Company No 02761032 Private company limited by shares

SPECIAL RESOLUTION

OF

E ON E&P UK LIMITED (Company)

Passed on 8 March 2013

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the following resolution was proposed by the directors and passed as a special resolution

SPECIAL RESOLUTION

- 1 That the Company's articles of association be amended by
- 1 1 replacing article 12(C)(iii) with the following article
 - "12(CC)(III) If in a Directors' meeting (or part of a meeting) the numbers of votes for and against a proposal are equal, each A Director participating in that meeting (or part of a meeting) shall have two votes",
- 1 2 deleting article 12(C)(iv), and
- 1 3 re-numbering article 12(C)(v) as article 12(C)(iv)

Director

FRIDAY

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15/03/2013 COMPANIES HOUSE #299