

Company Number 3928553

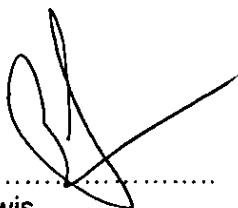
THE COMPANIES ACTS 1985 AND 1989
COMPANY LIMITED BY SHARES

PRINT OF AN
ORDINARY RESOLUTION
OF
ZTC TELECOMMUNICATIONS PLC
("the Company")

At an Annual General Meeting of the Company duly convened and held at 14 New Street, London EC2M 4HE on the 21st day of April 2009 at 10 am the following Resolution was duly passed as an Ordinary Resolution of the Company:-

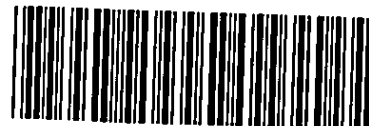
THAT the Directors be and they are generally and unconditionally authorised to exercise all or any of the powers of the Company to allot relevant securities (within the meaning of Section 80 of the 1985 Act up to an aggregate nominal amount of £29,956.52 following the Share Capital Reorganisation for the period expiring 15 months after the date of passing this resolution or at the conclusion of the next Annual General Meeting of the Company whichever first occurs (unless previously renewed, varied or revoked by the Company in General Meeting), save that the Company may prior to such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the Directors may allot relevant securities pursuant to any such offer as if the authority conferred hereby had not expired.

References in this resolution to the 1985 Act, or to sections of the 1985 Act, shall, where the context requires and where appropriate, include references to the Companies Act 2006 and any corresponding or similar sections of that Act, it being the intention that, to the extent permitted by law, the authority contained in this resolution shall continue in full force and effect notwithstanding any repeal of the 1985 Act or any relevant part or section thereof.



.....
Frank Lewis
(Chairman)

FRIDAY



AZSB09AV

A24

24/04/2009

282

COMPANIES HOUSE