

**To the bondholders in:**

**ISIN: N00010673791 - 10% IGas Energy Plc Senior Secured Callable Bond Issue 2013/2018**

**Information notice re. Conditional Secured Debt for Equity Swap**

Reference is made to the summons to Bondholders' Meetings (the "**Summons**") that was issued on 17 March 2017 in respect of the above mentioned bond issue (the "**Secured Bonds**" or the "**Bond Issue**") issued by IGas Energy Plc (the "**Issuer**"), and the announcement on 3 April 2017 that the Proposal (as defined in the Summons) was approved by the bondholders' meeting of the Secured Bonds on 3 April 2017.

Capitalized terms used herein shall have the meaning assigned to them in the Bond Agreement and the Summons, including its Annex 2 (Summary of Bondholders Transactions).

As previously announced by the Issuer and in addition to the shares issued under the Voluntary Equity Exchange, the holders of the Secured Bonds are entitled to receive New Ordinary Shares in the Issuer issued in the Conditional Secured Debt for Equity Swap. Secured Bonds with a face value of USD 11,081,609 (the "**Conditional Conversion Bonds**") will be converted into 202,398,272 New Ordinary Shares of the Issuer under the Conditional Secured Debt for Equity Swap.

The New Ordinary Shares will be issued by the Issuer and transferred to a nominee account in the name of Cooley Services Limited on 4 April 2017. Cooley Services Limited will hold the New Ordinary Shares as nominee and on trust for the holders of the Registered Rights (as defined below). The ISIN number for the New Ordinary Shares is GB 00B29PWM59, and the EPIC is "IGas".

To facilitate the settlement of the Conditional Secured Debt for Equity Swap, the Conditional Conversion Bonds will be converted into registered rights (the "**Registered Rights**") in the Securities Depository (VPS) under a separate ISIN (NO001 0790496). The Registered Rights and the cancellation of the Conditional Conversion Bonds will be allocated pro rata between the Bondholders after the cancellation of all Issuer's Bonds and the Secured Bonds exchanged to shares in the Voluntary Equity Exchange. It is expected that the Registered Rights will be registered in the Bondholders' VPS accounts on or about 7 April 2017.

Each holder of Registered Rights will be entitled to receive a number of New Ordinary Shares determined by the following formula:

$$N = RR \times TN / CCB$$

where

N = the number of New Ordinary Shares (rounded down, if necessary, to the nearest whole number of New Ordinary Shares)

RR = the number of Registered Rights delivered to the Paying Agent by the holder

TN = 202,398,272 (being the total number of New Ordinary Shares issued in exchange of the Conditional Conversion Bonds)

CCB = 11,081,609 (being the total number of Conditional Conversion Bonds)

In order to receive its New Ordinary Shares, each Bondholder will have to take (or instruct its custodian or nominee to take) the following actions during the period commencing on 10 April 2017 and ending on 1 April 2020:

- (i) Confirm to Cooley Services Limited if the New Ordinary Shares are to be held in certificated (physical) or uncertificated form (CREST);
- (ii) Provide to Cooley Services Limited (as agent for the Issuer) the usual documents required for compliance with the 4th Money Laundering Directive – these must relate to the ultimate beneficial holder;
- (iii) Instruct its account manager with the VPS to transfer its holding of Registered Rights to the Paying Agent's (being DNB Bank ASA) account in VPS;
- (iv) If certificated delivery is required, provide the name and address to be entered on the Register of members and for delivery of the certificate;
- (v) If CREST delivery is required full settlement instructions for a CREST deposit will be required, i.e. both the CREST Member ID and CREST Account ID;

PLEASE NOTE THAT THIS IS NOT A TRADE AND NO MATCHING INSTRUCTIONS WILL BE AVAILABLE.

- (vi) If certificated delivery is requested, on receipt of a physical certificate the holder of Secured Bonds may dematerialise the New Ordinary Shares into CREST by submitting an executed CREST Transfer Form in the form attached hereto as Annex 1, via its stockbroker or custodian.

Upon receipt of instructions, the required identity documentation and confirmation from the Paying Agent of receipt of the Bondholder's Registered Rights, Cooley Services Limited will deliver the New Ordinary Shares pertaining to those Registered Rights to that Bondholder in accordance with the instructions received.

The Effective Date for the amendments to the secured bond agreement was 4 April 2017.

For more information please contact:

Cooley	ABG (financial advisor of the Issuer)
Cooley (UK) LLP Attn.: Ed Lukins or Tom Adams +44 (0) 20 7583 4055 Email: <a href="mailto:CRESTEnquiries@cooley.com">CRESTEnquiries@cooley.com</a>	ABG Sundal Collier ASA: Attn.: Ola Nygård Telephone: +47 22 01 61 86 / +47 41 21 34 10 E-mail: <a href="mailto:ola.nygard@abgsc.no">ola.nygard@abgsc.no</a>

**PLEASE READ BEFORE COMPLETING THE FORM**

- If you hold bonds in **more than one securities account** for the same company you only need to complete **ONE** Crest Transfer Form for all of the bonds held in your name.
- If the bonds are in different account holder's names, then **ONE** Crest Transfer Form will need to be filled out **per** account holder.
- Please state your current holding of shares in IGas Energy plc (excluding the shares that are being transferred): \_\_\_\_\_

**\*\*Only fill out the fields listed below in the corresponding rows on the following page\*\***

<b>Name of Undertaking</b>	This is the name of the Company who issued the shares (i.e. IGas Energy plc)
<b>Description of Security</b>	Full name of shares as written on certificate including share class (e.g. Ordinary Shares GBP 0.1)
<b>Amount of Shares or other security in words</b>	Enter the number of shares to be transferred into your stockbroker's CREST Nominee a/c, in <b>words</b> (e.g. Three Thousand Ninety Four)
<b>Figures</b>	Enter the numeric number of shares to be transferred into your stockbroker's CREST Nominee a/c (e.g. 3,094)
<b>In the name(s) of</b>	Please follow the written instructions on the form. <b>Note:</b> the address listed in this space must match the address that is on file with the Registrar. If not, the Registrar will reject the deposit.
<b>Please Sign Here</b>	Signature(s) of person(s) transferring the shares into CREST.

If you have any questions, please call us at 020 7583 4055 from 9 a.m. to 5 p.m. and ask for Ed Lukins or Tom Adams or email [CRESTenquiries@cooley.com](mailto:CRESTenquiries@cooley.com)

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## CREST TRANSFER

Above this line for Registrar's use

Counter Location Stamp	Barcode or Reference
	<b>SDRN</b>

Above this line for completion by the depositing system-user only.

Consideration Money	Certificate(s) lodged with Registrar (To be completed by Registrar)

Name of Undertaking.

### Description of Security

Please complete form in  
type or in block capitals.

Amount of shares or other security in words	Figures

Name(s) of registered holder(s) should be given in full: the address should be given where there is only holder.

If the transfer is not made by the registered holder(s) insert also the name(s) and capacity (e.g. executor(s) of the person(s) making the transfer

In the name(s) of	Designation (if any)
	Balance certificate(s) required

I/We hereby transfer the above security out of the name(s) aforesaid into the name(s) of the system-member set out below and request that the necessary entries be made in the undertaking's own register of members.

Signature(s) of transferor(s)

Signature(s) of transferor(s)

1. \_\_\_\_\_
2. \_\_\_\_\_
3. \_\_\_\_\_
4. \_\_\_\_\_

A body corporate should execute this transfer under its common seal or otherwise in accordance with applicable statutory requirements.

Stamp of depositing system-user	
Date	

Full name(s) of the person(s) to whom the security is transferred

Such person(s) must be a system member.

	Participant ID
	Member Account ID

Reference to the Registrar in this form means the registrar of registration agent of the undertaking, not the Registrar of Companies at Companies House.

Euroclear UK & Ireland Limited ('EUI') is delivering this transfer at the direction and on behalf of the depositing system-user whose stamp appears herein and does not in any manner or to any extent warrant or represent the validity, genuine ness or correctness of the transfer instructions contained herein or the genuineness of the signature(s) of the transferor(s). The depositing system-user by delivering this transfer to EUI authorises EUI to deliver this transfer to registration and agrees to be deemed for all purposes to be the person(s) actually so delivering this transfer for registration.

This form should be used only for a transfer of a certificated unit of a security to a CREST member to be held by a CREST member in uncertificated form. It should not be used for conversion of a unit held by a CREST member into uncertificated form.

The CREST rules requires that this form be used for the transfer of a unit of a certificated security to a CREST member to be held by that member in uncertificated form. Any such transfer on this form is exempt from stamp duty.