

Company number: 08774092

PRIVATE LIMITED COMPANY

WRITTEN RESOLUTION

of

ALPHA PETROLEUM (UK) HOLDINGS LIMITED

(the "Company")

(circulated on 17 December, 2013 (the "Circulation Date"))

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company have proposed that the following resolution be passed as a special resolution ("Special Resolution") by the sole shareholder of the Company:

WRITTEN RESOLUTION

Article 14 be, and hereby is, replaced in its entirety so as to read as follows:

"14. Directors' Interests

- 1) Without prejudice to the obligation of a director to disclose any such interest to his fellow directors under the Companies Act 2006, a director may vote at any directors' meeting or meeting of a committee of directors on any resolution concerning a proposed transaction or arrangement with the company in relation to which he has a direct or indirect interest. Subject to the foregoing, the relevant director shall be counted in the quorum present at a meeting when any such resolution is under consideration and his vote shall be counted.
- 2) Subject to (a) and (b) below, a director who has, or may have, a direct or indirect interest in respect of any matter which conflicts, or possibly may conflict, with the interests of the company shall be counted in the quorum present at a meeting when any such matter is under consideration and his vote shall be counted if, notwithstanding such conflict:
 - a) the members by ordinary resolution have authorized the conflicted director to be counted in the quorum and to vote on the matter in respect of which he has a conflict; or

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- b) subject to article 14(3), the directors have authorized the conflicted director to be counted in the quorum and to vote on the matter in respect of which he has a conflict.
- 3) For the purposes of article 14(2)(a), the relevant conflicted director may vote on a resolution to propose that the members pass an ordinary resolution authorizing the conflict.
- 4) For the purposes of article 14(2)(b), the authorization shall only be effective if (i) any requirement as to the quorum at the meeting at which the matter is considered is met without counting the director in question or any other interested director, and (ii) the matter is agreed to without their voting.
- 5) The members shall be able to ratify any breach of the above provisions in accordance with s.239 of the Companies Act 2006.

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Special Resolution.

Company Number 08774092

The undersigned, being the sole member of the Company entitled to attend a general meeting of the Company and vote on the above resolution on the Circulation Date and having been supplied with a copy of the documents listed in these resolution, hereby RESOLVES, in accordance with Chapter 2 Part 13 of the Companies Act 2006 to pass the Special Resolution:

Signed by 
for and on behalf of
Alpha Petroleum Holdco II Limited

Date DECEMBER 12TH, 2013

NOTES

- 1 If you agree to the resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company.

If you do not agree to the resolution, you do not need to do anything you will not be deemed to agree if you fail to reply
2. Once you have indicated your agreement to the resolution, you may not revoke your agreement.
3. The resolution will lapse if not passed by the date that is 28 days after the Circulation Date If you agree to the resolution, please ensure that your agreement reaches us before or during this date.
- 4 If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.