COMPANY NUMBER SC122481

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

TELEWEST COMMUNICATIONS (FALKIRK) LIMITED

(the "Company")

WHEREAS, pursuant to section 291 of the Companies Act 2006, ("the Act"), the directors of the Company propose that the resolutions set out below (the "resolutions") be passed by the eligible members of the Company (within the meaning of section 289 (1) of the Act).

WHEREAS, pursuant to section 642(2) of the Act, the directors of the Company have provided a copy of the Solvency Statement in the prescribed form and containing the information set out in section 643 of the Act.

WHEREAS, in order to be effective, the resolutions must be passed within 15 days of the date of the Solvency Statement.

WE, the undersigned, being the eligible member of the Company (within the meaning of section 289 (1) of the Act) HEREBY RESOLVE AND AGREE, pursuant to section 283 of the Act, that the resolutions be passed as special resolutions, being for all purposes as valid and effective as if passed as special resolutions at a general meeting of the Company.

SPECIAL RESOLUTIONS

THAT:

1. the Company reduces its issued share capital from £124,511 to £1 by cancelling and extinguishing all but 1 of the 124,511 issued ordinary shares of £1 each;

2. the directors of the Company be authorised to do all such things as necessary to give effect to aforementioned reduction of capital including:

   a. arranging for the amount of the capital so reduced to be credited to a reserve which, pursuant to Article 3(2)(b) of the Companies (Reduction of Share Capital) Order 2008, shall be treated for the purposes of Part 23 of the Act as released profits, and

   b. filing within 15 days of these resolutions being passed, a copy of these resolutions, the signed Solvency Statement, a statutory Form SH19 and a Statement of Compliance by the directors confirming that the Solvency Statement was made not more than 15 days before the date on which this resolution is passed and was provided to the members in accordance with section 642(2) of the Act.

AGREEMENT

The undersigned, being those persons entitled to vote on the Special Resolutions on the date hereof, hereby irrevocably agree to the Special Resolutions being passed.

The Special Resolutions maybe signed in counterpart, and if different counterparts shall bear different dates, then the Special Resolutions shall take effect on the latest date on any such counterpart.

Signed by:

Robert Dominic Dunn
Director

For Telewest Communications (Scotland Holdings) Limited

Date: 27 April 2017

Mine Ozkan Hifzi
Director

For Telewest Communications (Scotland Holdings) Limited

Date: 27 April 2017