

Ploase do not write in this binding margin THE COMPANIES ACTS 1948 TO 1981

Annual return of a company having a share capital

Pursuant to sections 124 and 126 of the Companies Act 1948







To the Registrar of Companies

Annual return of

For official use

Company number

1023217

Please complete legibly, proferably in black type, er bold block lettering.

* delete if inappropriate

Oceaneering International Services

Limited*

Address of registered office of the company

Dock Tavern Lane, Gorleston on Sea Gt. Yarmouth, Norfolk

†Scottish companies see also note 2 Total amount of indebtedness of the company in respect of all mortgages and charges which are required to be registered with the Registrar of Companies (note 1). †

None

If the register of members or any register of debenture holders is kept at a place other than the registered office, inset the address of the place where it is kept, or, if such a register is kept otherwise than in a legible form and the place for inspection of the register is elsewhere than at the registered office, insert the address where inspection may be made. (see note 3)

Register of members

Pitmedden Road, Dyce

Aberdeen Scotland

Register of debenture holders

<u>Pitmedden Road, Dyce</u> Aberdeen, Scotland

Particulars of the person who is the secretary at the date of this return

) /			
40c Braemar	Place,	Aberdeen,	Scotland		
	40c Braemar	40c Braemar Place,	40c Braemar Place, Aberdeen,	40c Braemar Place, Aberdeen, Scotland	40c Braemar Place, Aberdeen, Scotland

‡enter number of continuation sheets attached

___ Director, and

Bleca

_Secretary

Presentor's name, address and reference (if any):

For offirial use General section

|Post room

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(17 JAN 1986)



Nomir.al	share	capital	

divided into:-

£ 100		
Number of shares	Class	Nominal value of each share
100	Ordinary	£1
		£
		£
		£

Number

Class

Issued share capital and debentures

- Number of shares of each class taken up to the date of this return (which must agree with the total shown in the list as held by existing members)
- Number of shares of each class issued subject to payment wholly in cash Number of shares of each class issued as fully paid up for a consideration other than cash
- Number of shares of each class issued as partly paid up for a consideration other than cash and extent to which each such share is so paid up
- Number of shares (if any) of each class issued at a discount
- Amount of discount on the issue of shares which has not been written off at the date of this return
- Amount called up on number of shares of each class
- 8 Total amount of calls received (note 8)
- Total amount (if any) agreed to be considered as paid on number of shares of each class issued as fully paid up for a consideration other than cash
- 10 Total amount (if any) agreed to be considered as paid on number of shares £ of each class issued as partly paid up for a consideration other than cash
- 11 Total amount of calls unpaid
- 12 Total amount of sums (if any) paid by way of commission in respect of any shares or debantures
- 13 Total amount of the sums (if any) allowed by way of discount for any debentures since the date of the last return
- 14 Total number of shares of each class forfeited
- 15 Total amount paid (if any) on shares forfeited
- 16 Total amount of shares for which share warrants to bearer are outstanding
- 17 Total amount of share warrants to bearer issued and surrendered respectively since the date of the last return
 - SURRENDERED
- 18 Number of shares comprised in each share warrant to bearer, specifying in the case of warrants of different kinds, particulars of each kind

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		100	Ordinary	
		100	Ordinary	
		None		
	Amount			!
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None

LIST OF PAST

Names and addresses
Oceaneering International, Inc.
16001 Park Ten Place Suite 600, Houston, Texas 77084, USA
Marinav Oceaneering Limited, Dock Tavern Lane, Norfolk
William Herbert Peach, 1 Waverly Cottages, Barnby, Suffold
David Sadler, Pitmedden Road, Dyce, Aberdeen
David Sadler, Pitmedden Koad, Dyce, Aberdeen

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Important
The particulars
to be given are
these referred
to in section
200 of the
Companies Act
1948 as amended
by section 95
of the Companies
Act 1981

*enter particulars of other directorships held or previously held (see note 10). If this space is insufficient use a continuation sheet:

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Particulars of the director(s) of the company at the date of the return (note 9)

	The state of the fe	tau octe al
y	Name (note 4) Michael Dendle John	Business occupation
ກຕູ	Decident	Manager
Ì	rievious name(s) (note 4)	Nationality
	Address (note 7) 12 Earlawell View, Cults	British
	Aberdeen	Date of birth (note 11)
ł	Other directorships *	And the second s
d ļ	Uceaneering Data Services Limited	S O Management Services
į	Limited, Marinav Oceaneering Limited	· · · · · · · · · · · · · · · · · · ·

Name (note 4) Robert Harold Holland	Business occupation
	Manager
Previous name(s) (note 4)	Nationality
Address (note 7) Sunnybrae, Bourtie,	British
by Inverurie	Date of birth (note 11)
Other directorships * Oceaneering Date Services Li	mited, S O Management Serwices
Limited, Marinay Oceaneering Limited	mited, S O Management Serwices

Name (note 4) Barry Adam Smith	Business occupation
	Manager
Previous name(s) (note 4)	Nationality
Address (note 7) 32 St. Ninians, The Green	British
Monymusk, nr Aberdeen	Date of birth (note 11)
Other directorships * Oceaneering Data Services Limit	ed, S O Management Service
Limited, Marinav Oceansering Limited	July 10

AND PRESENT MEMBERS (notes 12, 13 and 14)

		account of shares		
Number of shares or amount of stock held by existing members at date of return. (notes 15 and 16)	Particulars of shares transferred since the date of the last return, or, in the case of the first return, of the incorporation of the company, by (a) persons who are still members, and (b) persons who have ceased to be members (note 17) Number (note 16) Date of registration of transfer		Remarks	
	Transcr (note 10)	(8)	(b)	
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				Marinav Oceans
		•		17.12.84