

Company no. 06004328

The Companies Act 2006
Private company limited by shares

Written resolution

of

A-Gas Investments Limited (the "Company")

WEDNESDAY



13 APRIL 2011 (the "Circulation Date")

WE, being the members of the Company who would be regarded for the purpose of Chapter 2 of Part 13 of the Companies Act 2006 (the "Act") as entitled to vote on the resolutions set out below (the "Ordinary Resolutions"), HEREBY PASS THE FOLLOWING RESOLUTIONS IN WRITING, as ordinary resolutions of the Company, and hereby irrevocably agree in accordance with section 288 of the Act that the said resolutions shall for all purposes be valid and effective as if passed as ordinary resolutions, at a general meeting of the Company duly convened and held

That the Company enters into the following documents (the "Finance Documents"):

- (a) an accession deed by which the Company will
 - (i) become party as a guarantor to the term and revolving facility agreement dated the date hereof between A-Gas (Orb) Limited, HSBC Bank plc (as Agent), HSBC Corporate Trustee Company UK Limited (as Security Agent), and National Westminster Bank Plc, Lloyds TSB Bank plc and HSBC Bank plc (as Lenders), and
 - (ii) become party to the intercreditor agreement dated the date hereof between, amongst others, A-Gas (Orb) Limited, HSBC Bank plc (as Agent), HSBC Corporate Trustee Company UK Limited (as Security Agent), and National Westminster Bank Plc, Lloyds TSB Bank plc and HSBC Bank plc (as Lenders),
- (b) a debenture dated the date hereof between the Company and HSBC Corporate Trustee Company UK Limited (as Security Agent) (the "Security Agent") by which the Company will grant fixed and floating charges over all of its assets in favour of the Security Agent;
- (c) an accession deed by which the Company will become party to a guarantee and debenture dated the date hereof between A-Gas (Orb) Limited and Lloyds Development Capital Limited (as Security Agent) (the "Investor Security Agent") and will grant fixed and floating charges over all of its assets in favour of the Investor Security Agent; and
- (d) an intercompany loan agreement to be entered into between A-Gas (Orb) Limited (1) and the Company and others (2) relating to the provision by the Company and its affiliates of a loan facility to A-Gas (Orb) Limited.

That notwithstanding any provision of the articles of association of the Company, the directors of the Company have authority to approve the terms of, and the transactions contemplated by the Finance Documents and any related document and are authorised to execute the Finance Documents on behalf of the Company

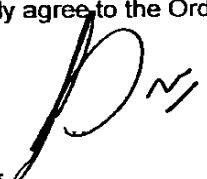
That the entry by the Company into the proposed transactions substantially on the terms set out in the Finance Documents, including giving the security, is in the best interests of the Company's business and will promote the success of the Company for the benefit of its members as a whole.

Important:

Please read the notes at the end of this document before signifying your agreement to the Ordinary Resolutions.

The undersigned, being persons entitled to vote on the resolutions on the Circulation Date (see Note 4), hereby irrevocably agree to the Ordinary Resolutions

Signed

A handwritten signature in black ink, appearing to be 'P. M.', is written over the signature line.

For and on behalf of

A-Gas International Investments Limited

Date.

17/04/11

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 (by delivering the signed copy to Osborne Clarke, 2 Temple Back East, Temple Quay, Bristol BS1 6EG marked for the attention of Tom Bussy)
 - By post (by returning the signed copy to Osborne Clarke, 2 Temple Back East, Temple Quay, Bristol BS1 6EG marked for the attention of Tom Bussy)
- 2 **The resolutions will lapse if sufficient votes in favour of it has not been received by the end of the date which is 28 days after the Circulation Date (the Circulation Date being counted as day one).** Unless you do not wish to vote on the resolutions, please ensure that your agreement reaches the Company on or before this date and time. If the Company has not received this document from you by then you will be deemed to have voted against the resolutions.
- 3 Once you have signified your agreement to the resolutions such agreement cannot be revoked.
- 4 If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.