

Company number 05083946

THE COMPANIES ACTS 2006
COMPANY LIMITED BY SHARES
RESOLUTIONS
of

THURSDAY



A16 *A263NYXS* 11/04/2013 #221
COMPANIES HOUSE

ANDES ENERGIA PLC ("Company")

At the general meeting of the Company duly convened and held on 4 April 2013 at 10 00 a m at Nabarro LLP, Lacon House, 84 Theobald's Road, London WC1X 8RW, the following resolutions were duly passed

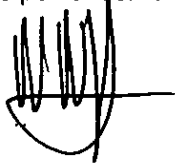
ORDINARY RESOLUTION

- 1 THAT, the directors be and they are hereby generally and unconditionally authorised in accordance with section 551 of the Companies Act 2006 (the "**2006 Act**") in addition to all existing authorities to exercise all the powers of the Company to allot shares and to make offers or agreements to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company (together "**Relevant Securities**") up to an aggregate nominal amount of £40,000,000 provided that this authority shall expire at the conclusion of the annual general meeting of the Company to be held in 2014, except that the Company may before such expiry make an offer or agreement which would or might require Relevant Securities or equity securities as the case may be to be allotted after such expiry and the directors may allot Relevant Securities or equity securities in pursuance of any such offer or agreement as if the authority in question had not expired

SPECIAL RESOLUTION

- 2 THAT subject to the passing of resolution 1 as set out in the notice of this meeting, the directors be and are empowered, in accordance with section 570 of the 2006 Act, to allot equity securities (as defined in section 560 of the 2006 Act) for cash pursuant to the authority conferred by resolution 1 or by way of a sale of treasury shares as if section 561 of the 2006 Act did not apply to any such allotment, provided that this power shall be limited to
 - 2 1 the allotment of equity securities in connection with a rights issue or other pro rata offer in favour of holders of ordinary shares and other persons entitled to participate therein where the equity securities respectively attributable to the interests of all those persons at such record dates as the directors may determine are proportionate (as nearly as may be) to the respective numbers of equity securities held or deemed to be held by them or are otherwise allotted in accordance with the rights attaching to such equity securities subject in each case to such exclusions or other arrangements as the directors may consider necessary or expedient to deal with fractional entitlements or legal difficulties under the laws of any territory or the requirements of a regulatory body or stock exchange or by virtue of shares being represented by depositary receipts or any other matter whatsoever, and
 - 2 2 the allotment (otherwise than pursuant to paragraph 2 1 above) of equity securities up to an aggregate nominal amount of £15,000,000,

and shall expire upon the expiry of the general authority conferred by resolution 1 above, except that the Company may make an offer or agreement before this power expires which would or might require equity securities to be allotted and/or shares held by the Company in treasury to be sold or transferred after such expiry and the directors may allot equity securities and/or sell or transfer shares held by the Company in treasury in pursuance of such offer or agreement as if the power conferred by this resolution had not expired

A handwritten signature in black ink, consisting of several vertical strokes and a horizontal line at the bottom, positioned above the word "Chairman".

Chairman