

Registered No. 5141256

**COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION**

-of-

THE CLOUD NETWORKS LIMITED
(the "Company")

CIRCULATED on 6 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 10,000 Ordinary Shares (subject to adjustment in accordance with the terms of the warrants) pursuant to the terms of an instrument granting warrants to subscribe for Ordinary Shares ("**Warrant Instrument**") proposed to be executed by the Company 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 Ordinary Shares pursuant to the Warrant Instrument notwithstanding that the authority conferred hereby has expired
- 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 Ordinary Shares pursuant to the Warrant Instrument notwithstanding that the authority conferred hereby has expired

THURSDAY





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COMPANIES HOUSE

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 6 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	07/08/08


Signed by [NAME OF INDIVIDUAL]	Jonathan Biggs
For and on behalf of Accel Europe Investors 2004 L.P	
Date	07/08/08


AGREEMENT

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Signed by [NAME OF INDIVIDUAL]	KRISHNA VISWANATHAN
For and on behalf of 3i Group Plc	
Date	06 / Aug / 08

Signed by [NAME OF INDIVIDUAL]	KRISHNA VISWANATHAN
For and on behalf of 3i Pan European Technology 2004 – 2006 L.P	
Date	06 / Aug / 08 ..

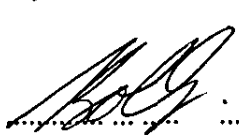
Signed by [NAME OF INDIVIDUAL]	KRISHNA VISWANATHAN
For and on behalf of 3i Global Technology 2004 – 2006 L.P.	
Date	06 / Aug / 08

AGREEMENT

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

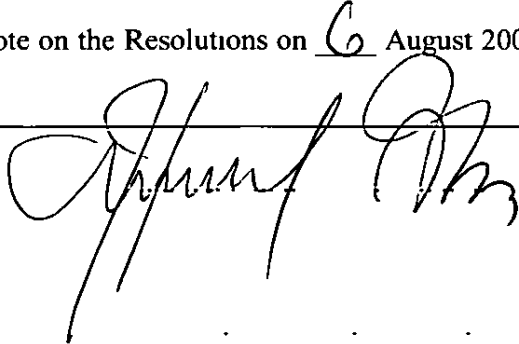
Signed by [NAME OF INDIVIDUAL]	Jurg Bolley
For and on behalf of IT Provider Fund IV L.P	
Date	7 th of August 2008

AGREEMENT

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As a person entitled to vote on the Resolutions on 6 August 2008, I hereby irrevocably agree to the Resolutions

Signed by [NAME OF
INDIVIDUAL]



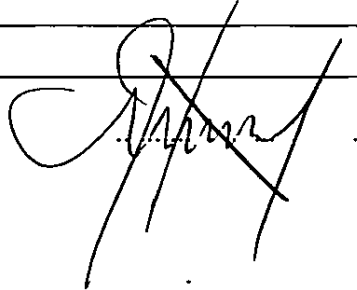
For and on behalf of IT

Provider Fund IV K.B

Date

2008-08-08

Signed by [NAME OF
INDIVIDUAL]



For and on behalf of IT

Provider Fund IV L.P

Date


8/4/08

AGREEMENT

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As a person entitled to vote on the Resolutions on 6 August 2008, I hereby irrevocably agree to the Resolutions

Signed by George Polk


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 [NAME] at The Cloud Networks Limited, 54 Bartholomew Close, London, EC1A 7YR
 - **Post:** returning the signed copy by post to [NAME] at The Cloud Networks Limited, 54 Bartholomew Close, London, EC1A 7YR
 - **Fax:** faxing the signed copy to [FAX NUMBER] marked "For the attention of [NAME]"

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.