

Company No. SC048610

**THE COMPANIES ACT 2006**  
**PRIVATE COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTION**

- of -

**SANTOS BANGLADESH LIMITED**  
**(the Company)**

Circulated on *29 May* 2018 (Circulation Date)

TUESDAY



SCT \*S77XTWEZ\* #220  
12/06/2018  
COMPANIES HOUSE

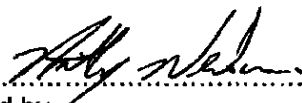
Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (Act), the Directors of the Company propose that the Resolution below is passed as a special resolution (the Resolution):

**Resolution**

THAT, the issued share capital of the Company be reduced by the Pound Sterling equivalent of US\$6,600,000 from £66,763,609.91 divided into 692,731,507 ordinary shares of 9.6 pence each to £61,805,304.75 divided into 692,731,507 ordinary shares of 8.9 pence each and that the amount reduced be repaid to Santos International Holdings Pty Ltd, being the sole shareholder of the Company.

**Please read the notes at the end of this document before you signify your agreement to the resolutions.**

The undersigned, being the member entitled to vote on the above resolutions, hereby irrevocably agrees to the resolutions indicated above.

  
Signed by  
duly authorised for and on behalf of  
**Santos International Holdings Pty Ltd**

on *29 May* 2018

**COMPANIES HOUSE**  
**12 JUN 2018**  
**EDINBURGH FRONT DESK**

## Notes

1. If you wish to vote in favour of a resolution please indicate your support by signing and dating this document and returning it using one of the following methods:
  - (a) **By hand:** delivering the signed copy to Cheryl Boyce at Farrer & Co LLP, 66 Lincoln's Inn Fields, London WC2A 3LH.
  - (b) **Post:** returning the signed copy by post to Cheryl Boyce at Farrer & Co LLP, 66 Lincoln's Inn Fields, London WC2A 3LH.
  - (c) **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to [cheryl.boyce@farrer.co.uk](mailto:cheryl.boyce@farrer.co.uk).
2. If you do not agree with the resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.
3. Your agreement to the resolutions once signified, cannot be revoked.
4. Unless, by the date 15 days from the Circulation Date, sufficient agreement has been received for the resolutions to be passed, they will lapse.
5. If you are signing this document on behalf of a person under a power of attorney or other authority, please send a copy of the relevant power of attorney or authority when returning this document.