PRINT OF WRITTEN RESOLUTION

O2 COMMUNICATIONS LIMITED Company number 04271548 (the "Company")

WRITTEN RESOLUTION OF THE MEMBERS OF THE COMPANY PURSUANT TO SECTION 288 OF THE COMPANIES ACT 2006

PASSED ON 2 NOVEMBER 2015

The following written resolution, having been duly proposed by the directors of the Company, was duly passed by the Company as a special resolution

SPECIAL RESOLUTION

Cancellation of share premium account

THAT the share premium account of the company be cancelled (the "Cancellation of Share Premium") and that amount be credited to the company's profit and loss account, such cancellation of share premium to take effect on the day on which the copy of this resolution (and the documents which must accompany it under section 644(1) of the Companies Act 2006) is registered by the registrar of companies at companies house in accordance with section 644(3) of the Companies Act 2006

Signed

Company Secretary

for and on behalf of

02 COMMUNICATIONS LIMITED

WEDNESDAY

LD1

04/11/2015 COMPANIES HOUSE

#102