

Company No. 3598157

**BT FORTY-NINE  
(the "Company")**

**Written Resolution**  
of the Members of the Company

**Circulation Date: 13 June 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 A Preference share capital be reduced from £500,000 to £nil by cancelling 500 A Preference shares of £1,000 each; (ii) its A Preference share premium account be reduced from £6,200,000 to £nil; and (iii) its ordinary share premium account be reduced from £3,038,697,970 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 13 June 2018, hereby irrevocably agree to the Resolution:

Signed on behalf of  
**British Telecommunications plc**

*Linda Bruce-Watt*

**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.

THURSDAY

