

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

ATLAS ENERGY GROUP LIMITED

(Registered Number S32741)

(the "Company")

28th April 2017 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution (the "**Resolution**") by way of written resolution of the Company:


SPECIAL RESOLUTION

"THAT the name of the Company be changed to Atlas Knowledge Group Limited."

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolution.

We, the undersigned, being the persons entitled, as at the Circulation Date, to vote on the Resolution hereby irrevocably and unconditionally agree to the Resolution.

DocuSigned by:

ACBE0A11DF1F423...
Andrew Land

HG Pooled Management Limited (in its capacity as manager of HGT L.P.)

Date: 28th April 2017

DocuSigned by:

ACBE0A11DF1F423...
Andrew Land

HG Pooled Management Limited (in its capacity as the administrator of the HGCapital Special Opportunities Plan whose holdings are registered in the name of Rowan Nominees Limited)

Date: 28th April 2017

TUESDAY



S6722841
SCT 23/05/2017 #5
COMPANIES HOUSE

DocuSigned by:

C8CE5008548C4C9...
Ian Mackie

Atlas Energy EBT Trustees Limited (in its
capacity as trustees of The Atlas Energy
Employment Benefit Trust)

Date: 28th April 2017

Robert Morgan

Date: _____ 2017

Michael Anthony Powell

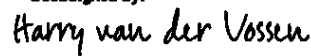
Date: _____ 2017

John O'Reilly

Date: _____ 2017

Stewart Kenny

Date: _____ 2017

DocuSigned by:

C813B9CB83574B4
Harry Van der Vossen

Date: 28th April 2017

NOTES

1. If you agree to the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company by delivering the signed document by hand or by post to Atlas Energy Group Limited, Offshore House, Claymore Drive, Aberdeen Energy Park, Aberdeen AB23 8GD (marked for the attention of Ian Mackie).
2. If you do not agree to the Resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.
3. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
4. Unless, by the date which is 28 days from the Circulation Date, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches the Company before or during this date.
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.