

Company number: 5141256

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

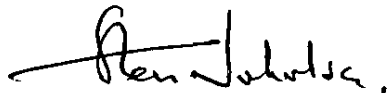
- of -

THE CLOUD NETWORKS LIMITED (the "Company")

Record of written resolution agreed to in accordance with Chapter 2, Part 13 of the Companies Act 2006 which has effect as it passed by the Company in General Meeting

It is recorded that

- 1 The written resolution (the **Resolution**) a copy of which is attached, was passed as a special resolution by or on behalf of the members of the Company who, at the date of the circulation of the resolution, were entitled to attend and vote at a General Meeting of the Company



Director

16/11/2010

WEDNESDAY



AEBSRP6D

A36

17/11/2010

315

COMPANIES HOUSE

Company number: 5141256

THE COMPANIES ACTS 1985 to 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS

- of -

THE CLOUD NETWORKS LIMITED (the "Company")

10 February 2010 (the "Circulation Date")

Pursuant to chapter 2 of part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution (the "**Resolution**")

AMENDMENT OF ARTICLES OF ASSOCIATION

	FOR	AGAINST
THAT the existing articles of association of the Company be and hereby are amended as follows		
(a) deleting the definitions for "3i", "3i Global Technology" and "3i European Technology" in article 1 1,		
(b) inserting a definition for "Encore" in article 1 1 as follows "Encore Encore I Fund LP"		
(c) amending the definition of "Investor" in article 1 1 by deleting the reference to "3i, 3i Global Technology and 3i European Technology" and replacing it with "Encore" and deleting the word "together" in the bracket immediately following "Encore",		
(d) amending the definition of "Investor Majority" in article 1 1 by deleting the reference to "3i, 3i Global Technology and 3i European Technology are acting together as one Investor" and replacing it with "Encore is acting as one Investor",		
(e) deleting article 10 13 and renumbering the existing articles 10 14 and 10 15 consequentially,		
(f) deleting the references to "3i's Investor Group" in article 11 5 and replacing with "Encore's Investor Group",		
(g) deleting the reference to "3i, 3i Global Technology and 3i European Technology acting together as one Investor" in article 14 1 and replacing with "Encore acting as o Investor"		

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"AEBSQP6C"
17/11/2010
COMPANIES HOUSE

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AGREEMENT

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

The undersigned, being a member of the Company entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agrees to that Resolution for which "X" is marked in the "For" box above

Note: To "vote" for the Resolution you must sign below AND mark "X" in the "For" box for the Resolution above.

Signed

Name

(PRINT NAME)

For and on behalf of

(COMPLETE IF MEMBER IS A COMPANY)

Date

NOTES

- 1 If you wish to vote in favour of a Resolution please put an 'X' in the box marked "For" next to that Resolution

If you wish to vote against a Resolution please put an 'X' in the box marked "Against" next to that Resolution or leave both boxes next to that Resolution blank

Once you have indicated your voting intentions please sign and date this document and return it to the Company using one of the following methods

- (a) **by hand** delivering the signed copy to Jonathan Apps at Third Floor, 4 Victoria Square, St Albans, Herts, AL1 3TF or
- (b) **by post** returning the signed copy by post to Jonathan Apps at Third Floor, 4 Victoria Square, St Albans, Herts, AL1 3TF, or
- (c) **by fax** faxing the signed copy to fax number +44 (0)1727 971 701 marked "For the attention of Jonathan Apps,
- (d) **by email** emailing the signed copy to jonathan.apps@thecloud.net with subject matter "Written Resolution"

If there are no Resolutions that you agree with, 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 a Resolution, you may not revoke your agreement
- 3 Unless, by 28 Days from the Circulation Date, sufficient agreement has been received from the required majority of eligible members for a Resolution to be passed, it will lapse. If you agree to any or all of the Resolutions, please ensure that your agreement reaches us on or before 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.