

Company Number 05901339

**THE COMPANIES ACT 2006**

**RESOLUTIONS**

**OF**

**LGO ENERGY PLC (the "Company")**

THURSDAY



A28 \*A4BAWY4A\* 09/07/2015 #256  
COMPANIES HOUSE

At the Annual General Meeting of the Company duly convened and held at the offices of Kerman and Co LLP, 200 Strand, London WC2R 1DJ on 8 July 2015 the following resolutions were duly passed as ordinary and special resolutions

**9. As an Ordinary Resolution**

**THAT** the Directors be and they are hereby generally and unconditionally authorised for the purposes of section 551 of the Companies Act 2006 ("the Act") to exercise all powers of the Company to allot relevant securities (within the meaning of that section) up to an aggregate nominal amount of £450,000 (being 900 million ordinary shares of 0.05p each), provided that this authority shall, unless renewed, varied or revoked by the Company in general meeting, expire at the commencement of the Annual General Meeting next held after the passing of this resolution, save that the Company may, before such expiry, make an offer or agreement which would or might require relevant securities to be allotted after such expiry, and the Directors may allot relevant securities in pursuance of such offer or agreement notwithstanding that the authority conferred by this Resolution has expired. This authority is in substitution for all previous authorities conferred upon the directors pursuant to section 551 of the Companies Act 2006, but without prejudice to the allotment of any relevant securities already made or to be made pursuant to such authorities.

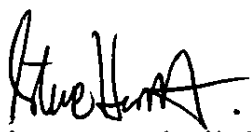
**10. As a Special Resolution**

**THAT** (subject to passing of resolution 9 set out in the notice of this meeting) the Directors be empowered pursuant to section 570 of the Act to allot equity securities (within the meaning of section 560 of the Act) for cash pursuant to the general authority conferred by resolution 9 set out in the notice of this meeting, or by way of a sale of treasury shares, for cash as if section 561 of the

Act did not apply to any such allotment or sale, provided that this power shall be limited to allotments of equity securities and the sale of treasury shares

- (i) in connection with or pursuant to an offer by way of rights, open offer or other preemptive offer to the holders of shares in the Company and other persons entitled to participate therein in proportion (as nearly as practicable) to their respective holdings, subject to such exclusions or other arrangements as the Directors may consider necessary or expedient to deal with fractional entitlements or legal or practical problems under the laws of any territory or the regulations or requirements of any regulatory authority or any stock exchange in any territory,
- (ii) up to an aggregate nominal amount of £152,508 (representing 10 per cent of the issued share capital as at 1 June 2015) in connection with an unapproved share option scheme of the Company,
- (iii) up to an aggregate nominal amount of £76,254 (representing 5 per cent of the issued share capital as at 1 June 2015) in connection with an staff incentive scheme of the Company, and
- (iv) otherwise than pursuant to sub-paragraphs (i), (ii) and (iii) above, up to an aggregate nominal amount of £275,000,

and such power shall expire at the commencement of the next Annual General Meeting of the Company, but so that the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted or treasury shares to be sold after such expiry, and the Directors may allot securities or sell treasury shares in pursuance of any such offer or agreement as if the power conferred by this resolution had not expired



Chairman

7 JULY 2015

Date