

Company number: 5987714

PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION

of

FIBRE 7 UK LIMITED (the "Company")

FRIDAY



Passed on 1 April 2009

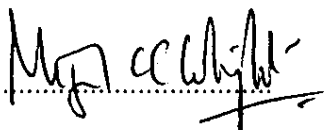
The following resolution was duly passed as a special resolution on 1 April 2009 by way of written resolutions under Chapter 2 of Part 13 of the Companies Act 2006.

- (a) the authorised share capital of the Company be and it is hereby increased from £50,000 to £80,000 by the creation of an additional 3,000,000 ordinary shares of 1 pence each in the capital of the Company ("**Ordinary Shares**"), such shares having the rights set out in the articles of association of the Company (the "**Articles**");
- (b) subject to the consent being obtained of the holder(s) of the issued A Shares of 1 pence each ("**A Shares**") and B Shares of 1 pence each ("**B Shares**") in the capital of the Company being obtained in accordance with Articles 6 (*Variation of class rights*) of the Articles, the rights attaching to the A Shares and the B Shares be varied and the Articles be amended,
 - (i) by deleting Article 4.2 (*Conversion of A Shares – Cumulative PAT*) and Article 4.3 (*Conversion of A Shares – Exit Event*) of the Articles so as to remove the conversion rights attaching to the A Shares;
 - (ii) by deleting Article 4.4 (*Conversion of B Shares – Cumulative PAT*) and Article 4.5 (*Conversion of B Shares – Exit Event*) of the Articles so as to remove the conversion rights attaching to the B Shares;
 - (iii) by replacing Article 4.6 (*Conversion of C Shares*) with the following "*If either A Shares and/or B Shares would have converted into Ordinary Shares if the conversion rights applicable at the time of their issue continued to apply, then a number of C Shares shall automatically convert into Ordinary Shares on the Relevant Conversion Date or on completion of the Exit Event (as the case may be). The number of C Shares to convert shall be calculated as follows*
$$(7.5/92.5) \times Z$$

Where Z = the number of A Shares and/or B Shares which would have converted into Ordinary Shares if the conversion rights applicable at the time of their issue continued to apply on the Relevant Conversion Date or on completion of an Exit Event (as the case may be)";

- (iv) by making any necessary consequential changes to the numbering and cross-referencing in the Articles; and
 - (v) by amending the references in Articles 4.8 (*Right to Object*) to 4.13 (*Redemption of Ratchet Shares*) of the Articles and Article 12.4 (*Ratchet Shareholder leaves*) of the Articles from "Ratchet Shares" to "C Shares" and from "Ratchet Shareholders" to "C Shareholder(s)".
- (c) that the directors of the Company, in addition to the authority granted pursuant to Article 5.1 (*Directors' authority to allot*) of the Articles, be and they are hereby generally and unconditionally authorised to allot, grant options over, or otherwise dispose of or deal with the 3,000,000 Ordinary Shares created pursuant to paragraph (a) above to such persons, on such terms and in such manner as they think fit provided that such authority shall, unless revoked or varied expire five years from the date this resolution is passed, but without prejudice to any offer or agreement made before that anniversary which would or might require the exercise by the directors of the Company after such anniversary of their powers in pursuance of the said authority.

Signed.....



DIRECTOR