

We certify this to be a true copy of the original
Dated 1 November 2011
Morrison & Foerster (UK) LLP
A. Fyfe (Solicitor)

Company number 4323945

The Companies Act 2006

Company limited by shares

WRITTEN RESOLUTIONS

of

IGAS EXPLORATION UK LIMITED (the "Company")

31 October 2011 (the "Circulation Date")

We being the sole member of the Company who would be regarded for the purpose of Chapter 2 of Part 13 of the Companies Act 2006 as entitled to vote on the resolutions set out below, HEREBY VOTE IN FAVOUR OF THE FOLLOWING RESOLUTIONS IN WRITING as special resolutions of the Company, and hereby irrevocably agree in accordance with section 288 of the Companies Act 2006 that the said resolutions shall for all purposes be valid and effective as if passed as special resolutions at a general meeting of the Company duly convened and held

Special resolutions

- 1 That with effect from the passing of this resolution, the articles of association of the Company be amended by the inclusion of a new article 7B as follows, and that article 7 be renumbered as Article 7A

"7B Transfer of shares to a Secured Institution

7B 1 Notwithstanding anything contained in these articles, the directors shall not decline to register any transfer of shares, whether or not fully paid, nor may they suspend registration thereof where such transfer

- (a) is to any bank or institution to which such shares have been charged by way of security or to any nominee of such a bank or institution (a "Secured Institution"), or
- (b) is delivered to the Company for registration by a Secured Institution or its nominee in order to perfect its security over the shares, or
- (c) is executed by a Secured Institution or its nominee pursuant to the power of sale or other power under such security

7B 2 Furthermore, notwithstanding anything to the contrary contained in these articles

- (a) no transferor or proposed transferor of any shares in the Company to a Secured Institution, and no Secured Institution as transferor or proposed transferor, shall be required to offer to the shareholders for the time being of the Company or any of them the shares which are or are to be transferred,



- (b) no shareholder for the time being of the Company shall have any right under the articles or otherwise howsoever to require shares which are the subject of a transfer or proposed transfer referred to above to be transferred to them whether for consideration or not

7B 3 Furthermore, notwithstanding anything to the contrary contained in these articles, the Company and the directors shall not be entitled to exercise any lien which the Company has in respect of shares held by a Secured Institution or being transferred as described in this article 21 "

Important:

Please read the notes at the end of this document before signifying your agreement to the special resolutions

The undersigned, being the sole member entitled to vote on the resolutions on the Circulation Date (see *Notes 4 and 5 below*), hereby irrevocably agrees to the special resolutions


authorised signatory for and on behalf of
IGas Energy plc

Date 31-10-11