

Georgina Energy PLC
(the "Company")
Company No:
11954589

Passed:
18 November 2019

The Companies Acts 2006

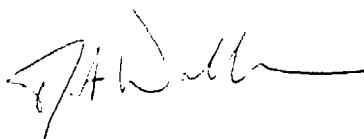
At a general meeting of the above-named Company duly convened and held at One Mayfair Place London United Kingdom on Monday 18 November 2019 the following resolutions were duly passed as an ordinary resolution.

Ordinary Resolutions

1. **THAT** the existing 50,000 ordinary shares of £1.00 each in issue in the capital of the Company be subdivided into 5,000,000 ordinary shares of £0.01 each in the capital of the Company (the "**Subdivision**").
2. Subject to and following the passing of each of the other Resolutions, **THAT** in accordance with section 551 of the Companies Act 2006 (the "**Act**") (in substitution for all subsisting authorities to the extent unused), the Directors of the Company be generally and unconditionally authorised to exercise all powers of the Company to allot relevant securities within the meaning of section 560 of the Act provided that this power shall be limited to an aggregate nominal amount of £1,971,695.17 in connection with the allotment of up to 197,169,517 ordinary shares of £0.01 each in the capital of the Company.

Special Resolutions

3. **THAT**, subject to and following the passing of each of the other Resolutions in this Notice and in substitution of all existing authorities to the extent unused, the Directors be generally empowered in accordance with section 560 of the Act to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred by Resolution 2, as if section 561(1) of the Act or any pre-emption rights contained in the Company's articles of association did not apply to any such allotment, provided that this power shall be limited to the allotment of up to 197,169,517 ordinary shares of £0.01 each in the capital of the Company.
4. **THAT** the articles of association in the form attached hereto be adopted as the articles of association of the Company in substitution for and to the exclusion of the existing articles of association of the Company.



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Chairman

18/11/2019

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Date