The Companies Act 2006 **Company Limited by Shares**

Written Resolution

of

The Eastern Leasing Company Limited

(the "Company")

Passed on 22 April 2016

The following written resolution of the members of the Company was passed as a special resolution of the Company pursuant to Chapter 2 of Part 13 of the Companies Act 2006

IT IS HEREBY RESOLVED THAT:

With the directors of the Company having on 22 April 2016 made a solvency statement in accordance with section 643 of the Companies Act 2006, the share premium account of the Company be reduced by £687,497,000 (to zero)

Liz Miles (for Vodafone Corporate Secretaries Limited)

Director

The Eastern Leasing Company Limited

Date 25/04/16

27/04/2016 RCS COMPANIES HOUSE