

Spark Energy Limited (the "Company")

Registered in Scotland No. SC301188

The Companies Act 2006

Print of Members' Annual General Meeting Resolutions

At a General Meeting of the Company, duly convened and held on **Wednesday, 22nd May 2013 at 12:00pm** at Ettrick Riverside Business Centre, Dunsdale Road, Selkirk, TD7 5EB, the following resolutions were duly passed, as Ordinary or Special Resolutions, as indicated:-


ORDINARY RESOLUTIONS

- (a) THAT the Profit and Loss Account of the Company for the year to 30th June 2012, and the Balance Sheet of the Company at that date be received;
- (b) THAT, the authority to allot 2,500,000 Ordinary Shares of £0.0001 each (the "Ordinary Shares") granted to the directors of the Company on 31 May 2012 is revoked to the extent that any such shares remain authorised but not allotted under that Resolution, such revocation being made without prejudice to any such shares which have, as at the date of this Resolution, been allotted using the authority granted on 31 May 2012 and THAT pursuant to Section 551 of the Companies Act 2006 (including any statutory modification or re-enactment thereof for the time being in force) ("the Act") the directors of the Company be and are hereby generally and unconditionally authorised to issue and allot 1,000,000 Ordinary Shares in the share capital of the Company until the expiration of one year from the date hereof;
- (c) THAT Johnston Carmichael be reappointed as auditors of the Company until the conclusion of the next General Meeting and that the remuneration of the auditors be fixed by the Board of Directors; and

SPECIAL RESOLUTION

- (d) THAT all rights of pre-emption whether in terms of the Act, the Articles of Association of the Company or otherwise be and are hereby waived in respect of any allotment of shares made pursuant resolution (b) above.

For and on behalf of
MBM Secretarial Services Limited


Director and duly authorised attorney

FOR AND ON BEHALF OF
SPARK ENERGY LIMITED (SC301188)



17 June 2013

Dated