

Company number  
2059279

**THE COMPANIES ACT 2006**  
**COMPANY LIMITED BY SHARES**  
**WRITTEN ORDINARY RESOLUTIONS**  
**OF**

**BG UK HOLDINGS LIMITED (THE "COMPANY")**

In accordance with Chapter 2 of Part 13 of the Companies Act 2006 (the "2006 Act"), the sole member of the Company agreed to the following resolutions being passed as ordinary resolutions

**THAT:**

1 any steps taken by the directors of the Company to exercise any power to offer, allot or otherwise dispose of any shares in the Company is approved and ratified, in accordance with section 171 of the 2006 Act



### Agreement of Eligible Member

The undersigned, being the sole eligible member on <sup>5</sup>September 2013 (the **circulation date**), irrevocably agrees to the resolution set out above

Signed by



for and on behalf of BG Energy Holdings Limited

Date

5/9/2013

The sole eligible member must signify its agreement to the proposed resolutions as follows (i) **by hand**, by delivering a signed copy to the Company Secretary at 100 Thames Valley Park Drive, Reading, Berkshire, RG6 1PT, or (ii) **by post**, by sending a signed copy to Company Secretary at 100 Thames Valley Park Drive, Reading, Berkshire, RG6 1PT

The sole eligible member must signify its agreement to the proposed resolutions within the period of 28 days from and including the circulation date. However, if the sole eligible member does not agree with the proposed resolutions, it does not need to reply.

Once the sole eligible member has signified its agreement to the proposed resolutions, its agreement may not be revoked. The proposed resolutions will lapse if they are not passed by the end of that 28 day period.