

THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
WRITTEN SPECIAL RESOLUTION

OF

Zoom Gas Pipelines Limited (**the Company**)

In accordance with Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company proposed that the following resolution be passed as a special resolution:

SPECIAL RESOLUTION

That the share capital of the Company be reduced by cancelling and extinguishing 209,190,000 ordinary shares of £1.00 each registered in the name of Zoom Infrastructure Limited.

DOCUMENTS ATTACHED TO THIS RESOLUTION

A copy of the directors' solvency statement dated 11th June 2019 is attached to this resolution.

TUESDAY



A20 *A88D4SFN* #151
25/06/2019
COMPANIES HOUSE

AGREEMENT OF ELIGIBLE MEMBER*

The undersigned, being the sole eligible member on 11th June 2019 (the "circulation date"), irrevocably agrees to the resolution set out above:

Signed by:



.....
for and on behalf of Zoom Infrastructure Limited.

Date:

Eligible members must signify their agreement to the proposed resolution within the period of 15 days from the date of the attached solvency statement

The sole eligible member must signify its agreement to the proposed resolution as follows: (i) **by hand**, by delivering a signed copy to Paul Miles; or (ii) **by post**, by sending a copy to Beach Secretaries Limited, 100 Fetter Lane, London, United Kingdom, EC4A 1BN for the attention of Caroline Norman. The sole eligible member must signify its agreement to the proposed resolution within the period of 15 days from and including the date of the attached solvency statement. However, if the sole eligible member does not agree with the proposed resolution, it does not need to reply. Once the sole eligible member has signified its agreement to the proposed resolution, its agreement may not be revoked. The proposed resolution will lapse if it is not passed by the end of that 15 day period.

***Note:** An "eligible member" is a member who is or would be entitled to vote on the above resolution on the circulation date (i.e. the date on which the resolution is sent or submitted to the member).