

Company number 10241385



A10 29/09/2016 #114

COMPANIES HOUSE

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

IRIDIUM MIDCO LIMITED (the "Company")

Circulation Date 19 September 2016

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

- a) Resolution 3 below is passed as a special resolution, and
- b) Resolutions 1 and 2 are passed as ordinary resolutions

1 RESOLUTION 1 – SUB-DIVISION

THAT, subject to the adoption of the New Articles the 1 ordinary share of £1 00 in the capital of the Company be sub-divided into 10 ordinary shares of £0 10 in the capital of the Company, such shares having the rights and being subject to the rights and restrictions set out in the New Articles

2 RESOLUTION 2 – AUTHORITY TO ALLOT

THAT, subject to the adoption of the New Articles, the directors be and are hereby generally and unconditionally authorised pursuant to section 551 of the 2006 Act to exercise all or any powers of the Company to allot 9,990 ordinary shares of £0 10 each in the capital of the Company, 17,822,690 preference shares of £0 00001 in the capital of the Company, provided that

- (a) this authority shall expire (unless previously renewed, varied or revoked by the Company in general meeting or by written resolution) on the fifth anniversary of the date of this resolution,
- (b) the Company may before such expiry make an offer, agreement or other arrangement which would or might require shares to be allotted or rights to be granted after such expiry and the directors may allot shares or grant rights in pursuance of such offer, agreement or other arrangement as if the authority hereby conferred had not expired, and
- (c) this authority shall be in substitution for all previous authorities under section 551 of the 2006 Act which are hereby revoked but without prejudice to any allotment, offer or agreement made or entered into prior to the date of this resolution


3 RESOLUTION 3 – DIS-APPLICATION OF PRE-EMPTION RIGHTS

THAT, subject to the passing of Resolution 3 and in accordance with section 570 of the 2006 Act, the directors be generally empowered to allot equity securities (as

defined by section 560 of the 2006 Act) pursuant to the authority conferred by Resolution 2 as if section 561(1) of the 2006 Act did not apply to any such allotment provided that the authority granted by this resolution shall cease to have effect where the authority granted under Resolution 2 is revoked

AGREEMENT

The undersigned, being the sole member entitled to vote on the above resolutions, hereby irrevocably agrees to the Resolutions


For and on behalf of,

Iridium Topco Limited

Date 19 September 2016

NOTES

- 1 If you agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company before the end of the period of 28 days beginning with the Circulation Date (the "**Lapse Period**") using one of the following methods
 - (a) **By Hand** delivering the signed copy to the Directors at 9 Mandeville Place, London W1U 3AY
 - (b) **Post** returning the signed copy by post to the Directors at 9 Mandeville Place, London W1U 3AY

If you do not agree to all of 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 end of the Lapse Period, 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