

**Attendance Card
General Meeting**

Travel Information for Meeting Venue:

The offices of J.P. Morgan, 60 Victoria Embankment, London, EC4Y 0JP.

By underground: Blackfriars Underground (access is provided by the circle and district underground lines) and Blackfriars mainline station are both a short walk away.

By rail: The closest station is London Blackfriars North Entrance (Thames link train service).

By bus: Buses 45, 63 and 388 stop near to Blackfriars station, which is a short walk away from the meeting venue.

For wheelchair access, please access the offices of J.P. Morgan from the entrance on John Carpenter Street.

Signature:

Shareholder Reference Number:

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**Proxy Form
General Meeting**

Please read the notice of the General Meeting and the explanatory notes below before completing this form.
A general meeting of Cable & Wireless Communications Plc (the "Company") for the purpose of giving effect to the provisions of Part 28 of the Companies Act 2006 (the "Scheme") is being held at the offices of the Company dated 22 March 2016 (the "Scheme Document") between the Company and the Scheme Shareholders (as defined in the Scheme Document) will be held at the offices of **J.P. Morgan, 60 Victoria Embankment, London, EC4Y 0JP** on 28 April 2016 at 11.05 a.m. (London time) (the "General Meeting") (or as soon thereafter as the Court Meeting (as defined in the Scheme Document) convened by the Court for the same day, shall have been concluded or adjourned) at which place and time the holders of Cable & Wireless Communications Plc's ordinary shares (the "Shares") are requested to attend.

Voting ID

Task ID

Shareholder Reference Number

3527-060-S

Please use a **black pen**. Mark with an 'X' inside the box as shown in this example.
I/we, being (a) member/member(s) of the Company entitled to attend and vote at the General Meeting, hereby appoint the Chairman of the General Meeting or the following person as my/our proxy to attend and vote for me/us on my/our behalf over the following number of Shares:

Name of Proxy:

Number of Shares:

at the General Meeting and, at any adjournment thereof. The proxy is to vote as instructed in respect of the special resolution set out below.

Note 1: If you do not wish to appoint the Chairman of the General Meeting as your proxy, add in block capitals the name of your chosen proxy in the empty box above. Please leave the box empty if you wish to appoint the Chairman of the General Meeting as your proxy.

Note 2: Please leave the box empty if you wish to appoint a proxy in relation to all of your Shares.

Tick box if one of a multiple proxy appointment

For the appointment of one or more proxy, please refer to explanatory note 6.

IMPORTANT: Please indicate with an "X" in the appropriate box how you wish the proxy to vote. If you mark more than one of the boxes below, this Proxy Form will be invalid.

SPECIAL RESOLUTION

That

For Against Vote Withheld*

1. for the purpose of giving effect to the scheme of arrangement dated 22 March 2016 (the "Scheme") between the Company and the holders of the Scheme Shares (as defined in the Scheme), a print of which has been produced to this meeting and for the purposes of identification signed by the Chairman thereof, in its original form or subject to any modification, addition or condition agreed by the Company and Liberty Global plc ("Liberty") and approved or imposed by the Court, the directors of the Company (or a duly authorised committee thereof) be authorised to take all such action as they may consider necessary or appropriate for carrying the Scheme into effect; and

2. Company be amended on the terms described in the notice of the General Meeting.

The Special Resolution is set out in full in the notice of General Meeting contained in Part Eleven of the Scheme Document which accompanies this Proxy Form. If you fail to select any of the given options your proxy can vote as he/she chooses or can decide not to vote at all. The proxy can also do this on any other resolution that is put to the meeting.

*The "Vote Withheld" option is to enable you to abstain on any particular resolution. However, it should be noted that a "vote withheld" is not a vote in law and will not be counted in the calculation of the proportion of the votes. "For" or "Against" a resolution.

Signature

Dated

If signing on behalf of a company please enter the company name below in block letters and state your official capacity.

For and on behalf of:

Company Name:

Official Capacity:

Please detach this portion of the Proxy Form before posting. You can submit your proxy electronically at www.sharevote.co.uk using the Voting ID, Task ID and Shareholder Reference Number given above.

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Notes to the Form of Proxy

1. A shareholder entitled to attend and vote at the General Meeting is entitled to appoint another person as his proxy to exercise all or any of his rights to attend, speak and vote at the General Meeting. A shareholder may appoint more than one proxy in relation to the General Meeting provided that each proxy is appointed to exercise the rights attached to a different share or shares held by that shareholder. Proxies need not be shareholders of the Company. Any proxy appointed pursuant to this Proxy Form will vote as indicated by this Proxy Form on the Special Resolution. For any other business arising at the General Meeting (including any procedural motion or resolution not listed in the notice of the General Meeting) the proxy appointed pursuant to this Proxy Form will vote at his sole discretion.
2. This Proxy Form (i) in the case of an individual must either be signed by the appointor or his attorney; and (ii) in the case of a corporation must be either given under its common seal or be signed on its behalf by an attorney or a duly authorised officer of the corporation. Any signature on or authentication of such appointment need not be witnessed. Where an appointment of a proxy is signed on behalf of the appointor by an attorney, the power of attorney or a copy thereof certified notari ally or in some other way approved by the Directors must (failing previous registration with the Company) be submitted to the Company, failing which the appointment may be treated as invalid.
3. The appointment of a proxy will not prevent a shareholder from subsequently attending and voting at the General Meeting in person.
4. To be effective, the Proxy Form, and any power of attorney or other authority under which it is executed (or a duly certified copy of any such power or authority), must either be (a) sent to the Company's Registrars, Equiniti Limited, of Aspect House, Spencer Road, Lancing, West Sussex, BN99 6DA or (b) lodged using the CREST Proxy Voting Service, in each case so as to arrive no later than 11.05 a.m. (London time) on 26 April 2016 or, if the General Meeting is adjourned, 48 hours (excluding non-working days) before the time fixed for the adjourned General Meeting.
5. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, only those shareholders registered in the register of shareholders of the Company as at 6.00 p.m. (London time) on 26 April 2016 will be entitled to attend or vote at the General Meeting in respect of the number of shares registered in their name at that time. Changes to entries on the relevant register of shareholders after 6.00 p.m. (London time) on 26 April 2016 or, if the General Meeting is adjourned, after 6.00 p.m. (London time) on the day that is two days prior to the General Meeting, will be disregarded in determining the rights of any person to attend or vote at the General Meeting.
6. If you wish to appoint more than one proxy in respect of your shareholding, photocopy the Proxy Form or contact the Company's registrars, Equiniti, by telephone on 0333 207 6379 (from within the UK) or on +44 121 415 0951 (from outside the UK) for further Proxy Forms. Calls to the 0333 207 6379 number are charged at national rates plus network extras. Lines are open from 8.30 a.m. to 5.30 p.m. (London time) Monday to Friday. Calls to the Shareholder Helpline from outside the UK will be charged at the applicable international rate. Please note that calls may be monitored or recorded and the Registrars cannot provide advice on the merits of the Scheme, nor give any financial, tax, investment or legal advice. Please ensure that all of the multiple Proxy Forms in respect of one registered holding of Shares are sent to the Company's Registrars, Equiniti Limited, of Aspect House, Spencer Road, Lancing, West Sussex, BN99 6DA.
7. In the case of joint holders, any one holder may vote. If more than one holder is present at the meeting, or purports to appoint a proxy, only the vote of, or appointment made by, the senior holder will be accepted, seniority being determined by the order in which the names appear on the register.
8. You can submit your proxy electronically at www.sharevote.co.uk and to do this you will need to use the Voting ID, Task ID and Shareholder Reference Number which are given on the Proxy Form. CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so by using the procedures described in the CREST manual.
9. Subject to the Statutes, any corporation which is a shareholder can appoint one or more corporate representatives who may exercise on its behalf all of the same powers as the corporation could exercise if it were an individual shareholder provided that they do not do so in relation to the same shares.
10. If a member appoints a proxy or proxies and then decides to attend the General Meeting in person and vote on a poll using his poll card, then the vote in person will override the proxy vote(s). If the vote in person is in respect of the member's entire holding then all proxy votes will be disregarded. If, however, the member votes at the meeting in respect of less than the member's entire holding, and the member indicates on his polling card that all proxies are to be disregarded, that shall be the case, but if the member does not specifically revoke proxies, then the vote in person will be treated in the same way as if it were the last received proxy and earlier proxies will only be disregarded to the extent that to count them would result in the number of votes being cast exceeding the member's entire holding.
11. Neither the death nor the insanity of a member who has appointed a proxy, nor the revocation or termination by a member of the appointment of a proxy (or of the authority under which the appointment was made), shall invalidate the proxy or the exercise of any of the rights of the proxy thereunder, unless notice of such death, insanity, revocation or termination shall have been received by the Company at the address specified for receipt of the Proxy Form not less than 48 hours before the commencement of the General Meeting or adjournment thereof. Any alterations to this Proxy Form must be initialed by the person who signs it.
12. Copies of the Company's articles of association as proposed to be amended by the resolution set out in the notice of meeting are available for inspection at the offices of Slaughter and May, One Bunhill Row, London EC1Y 8YY during normal business hours on a weekday until the opening of business on the day on which the meeting is held and will also be available for inspection at the place of the meeting for at least fifteen minutes before and during the meeting.

Equiniti
Aspect House
Spencer Road
LANCING
BN99 6DY

Business Reply Plus
Licence Number
RTAK-JSZB-RRBJ