hereby irrevocably agree to the Resolutions

Signed by [NAME OF INDIVIDUAL]	JONATHAN BIGGS
For and on behalf of Accel Europe L P	
Date	8/8/08

Signed by [NAME OF INDIVIDUAL]	JONATHAN BIGGS
For and on behalf of Accel European Investors 2004 L P	
Date	8/8/08

## NOTES

- 1 If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods
  - **By Hand** delivering the signed copy to Hamil Stevenson at The Cloud Networks Limited, 54 Bartholomew Close, London, EC1A 7HP
  - **Post** returning the signed copy by post to Hamil Stevenson at The Cloud Networks Limited, 54 Bartholomew Close, London, EC1A 7HP
  - **Fax** faxing the signed copy to +44(0)2076001213 marked "For the attention of Hamil Stevenson"

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 Resolution, you may not revoke your agreement
- 3 Unless by [28 days after circulation date], sufficient agreement has been received for the Resolutions to pass, it 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