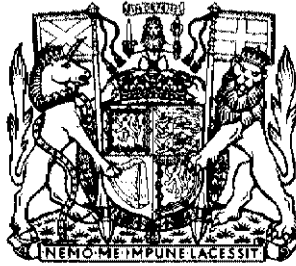


File Copy



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company No. 409781

The Registrar of Companies for Scotland, hereby certifies
that

BEN DRONAIG HYDRO LIMITED

is this day incorporated under the Companies Act 2006 as a private
company, that the company is limited by shares, and the situation of
its registered office is in Scotland

Given at Companies House, Edinburgh, on 20th October 2011



NSC409781K



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

The above information was communicated by electronic means and authenticated by the
Registrar of Companies under Section 1115 of the Companies Act 2006



Companies House
— for the record —

IN01(ef)

Application to register a company

Received for filing in Electronic Format on the: 20/10/2011



X3H7YYJ3

*Company Name
in full:* **BEN DRONAIG HYDRO LIMITED**

Company Type: **Private limited by shares**

*Situation of Registered
Office:* **Scotland**

*Proposed Register
Office Address:* **5 ATHOLL CRESCENT
EDINBURGH
MIDLOTHIAN
UNITED KINGDOM
EH3 8EJ**

I wish to entirely adopt the following model articles: **Private (Ltd by Shares)**

Company Director **1**

Type: **Person**

Full forename(s): **MR CHARLES WILLIAM NEPEAN**

Surname: **CREWDSON**

Former names:

Service Address: **GILBERT GILKES & GORDON LIMITED CANAL HEAD
NORTH
KENDAL
CUMBRIA
UNITED KINGDOM
LA9 7BZ**

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: **26/03/1964**

Nationality: **BRITISH**

Occupation: **DIRECTOR**

Consented to Act: **Y**

Date authorised: **20/10/2011**

Authenticated: **YES**

Company Director 2

Type: **Person**
Full forename(s): **MR CARL PETER**

Surname: **CROMPTON**

Former names:

Service Address: **GILBERT GILKES & GORDON CANAL HEAD NORTH
KENDAL
CUMBRIA
UNITED KINGDOM
LA9 7BZ**

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: **07/05/1973** *Nationality:* **BRITISH**

Occupation: **FINANCE EXECUTIVE**

Consented to Act: **Y** *Date authorised:* **20/10/2011** *Authenticated:* **YES**

Statement of Capital (Share Capital)

Class of shares	ORDINARY	<i>Number allotted</i>	1
		<i>Aggregate nominal value</i>	1
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

EACH SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. EACH SHARE IS ENTITLED PARI PASSU TO DIVIDEND PAYMENTS OR ANY OTHER DISTRIBUTION. EACH SHARE IS ENTITLED PARI PASSU TO PARTICIPATE IN A DISTRIBUTION ARISING FROM A WINDING UP OF THE COMPANY. THE SHARES ARE NOT REDEEMABLE.

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	1
		<i>Total aggregate nominal value</i>	1

Initial Shareholdings

Name: **GILKES ENERGY LIMITED**

Address: **GILBERT GILKES & GORDON
LIMITED CANAL HEAD NORTH
KENDAL
CUMBRIA
UNITED KINGDOM
LA9 7BZ**

Class of share: **ORDINARY**

Number of shares: **1**

Currency: **GBP**

*Nominal value of
each share:* **1**

Amount unpaid: **0**

Amount paid: **1**

Statement of Compliance

I confirm the requirements of the Companies Act 2006 as to registration have been complied with.

memorandum delivered by an agent for the subscriber(s): **Yes**

Agent's Name: **GILLESPIE MACANDREW LLP**

Agent's Address: **5 ATHOLL CRESCENT
EDINBURGH
MIDLOTHIAN
UNITED KINGDOM
EH3 8EJ**

Authorisation

Authoriser Designation: **agent**

Authenticated: **Yes**

Agent's Name: **GILLESPIE MACANDREW LLP**

Agent's Address: **5 ATHOLL CRESCENT
EDINBURGH
MIDLOTHIAN
UNITED KINGDOM
EH3 8EJ**

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of BEN DRONAIG HYDRO LIMITED

Each subscriber to this memorandum of association wishes to form a company under the Companies Act 2006 and agrees to become a member of the company and to take at least one share.

Name of each subscriber	Authentication
Gilkes Energy Limited	Authenticated Electronically

Dated: 20/10/2011