

Company No: 03690065

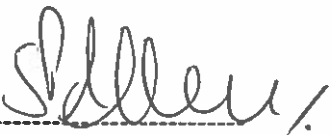
The Companies Act 2006

Resolution of BG Group plc

Passed on 28 January 2016

At the meeting convened pursuant to an order of the High Court of Justice in England and Wales dated 21 December 2015 of BG Group plc (the *Company*) held on 28 January 2016 at 11.00 at ExCeL London, One Western Gateway, Royal Victoria Dock, London, E16 1XL, the following resolution was duly passed:

"THAT the Scheme of Arrangement referred to in the notice convening this Court Meeting dated 22 December 2015, between the Company and the Scheme Shareholders, a print of which has been produced to this meeting and initialled for the purpose of identification, be and is hereby approved."

A handwritten signature in dark ink, appearing to read 'S. Allen', is written over a horizontal dashed line.

Steve Allen
Company Secretary