

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

TUESDAY



A10 *A11Q7EQA* 31/01/2012 #283
COMPANIES HOUSE

BORELLY ENERGY LIMITED
(a company registered in England no 7817978)
("the Company")

WRITTEN RESOLUTIONS OF MEMBERS

Circulation Date: 12/11/2012
Date Passed: 12/11/2012

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions be passed as special resolutions ("the Resolutions")

SPECIAL RESOLUTIONS

1. **THAT** the mistake contained in resolution 1 of the written resolutions ("the Written Resolutions") of the members of the Company dated 11 November 2011 ("the Resolution Date") (and identified as being Members Resolution 2) be corrected by the amendment of such resolution (to be deemed effective as at the Resolution Date) such that it read, at the Resolution Date, as follows

"1 **THAT** each of the issued ordinary shares of 10p be and hereby are redesignated and subdivided into "B" ordinary shares of 1p each in the capital of the Company ("B" Ordinary Shares"), having the rights set out in the Articles proposed to be adopted pursuant to Resolution 2 below "
2. **THAT** the mistake contained in resolution 6 of the Written Resolutions be corrected by the amendment of such resolution (to be deemed effective as at the Resolution Date) such that it read, at the Resolution Date, as follows

"6 **THAT**, subject to and with effect from, the first allotment of "B" Ordinary Shares pursuant to the Investment Agreement, the 10 "B" Ordinary Shares each held by OCS Services Limited and Octopus Nominees Limited be and hereby are redesignated as a deferred shares of 1p in the capital of the Company ("Deferred Shares"), having the rights set out in the Articles."
3. **THAT** to the extent that consent is required from the holders of "B" Ordinary Shares to the passing and implementation of any of the above resolutions, by agreeing to the above resolutions such consent is hereby given by the holders of all of the issued shares of such class

AGREEMENT TO WRITTEN RESOLUTIONS

The undersigned, being the person(s) entitled to vote on the Resolutions on the circulation date set out above and having read beforehand the notes at the end of this document, hereby irrevocably agree to the passing of the Resolutions

For and on behalf of Octopus Investments Nominees Limited

12TH JANUARY 2012
Date of signature

NOTES If you wish to agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated and returning it to the Company at the Company's registered office or for the attention of Kim Hawkins by fax on 0800 763 1812 or by email (in PDF format) to kim.hawkins@martineau-uk.com. If you do not agree to the Resolutions you need not do anything. You will not be deemed to agree if you fail to respond. Once you have indicated your agreement to the Resolutions you may not revoke your agreement. Unless by the end of the period of 28 days beginning with the circulation date set out above sufficient agreement has been received for the Resolutions to be passed they will lapse.