

Company No. 05766467

Written Resolution of Welsh Power Group Limited (the "Company")

Circulation Date: 20 March 2018

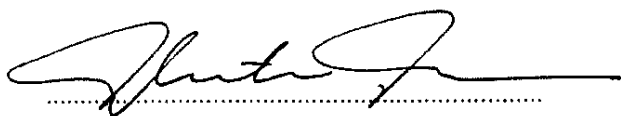
Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, it is proposed that the following resolutions be passed as special resolutions (the "**Resolutions**"):

Special Resolutions

1. **THAT** the share capital of the Company be reduced from £114,672,423 to £100,000 by the cancellation of 114,572,423 ordinary shares of £1.00 each; and
2. **THAT** the amount standing to the credit of the share premium account of the Company (being £34,478,411) be cancelled.

Please read the Notes below before signifying your agreement to the Resolutions.

The undersigned, being an "eligible member" (as defined in Section 289 of the Companies Act 2006) and entitled to vote on the Resolutions on the circulation date specified above, and having received a copy of the solvency statement made by the directors of the Company in connection with the reduction of capital referred to in the Resolutions, irrevocably agrees to the Resolutions:



For and on behalf of **CARRON ENERGY LIMITED**

Date: 20 March 2018



NOTES:

1. If you agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:

By hand: delivering the signed copy to Beth Walters at Aspen House, Central Boulevard, Blythe Valley Park, Solihull B90 8AJ.

Post: returning the signed copy by post to Beth Walters at Aspen House, Central Boulevard, Blythe Valley Park, Solihull B90 8AJ.

Email: attaching a scanned copy of the signed document to an email and sending it to bethany.walters@fieldfisher.com. Please enter "Written resolution" in the email subject box.

2. If you do not agree to the Resolutions, you do not need to do anything and you will not be deemed to agree if you fail to reply.
3. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
4. Unless sufficient agreement has been received for the Resolutions to be passed by the date falling 28 days from the Circulation Date, they will lapse. However, the Resolutions will be ineffective (even if they have not formally lapsed) unless they are passed by no later than [•] 2018. If you agree to the Resolutions, please ensure that your agreement reaches the Company before or during this date.