

**WRITTEN RESOLUTION
OF THE SOLE SHAREHOLDER**

of

VIRGIN MEDIA INVESTMENT HOLDINGS LIMITED

Company Number: 03173552

(the "Company")

Circulation Date: 28 November 2018

Pursuant to Chapter 2 (Written resolutions) of Part 13 of the Companies Act 2006 (the "Act"), the directors of the Company propose the following resolution to be passed as an ordinary resolution, as specified below:

ORDINARY RESOLUTION

THAT the directors of the Company be generally and unconditionally authorised, for the purposes of section 551 of the Act, to exercise all and any powers of the Company to allot ordinary shares of £0.001 each in the capital of the Company and to grant rights to subscribe for, or to convert any security into, ordinary shares of £0.001 each in the Company to any person, at any time and subject to any terms and conditions as the directors think proper, up to an aggregate nominal amount not exceeding £0.004, provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 31 January 2019, save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or rights to be granted and the directors may allot shares or grant rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

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TUESDAY



A11 *A7L1DPKW* #305
18/12/2018
COMPANIES HOUSE

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the written resolution.

The undersigned, being the sole member of the Company entitled to vote on the above written resolution on the Circulation Date, confirms receipt of the above written resolution in accordance with section 291 of the Act and hereby irrevocably agrees to the written resolution.

Signed: Robert D Dunn

Name: Robert Dunn

for and on behalf of
VIRGIN MEDIA FINANCE PLC, as the sole shareholder

Date: 28 NOVEMBER 2018

NOTES

1. If you agree with the written resolution please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:

By Hand: delivering the signed copy to Gill James, Media House, Bartley Wood Business Park, Hook, Hampshire RG27 9UP.

By Post: returning the signed copy by post to Gill James, Media House, Bartley Wood Business Park, Hook, Hampshire RG27 9UP.

By Email: by attaching a scanned copy of the signed document to an e-mail and sending it to gill.james@virginmedia.co.uk.
2. If you do not agree to the written 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 written resolution, you may not revoke your agreement.
4. Unless, by the end of 28 days (beginning with the Circulation Date), sufficient agreement has been received for the written resolution to pass, they will lapse. If you agree to the written resolution, please ensure that your agreement reaches us before this date.
5. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.