CHFP010

COMPANIES FORM No. 123

Notice of increase in nominal capital

Pursuant to section 123 of the Companies Act 1985

Please do not write in this margin

Please complete legibly, preferably in black type, or bold block lettering

* insert full name of company

To the Registrar of Companies (address overleaf)

Bibby Offshore Limited

Name of company

For official use	Company Number	
	04851172	
		_
		_

Gives notice in accordance with section 123 of the above Act that by resolution of the company dated 16/12/2008 the nominal capital of the company has been increased by £ 24,999,500.00 beyond the registered capital of US\$ 1,000.00

† the copy must be printed or in some other form approved by the Registrar

A copy of the resolution authorising the increase is attached. †

The conditions (eg voting rights, dividend rights, winding-up rights etc.) subject to which

the new shares have been or are to be issued are as follows:

The Ordinary shares have the rights and restrictions as set out in the amended Articles of Association of the Company and rank pari passu with the Ordinary US\$1 Shares.

Insert Director, Secretary, Administrator. Administrative Receiver or Receiver (Scotland) as appropriate

BLUEPRINT

Duny Authorised Signator Please tick here if continued overleaf For ead on behalf of Bibby Bros. & Co. (Management) Designation Signed (

Presenter's name, address and reference (if any):
Mrs. N. A. Smith, Co. Sec.
Officer Bibby Line Group Limited 105 Duke Street Liverpool L1 5JQ

Tel: 0151 708-8000

For official use (02/06)General section Post room 20/12/2008 COMPANIES HOUSE

04851172

Notes:

The address for companies registered in England and Wales or Wales is:-

The Registrar of Companies Companies House Crown Way Cardiff CF14 3UZ

DX: 33050 Cardiff

or, for companies registered in Scotland:-

The Registrar of Companies Companies House 37 Castle Terrace Edinburgh EH1 2EB

DX: 235 Edinburgh or LP - 4 Edinburgh 2