

HOW TO VOTE

1. COMPLETE ITEM 1 (if not already filled out by your nominee) AND ITEM 2, AND COMPLETE ITEM 3 (if applicable).
2. REVIEW THE CERTIFICATIONS CONTAINED IN ITEM 4.
3. **SIGN THE BALLOT** (unless your Ballot has already been signed or “prevalidated” by your nominee).
4. RETURN THE BALLOT IN THE PRE-ADDRESSED POSTAGE-PAID ENVELOPE (if the enclosed envelope is addressed to your nominee, make sure your nominee receives your Ballot in time to submit it before the voting deadline).
5. YOU MUST VOTE ALL YOUR [__]% WORLDCOM NOTES *EITHER TO ACCEPT OR TO REJECT THE PLAN AND MAY NOT SPLIT YOUR VOTE.*
6. **IF YOU ALSO OWN ANY BANK CLAIMS UNDER THE 364-DAY FACILITY AND/OR THE REVOLVING CREDIT FACILITY (THE “BANK CLAIMS”):** YOU WILL ALSO RECEIVE A SEPARATE BALLOT TO VOTE YOUR BANK CLAIMS.
7. ANY BALLOT RECEIVED THAT DOES NOT INDICATE EITHER AN ACCEPTANCE OR REJECTION OF THE PLAN OR THAT INDICATES BOTH AN ACCEPTANCE AND A REJECTION OF THE PLAN WILL NOT BE COUNTED.

Item 1. Principal Amount of [__]% WorldCom Notes Voted. The undersigned certifies that as of May [__], 2003, the undersigned was either the beneficial owner, or the nominee of a beneficial owner, of [__]% WorldCom Notes in the following aggregate unpaid principal amount (insert amount in the box below). If your WorldCom Notes are held by a nominee on your behalf and you do not know the amount, please contact your nominee immediately. (For purposes of this Ballot, it is not necessary and you should not adjust the principal amount for any accrued or unmatured interest.)

\$

Item 2. Vote. The beneficial owner of the WorldCom Notes identified in Item 1 votes as follows (check one box only—if you do not check a box your vote will not be counted):

to **Accept** the Plan. OR to **Reject** the Plan.

Item 3. Identify All Other [__]% WorldCom Notes Voted. By returning this Ballot, the beneficial owner of the WorldCom Notes identified in Item 1 certifies that (a) this Ballot is the only Ballot submitted for the [__]% WorldCom Notes owned by such beneficial owner, except for the WorldCom Notes identified in the following table, (b) *all* of the [__]% WorldCom Notes for which the beneficial owner has submitted Ballots are identified in the following table, and (c) *all* Ballots for [__]% WorldCom Notes submitted by the beneficial owner indicate the same vote to accept or reject the Plan that the beneficial owner has indicated in Item 2 of this Ballot (please use additional sheets of paper if necessary):

**ALL [__]% WORLDCOM
NOTES ON OTHER BALLOTS**

Account Number	Name of Registered Holder or Nominee	Principal Amount of Other [__]% WorldCom Notes Voted
		\$
		\$
		\$

Item 4. Certification. By returning this Ballot, the beneficial owner of the WorldCom Notes identified in Item 1 certifies that (a) it has full power and authority to vote to accept or reject the Plan with respect to the WorldCom Notes listed in Item 1, (b) it was the beneficial owner of the WorldCom Notes described in Item 1 on May [____], 2003, (c) *all* Ballots to vote [__]% WorldCom Notes submitted by the beneficial owner indicate the same vote to accept or reject the Plan that the beneficial owner has indicated on this Ballot, and (d) it has received a copy of the Disclosure Statement (including the exhibits thereto) and understands that the solicitation of votes for the Plan is subject to all the terms and conditions set forth in the Disclosure Statement.

Name of Creditor: _____
(Print or Type)

Social Security or Federal Tax ID. No.: _____
(Optional)

Signature: _____

Print Name: _____

Title: _____
(If Appropriate)

Street Address: _____

City, State, Zip Code: _____

Telephone Number: (____) _____

Date Completed: _____

This Ballot shall not constitute or be deemed a proof of claim or equity interest or an assertion of a claim or equity interest.

YOUR VOTE MUST BE FORWARDED IN AMPLE TIME FOR YOUR VOTE TO BE RECEIVED BY THE VOTING AGENT, INNISFREE M&A INCORPORATED, BY 4:00 P.M., EASTERN TIME, ON [____], 2003, OR YOUR VOTE WILL NOT BE COUNTED. IF THE ENCLOSED ENVELOPE IS ADDRESSED TO YOUR NOMINEE, MAKE SURE YOUR NOMINEE RECEIVES YOUR BALLOT IN TIME TO SUBMIT IT BEFORE THE VOTING DEADLINE.

IF YOU HAVE ANY QUESTIONS REGARDING THIS BALLOT OR THE VOTING PROCEDURES, OR IF YOU NEED A BALLOT OR ADDITIONAL COPIES OF THE DISCLOSURE STATEMENT OR OTHER ENCLOSED MATERIALS, PLEASE CALL THE VOTING AGENT, INNISFREE M&A INCORPORATED, AT [_____] (TOLL FREE).