

From: JPMorgan Asset Management

To: **Vodafone Europe B.V.**  
Rivium Quadrant 173, 15th Floor  
2909 LC Capelle aan den IJssel  
The Netherlands

20 April 2012

Dear Sirs

**Acquisition of Cable & Wireless Worldwide plc (the "Company") for 38 pence per share in cash by Vodafone Europe B.V. by way of scheme of arrangement under Part 26 of the Companies Act 2006 (the "Acquisition")**

We have discretionary control over 122,348,010 shares in the Company (the "**Shares**").

We confirm that it is our current intention to cast, or procure the casting of, all votes (whether on a show of hands or a poll and whether in person or by proxy) in respect of the Shares and any other shares in the Company of which we may hereafter become the registered owner, beneficial owner or in which we may become so interested at any court meeting, general meeting or class meeting in connection with the Acquisition to enable the Acquisition to become effective.

We confirm that we shall provide any information required to comply with Rule 17 of the City Code on Takeovers and Mergers (the "**Code**").

The above statement of intent is not legally binding and does not constitute an irrevocable undertaking.

We acknowledge that the disclosure obligations of Rule 2.11(d) of the Code apply to this letter and that any Code Rule 8 disclosures by us will need to make clear the impact of any dealing on the above statement.

We consent to the announcement of the Acquisition containing references to us and the contents of this letter; to particulars of this letter being set out in the formal document containing the Acquisition; and to this letter being available for inspection as required by Rule 26.1 of the Code.

Yours faithfully



For and on behalf of JPMorgan Asset Management