

CABOT COMMUNICATIONS LIMITED



**CABOT**

**THE COMPANIES ACT 1985**

**Registered Number: 02817269**

Cabot Communications Ltd.  
Verona House  
Filwood Road  
Bristol BS16 3RY  
England

Tel: 0117 958 4232  
Fax: 0117 958 4168

[www.cabot.co.uk](http://www.cabot.co.uk)

**NOTICE** is given here under the act mentioned above of an extraordinary general meeting of the Company to be held at 09:00 am (local UK time) precisely on 1 September 2005, by conference call for the purposes of considering and, if thought fit, passing thereat, or at any adjournment thereof the following resolution as a special resolution:

**SPECIAL RESOLUTION**

**THAT** article 11(7) of the Company's articles of association be deleted and replaced by the following article:

*"11(7) A member may at any time transfer all or any of his holding of 'B' Shares, or 'A' Shares which he has converted into 'B' Shares pursuant to Article 5(4) to any person without restriction as to price or otherwise."*

By order of the board of directors

Signed by the Company Secretary

Note: any member of the Company entitled to attend, speak and vote at the above-mentioned meeting may appoint a proxy to attend, speak and, on a poll, vote instead of that member. A proxy may demand, or join in demanding, a poll. A proxy need not be a member of the Company.



International Tel: +44 (0) 117 958 4232  
International Fax: +44 (0) 117 958 4168  
[www.cabot.co.uk](http://www.cabot.co.uk)

Company Registration No: 2817269



Cabot Communications Ltd.  
Verona House  
Filwood Road  
Bristol BS16 3RY  
England

Tel: 0117 958 4232  
Fax: 0117 958 4168

[www.cabot.co.uk](http://www.cabot.co.uk)

## **CABOT COMMUNICATIONS LIMITED**

### **THE COMPANIES ACT 1985**

**Registered Number: 02817269**

Minutes of an extraordinary general meeting of the Company duly convened and held via conference call on 1 September 2005 at 09:00am (UK time)

Present: T. Erdogan (Chairman)

I. Alkim (representing Vestel Elektronik Sanayi se Ticaret)

A. Somyurek (Secretary)

1. The chairman noted that the meeting had been duly convened and that a quorum was present and opened the meeting.
2. With the consent of the members present the notice convening the meeting was taken as read.
3. The chairman explained the purpose of the meeting.
4. The chairman then proposed the resolution set out in the notice as a special resolution of the Company that was passed [unanimously] on a verbal 'for' or 'against' vote. The chairman declared the resolution duly carried as a special resolution.
5. There being no further business, the chairman declared the meeting closed.

A handwritten signature in black ink, appearing to read "A. Somyurek", is written over a horizontal dotted line.

Secretary

International Tel: +44 (0) 117 958 4232  
International Fax: +44 (0) 117 953 4168  
[www.cabot.co.uk](http://www.cabot.co.uk)

Company Registration No. 2817269