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NEO ENERGY (ZEL) LIMITED (the “Company”)

COMPANY NUMBER: 06748922

**MEMBERS’ WRITTEN SPECIAL RESOLUTION**

CIRCULATION DATE: 8 June 2022

The following resolution was passed as a special resolution on 8 June 2022 by way of a written resolution under Chapter 2 of Part 13 of the Companies Act 2006.

**SPECIAL RESOLUTION**

“THAT, a solvency statement having been made by the directors of the Company in the form annexed to this resolution: (i) the Company’s share capital be reduced from £37,500,182.40 to £3,750.01824 by cancelling and extinguishing capital to the extent of £0.09999 on each issued ordinary share of £0.10 each and reducing the nominal value of each issued ordinary share of £0.10 each from £0.10 to £0.00001 each; and (ii) the Company’s share premium account is reduced from £16,731,775 to nil pursuant to section 641 of the Act.”

DocuSigned by:  
  
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\_\_\_\_\_  
Director  
Neo Energy (ZEL) Limited

8 June 2022  
\_\_\_\_\_  
Date