

**THE COMPANIES ACT 1985**  
**COMPANY LIMITED BY SHARES**  
**RESOLUTIONS**

of

**STATOIL (U.K.) LIMITED**

(passed 19 December 1995))

At an Extraordinary General Meeting of the above-named Company duly convened and held on 19 December 1995 at Swan Gardens, 10 Piccadilly, London W1V 9LA, the following Resolutions were duly passed as Ordinary Resolutions in the case of Resolutions numbered 1 and 2 and as a Special Resolution in the case of Resolution numbered 3:

**ORDINARY RESOLUTIONS**

1. THAT the authorised share capital of the Company be increased from £152,610,000 to £217,610,000 by the creation of 65,000,000 new ordinary shares of £1 each ranking pari passu in all respects with the ordinary shares in the capital of the Company in issue on the date of passing of this resolution.
2. THAT with effect from the time of the passing of the Resolution numbered 1 the Directors be unconditionally authorised, pursuant to Section 80 of the Companies Act 1985, to allot relevant securities (as defined in that Act) up to a maximum of £65,000,000 at any time or times and at any time thereafter pursuant to any offer or agreement made by the Company before the expiry of this authority.

**SPECIAL RESOLUTION**

3. THAT the Articles of Association of the Company be and they are hereby amended in the following manner by:-
  - (i) deleting the figure "152,610,000" in Regulations 2(1) and 3(2) and inserting "217,610,000" in its place;
  - (ii) deleting the figure "32,000" in Regulation 2(1)(a) and inserting "32,000,000" in its place;
  - (iii) deleting the figure "69,110,000" in Regulation 2(1)(c) and inserting "134,110,000" in its place; and
  - (iv) deleting the date "1995" in Regulation 2(2)(I)(a)(i) and inserting the date "1996" in its place.

Signed:.....

Chairman of the Meeting

