

# IGAS ENERGY PLC

*(Incorporated and registered in England and Wales under the Companies Act 2006 with registered No. 04981279)*

## RESOLUTIONS

At the General Meeting of IGas Energy plc (the “**Company**”) held at the offices of Cooley (UK) LLP, Dashwood, 69 Old Broad Street, London EC2M 1QS on 3 April 2017 at 10.00 a.m. the following Resolutions were duly passed, of which Resolutions 1 and 2 were passed as ordinary resolutions and Resolution 3 was passed as a special resolution.

### ORDINARY RESOLUTIONS

1. **THAT**, each of the 303,305,534 ordinary shares of 10p each in the capital of the Company be sub-divided into one ordinary share of 0.0001p each in the capital of the Company and one deferred share of 9.9999p each in the capital of the Company.
2. **THAT**, subject to and conditional upon the passing of Resolution 3, and in substitution for all powers granted to the Directors at the Company’s Annual General Meeting on 25 May 2016, in accordance with section 551 of the Companies Act 2006 (the “**Companies Act**”), the Directors be generally and unconditionally authorised to exercise all powers of the Company to allot shares in the Company or to grant rights to subscribe for or to convert any security into shares in the Company up to a maximum aggregate nominal amount of £3,600 (being equal to 3,600,000,000 New Ordinary Shares) in connection with the Fundraising, as defined in the circular to Shareholders of which this Notice forms part (the “**Circular**”), provided that this authority will expire on the date falling six months from the date of the passing of this Resolution (unless renewed varied or revoked by the Company prior to or on that date) but the Company may, before this authority expires, make an offer or agreement which would or might require shares in the Company or rights to be allotted or granted in connection with the Fundraising, after this authority expires and that the Directors may allot shares in the Company or grant rights pursuant to such an offer or agreement as if the authority conferred by this Resolution had not expired.

### SPECIAL RESOLUTION

3. **THAT**, subject to and conditional upon the passing of Resolution 2, and in substitution for all powers granted to the Directors at the Company’s Annual General Meeting on 25 May 2016, in accordance with section 570 of the Companies Act, the Directors be empowered to allot equity securities for cash (within the meaning of section 560 of the Companies Act) pursuant to the authority conferred by Resolution 2 above, as if section 561 of the Companies Act did not apply to any such allotment, provided that this power shall:
  - (a) be limited to the allotment of equity securities in connection with to the Fundraising up to an aggregate nominal value of £3,600 (being equal to 3,600,000,000 New Ordinary Shares); and
  - (b) expire on the date falling six months from the date of passing this Resolution but may be previously revoked or varied by special resolution and so that the Company may, before such expiry, revocation or variation, make an offer or agreement which would or might require equity securities to be allotted in connection with the Fundraising after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement as if such power had not expired.

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Chairman of the Meeting



*Registered Office:*

7 Down Street  
London W1J 7AJ