

Company No. 2604361

**BT FIFTY  
(the "Company")**

**Written Resolution**

of the Sole Member of the Company

**Circulation Date: 18 October 2018**

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**").

**Special Resolution**

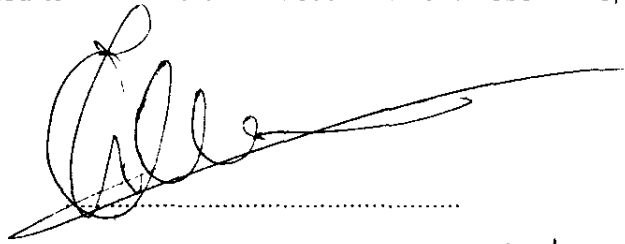
**THAT:** (i) the Company's share capital be reduced from £1,663,704,142 to £1.00 by cancelling 1,663,704,141 ordinary shares of £1.00 each; and (ii) the Company's share premium account be reduced from £1,367,513,073 to £nil.

**Agreement**

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

The undersigned, being the sole person entitled to vote on the Resolution on 18 October 2018, hereby irrevocably agrees to the Resolution:

Signed on behalf of  
**BT (Netherlands) Holdings B.V.**



MAW Cremers-Luit  
director and authorized  
signatory

**NOTES:**

- 1** If you agree to the Resolution please indicate your agreement by signing and dating this document where indicated above and returning it to the Company by hand or by post.
- 2** If you do not agree to the Resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.
- 3** Once you have indicated your agreement to the Resolution, you may not revoke your agreement.

TUESDAY



\*L7H5DUYB\*  
LD2 23/10/2018 #23  
COMPANIES HOUSE