

Press Release

24 May 2011



ZENERGY POWER

Zenergy Power plc
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Zenergy Power plc ('Zenergy' or the 'Group')

Result of Annual General Meeting

Details of all valid proxy appointments received for the Company's Annual General Meeting held at the offices of Sprecher Grier Halberstam LLP, 5th Floor, One America Square, Crosswall, London EC3N 2SG on Tuesday 24th May 2010 at 09.00hrs are hereby duly provided:

Ordinary Business

1. To receive and adopt the report of the directors and the financial statements for the year ended 31st December 2010 and the report of the auditors thereon.

VALID PROXY VOTES CAST	FOR	DISCRETION	AGAINST	WITHHELD
31,617,950	29,625,550	1,992,300	100	0

2. To re-elect, as a director of the Company, Simon Cleaver who retires in accordance with Article 93 of the Company's Articles of Association and offers himself for re-appointment.

VALID PROXY VOTES CAST	FOR	DISCRETION	AGAINST	WITHHELD
31,617,950	29,180,550	1,992,300	398,900	46,200

3. To re-elect, as a director of the Company, David Whelan who retires in accordance with Article 93 of the Company's Articles of Association and offers himself for re-appointment.

VALID PROXY VOTES CAST	FOR	DISCRETION	AGAINST	WITHHELD
31,617,950	29,180,550	1,992,300	398,900	46,200

4. To re-elect, as a director of the Company, Dr Georg Oehm who retires in accordance with Article 93 of the Company's Articles of Association and offers himself for re-appointment.

VALID PROXY VOTES CAST	FOR	DISCRETION	AGAINST	WITHHELD
31,617,950	29,579,450	1,992,300	0	46,200

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5. To re-appoint KPMG Audit Plc as auditors and to authorise the directors to determine their remuneration

VALID PROXY VOTES CAST	FOR	DISCRETION	AGAINST	WITHHELD
31,617,950	29,625,550	1,992,300	0	0

Special Business

6. THAT the directors be and they are hereby generally and unconditionally authorised pursuant to Section 551 of the Companies Act 2006 ("the Act"), in addition to all previous powers granted to them, to exercise all the powers of the Company to allot shares in the Company or grant rights to subscribe for or convert any security into shares in the Company ("Rights") up to an aggregate nominal amount of £309,406.32 such authority shall, unless previously revoked or varied by the Company in general meeting, expire on the conclusion of the Annual General Meeting of the Company to be held in 2012 provided that the Company may, at any time before such expiry, make an offer or enter into an agreement which would or might require shares to be allotted or Rights to be granted after such expiry and the directors may allot shares or grant Rights pursuant to any such offer or agreement as if the authority conferred hereby had not expired.

VALID PROXY VOTES CAST	FOR	DISCRETION	AGAINST	WITHHELD
31,617,950	29,179,450	1,992,300	446,200	0

7. THAT the directors be and they are hereby empowered pursuant to Section 570 of the Act to allot equity securities (as defined in Section 560 of the Act) for cash pursuant to the authority conferred by Resolution 6 above as if Section 561(1) of the Act did not apply to any such allotment, provided that this power shall be limited to:-

- a. the allotment of equity securities in connection with an issue in favour of shareholders where the equity securities respectively attributable to the interests of all such shareholders are proportionate (or as nearly as may be practicable) to the respective number of ordinary shares in the capital of the Company held by them on the record date for such allotment, but subject to such exclusions or other arrangements as the directors may deem necessary or expedient in relation to fractional entitlements or legal or practical problems under the laws of, or the requirements of, any recognised regulatory body or any stock exchange, in any territory; and
- b. the allotment (otherwise than pursuant to sub-paragraph (a) above) of further equity securities up to an aggregate nominal amount of £309,406.32;

and this power shall, unless previously revoked or varied by special resolution of the Company in general meeting, expire at the conclusion of the Annual General Meeting of the Company to be held in 2012. The Company may, before such expiry, make offers or agreements which would or might require equity securities to be allotted after such expiry and the directors are hereby empowered to allot equity securities in pursuance of such offers or agreements as if the power conferred hereby had not expired.

VALID PROXY VOTES CAST	FOR	DISCRETION	AGAINST	WITHHELD
31,617,950	22,611,861	1,992,300	7,013,789	0

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8. THAT the Articles of Association of the Company be amended by the insertion of a new article as follows:

“2.2.12 The liability of the members of the Company is limited.”

VALID PROXY VOTES CAST	FOR	DISCRETION	AGAINST	WITHHELD
32,483,162	29,623,576	2,859,586	0	0