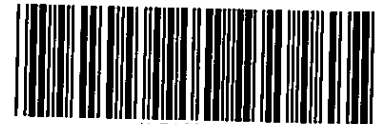


MONDAY



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29/02/2016

#75

Cofely DE Holding Company Limited
(the "Company")

Company No 02240219

The Companies Act 2006

Written Resolution of the Member
(Proposed by the Directors)

In accordance with Part 13, Chapter 2 of the Companies Act 2006, the Directors of the Company propose that the resolution set out below be submitted to the eligible member of the Company as a written resolution and passed as a special resolution (the "**Special Resolution**").

Special Resolution

*"That the name of the Company be changed to **ENGIE DE Holding Company Limited**"*

We being the sole eligible member of the Company hereby signify our irrevocable agreement to the Special Resolution.

Sole Shareholder

.....

Name. Wilfrid Petrie
For and on behalf of
Cofely UK Limited

Date: 19/02/2016



FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company Number 2240219

The Registrar of Companies for England and Wales hereby certifies that
under the Companies Act 2006:

COFELY DE HOLDING COMPANY LIMITED

a company incorporated as private limited by shares; having its registered
office situated in England and Wales; has changed its name to:

ENGIE DE HOLDING COMPANY LIMITED

Given at Companies House on **29th February 2016**



Companies House



**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**