

**Amerisur Resources Limited**

(Registered in England & Wales – No. 04030166)

**STATEMENT OF THE DIRECTORS**

**FOR THE PURPOSES OF SECTION 644(5) COMPANIES ACT 2006**

(Dated **March 30,** 2021)


In accordance with Chapter 2 of Part 13 of the Companies Act 2006, the following resolution was agreed to and duly passed on 2021 as a Special Resolution:

**THAT** all the shares held by the Company in Amerisur Exploración Colombia Limited and Petrodorado South America S.A. shall be transferred to GeoPark Colombia S.A.S, as sole shareholder of the Company, by way of a reduction in the share premium account of the Company from \$150,915,223.25 to \$124,401,599.34 by the cancellation of \$26,513,623.91 of the amount standing to the credit of such account (and, for the avoidance of doubt, the Capital Reduction not be effected by way of creating distributable reserves through cancelling the share premium and subsequently paying a distribution), and that such reduction be effected by way of the out of court procedure set out in sections 642 to 644 Companies Act 2006.

In accordance with section 644(5) of the Companies Act 2006, we, being all of the directors of the Company as at the date hereof, confirm that:

- (a) the solvency statement made by the directors of the Company dated **March 30,** 2021 (the **Solvency Statement**) (a copy of which is attached to this statement) was made not more than 15 days before the date on which the Special Resolution set out above was passed; and
- (b) in accordance with section 642(2) of the Companies Act 2006, a copy of the Solvency Statement was sent or submitted to every eligible member of the Company at or before the time at which the proposed Special Resolution set out above was sent or submitted to him or her.

Signed by all of the directors of the Company as at the date of this statement.

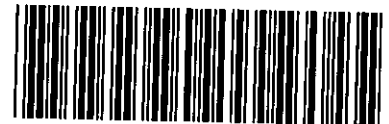
  
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Pedro Aylwin

**March 30, 2021**  
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Date of signature

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THURSDAY



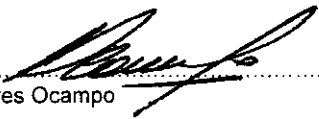
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01/04/2021

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COMPANIES HOUSE

  
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Andres Ocampo

March 30, 2021  
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Date of signature

  
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James Franklin Park

March 30, 2021  
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Date of signature