

Company No 5508853

The Companies Act 2006

Public Company Limited by shares

Special Resolutions of

Euphrates Petroleum plc

At a General Meeting of the above-named Company duly convened and held on the 29th day of January 2008 the following special resolutions were passed

(1) THAT:

- (a) the Company be re-registered as a private company limited by shares within the meaning of the Companies Act 2006,
- (b) the name of the Company be changed to Euphrates Petroleum Limited, and
- (c) the memorandum of association of the Company be amended -
 - (i) By deleting in clause 1 the word "Plc" and substituting therefore the word "Limited"
 - (ii) By deleting clause 2 in its entirety
 - (iii) By renumbering the remaining clauses of the memorandum of association

- (2) THAT** the regulations produced to the meeting and signed by the Chairman for the purposes of identification be adopted as the articles of association of the Company in substitution for and to the exclusion of the existing articles of association


Chairman

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