

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

ENDEAVOUR ENERGY UK LIMITED

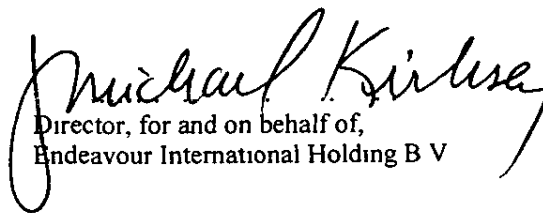
Company Number 05030838 (the "Company")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the directors of the Company propose that the following resolution is passed as an ordinary resolution, and we, the undersigned, being the sole holder of the entire issued share capital of the Company hereby resolve that the following resolution be duly passed as an ordinary resolution

THAT, the 1,000 ordinary shares of £1 00 each in the capital of the Company be sub-divided into 10,000 ordinary shares of £0 10 each

DATE 22 SEPTEMBER 2008

SIGNED


Director, for and on behalf of,
Endeavour International Holding B V

London 121585v 1

WEDNESDAY



ABRYB3E2

A21

24/09/2008

139

COMPANIES HOUSE

NOTES

- 1 If you agree with the resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods
 - (a) By Hand delivering the signed copy to The Directors, Endeavour Energy UK Limited, c/o Vinson & Elkins RLLP, CityPoint, 33rd Floor, One Ropemaker Street, London EC2Y 9UE
 - (b) Post returning the signed copy by post to The Directors, Endeavour Energy UK Limited, c/o Vinson & Elkins RLLP, CityPoint, 33rd Floor, One Ropemaker Street, London EC2Y 9UE
 - (c) E-mail by attaching a scanned copy of the signed document to an e-mail and sending it to achard@velaw.com Please enter "Written resolutions dated September 2008" in the e-mail subject box

If you do not agree to the resolution, you do not need to do anything you will not be deemed to agree if you fail to reply
- 2 Once you have indicated your agreement to the resolution, you may not revoke your agreement
- 3 Unless, by 31 December 2008, sufficient agreement has been received for the resolution to pass, it will lapse If you agree to the resolution, please ensure that your agreement reaches us before or during this date
- 4 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company Seniority is determined by the order in which the names of the joint holders appear in the register of members
- 5 If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document