

NO. 542515



THE COMPANIES ACTS 1985 TO 1989

COMPANY LIMITED BY SHARES

ORDINARY RESOLUTION

of

BP INTERNATIONAL LIMITED

Passed 13th December 1999

At an Extraordinary General Meeting of the Members of the company held at Britannic House, 1 Finsbury Circus, London EC2M 7BA on 13th December 1999

It was resolved, as an Ordinary resolution, that:

the authorised share capital of the company be and is hereby increased from £1,000,000 to £3,001,000,000 by the creation of 3,000,000,000 Ordinary shares of £1 each, ranking *pari passu* in all respects with the Ordinary Shares of £1 each already in issue;

A handwritten signature in black ink, appearing to read "Andrea Thomas", is positioned above the printed name and title of the Secretary.

Andrea Thomas
Secretary

Britannic House
1 Finsbury Circus
London
EC2M 7BA
UK