

**SPARK ENERGY LIMITED (the "Company")**

**REGISTERED NUMBER: SC301188**

**THE COMPANIES ACTS 1985 AND 1989**

**WRITTEN RECORD OF  
MEMBERS' WRITTEN RESOLUTION**


On the <sup>5<sup>th</sup></sup> day of July 2007, the following RESOLUTIONS IN WRITING (such Resolutions to have effect as Ordinary and Special Resolutions as indicated) were duly passed by all the members of the Company entitled to attend and vote at a general meeting of the Company pursuant to section 381A, Companies Act 1985 (as amended)


**ORDINARY RESOLUTION**

- (a) THAT pursuant to Section 80 of the Companies Act 1985 as amended (the "Act") the director(s) of the Company be generally and unconditionally authorised to issue and allot up to 300,000 Ordinary shares of £0 0001 each in the share capital of the Company at a price of £0 60 or more per share at such times and on such conditions as the director(s) may determine during the period to 31 December 2007

**SPECIAL RESOLUTION**

- (b) THAT all rights of pre-emption whether in terms of the Articles of Association of the Company or the Act or otherwise be and are hereby waived in respect of the allotment of up to 83,333 Ordinary shares of £0 0001 each made during the period to 31 July 2007

  
\_\_\_\_\_  
**Director**  
For and on behalf of  
SPARK ENERGY LIMITED

  
\_\_\_\_\_  
Date

