

**THE COMPANIES ACT 2006**  
**COMPANY LIMITED BY SHARES**  
**RESOLUTIONS IN WRITING**  
**of**  
**CUADRILLA RESOURCES HOLDINGS LIMITED**  
**("the Company")**

**Passed by certain shareholders of the Company on**  
**the 1<sup>st</sup> day of April 2014**

By written resolutions agreed to in accordance with section 288 of the Companies Act 2006, by or on behalf of the required number of the members of the Company who, at the date of circulating the resolution, were entitled to vote on the resolutions, the following resolutions of the Company were duly passed

**As a special resolution:**

**1. THAT** in accordance with the Articles of Association of the Company, the Directors are empowered pursuant to section 570 of the Companies Act 2006 to allot equity securities (as defined in section 560 of that Act) pursuant to the general authority given to them for the purposes of section 551 of that Act as if section 561(1) of that Act did not apply to any such allotment and the Company may make an offer or agreement which will or may require equity securities to be allotted after the expiry of the power granted by this resolution and, for the avoidance of doubt, THAT all other rights of pre-emption (if any) be disapplied for all purposes.

**As an ordinary resolution:**

**2. THAT** the Directors be and are hereby generally and unconditionally authorised in accordance with section 551 of the Companies Act 2006 to exercise all the powers of the Company to allot shares in the Company or to grant rights to subscribe for or to convert any security into shares in the Company provided that

- (i) the maximum amount of such shares that may be allotted under this authority (within the meaning of such section) is USD \$1,000,000,000 and
- (ii) this authority shall, unless it is (prior to its expiry) duly revoked or varied or is renewed, expire on the date five years from the anniversary of these resolutions save that the Company may, before such expiry, make an offer or agreement which will or may require such shares to be allotted after such expiry,

and the authority granted by this resolution is in substitution for any authority to allot shares in the Company previously granted to the Directors which (to the extent that it remains in force and unexercised) is revoked

  
Director/Secretary

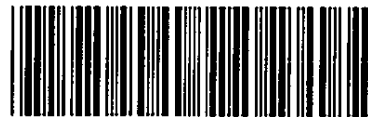
FRANCIS EGAN

Date:

  
Director/Secretary

ANDREW PRICE

Date: 1 April 2014



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