

MEMBER'S WRITTEN RESOLUTION

of

LHESCO LIMITED

(a company incorporated under the laws of England & Wales with registered number 11049962)

(the "Company")

MONDAY



LD1 *L7JID2I8* #63
26/11/2018
COMPANIES HOUSE

Date: 22 November 2018 (the "circulation date")

In accordance with chapter 2 of part 13 of the Companies Act 2006 (the "Act"), the directors of the Company propose the following resolution as a special resolution.

SPECIAL RESOLUTION

THAT the Company be authorised, pursuant to section 641(1)(a) of the Act, to conduct a repayment reduction of capital supported by a solvency statement (within the meaning of sections 642 and 643 of the Act) in order to repay up to £950,000 of the paid-up share capital of the Company's own preferences shares of £1.00 each (the "Shares") (being capital in excess of the Company's requirements) to the holder of the Shares.

Please read the notes below before signifying your agreement to the resolution.

The undersigned, being entitled to vote on the above resolution on the circulation date, hereby irrevocably agrees to the resolution.

Signed by S A Savident Signature M De La Rue

S A SAVIDENT - DIRECTOR

M DE LA RUE - DIRECTOR

for and on behalf of

**COMPASS GENERAL PARTNER LIMITED IN ITS
CAPACITY AS GENERAL PARTNER OF THE COMPASS
LIMITED PARTNERSHIP**

Date: 22 November 2018

Signed by [Signature] Signature JAMES AUMONIER

(Print name of signatory)

for and on behalf of

LH ENERGY 1 LLP

Date: 23 November 2018

Notes

- 1** Please find accompanying this resolution a copy of the solvency statement made by all of the directors of the Company dated 20th November 2018.
- 2** If you agree to the resolution, please signify your agreement by signing and dating this document and returning it to the Company Secretary at 5th Floor, One New Change, London, United Kingdom, EC4M 9AF (together with a certified copy of any power or authority under which it is signed). If you do not agree to the resolution, you do not need to do anything. You will not be deemed to agree if you fail to reply.
- 3** For the resolution to be passed, you must consent to the resolution being passed during the period of 28 days beginning on the circulation date. However, for the proposed capital reduction to proceed, sufficient agreement must be received by no later than 5th December 2018 (as it is a specific requirement of the Act that the solvency statement be dated no more than 15 days before the date of the special resolution approving the capital reduction).
- 4** Your agreement to the resolution, once signed and received by the Company, may not be revoked.