



RXT (UK) Limited
(the "Company")

TUESDAY



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"L23JCFZU"

05/03/2013

COMPANIES HOUSE

#56

(registered in England and Wales with company no. 5804244)

Unanimous Written Resolution of the Sole Shareholder of the Company

The undersigned, Reservoir Exploration Technology ASA (a limited liability company incorporated and existing under the laws of Norway with business register number no. 984 487 819), being the Sole Shareholder of all the issued shares of the Company, hereby adopt the following resolutions

1. That the terms of and the matters contemplated by the amendment letter (the "Amendment Letter") to a contract relating ocean bottom cable seismic acquisition services effective as of 1 January 2012 (and signed on 16 March 2012) between Shell E&P Ireland Limited ("SEPII") (referred to as COMPANY therein) and RXT UK (referred to as CONTRACTOR therein) (the "Corrib Contract") and the variation to the terms of the Corrib Contract signed on 27 October 2012 (the "Corrib First Variation") be hereby approved and that RXT UK will execute, deliver and perform those matters to which it is a party.
2. That the following amendments to RXT UK's articles of association (the "Articles of Association") be made and is hereby approved, effective immediately:

Article 4 of the Articles of Association (in its entirety) shall henceforth read as follows

"The Company shall have a first and paramount lien on every share (whether or not it is fully paid) for all moneys (whether presently payable or not) called or payable at a fixed time in respect of that share and the Company shall also have a first and paramount lien on all shares (whether fully paid or not) standing registered in the name of any person whether solely or as one of two or more joint holder for all moneys presently payable by him or his estate to the Company; but the Directors may at any time declare any share to be wholly or in part exempt from the provisions of this Article. The Company's lien on a share shall extend to any dividend or other amount payable in respect thereof. Regulation 8 in Table A shall not apply to the Company. However, no lien will apply on any shares, whether fully paid up or not, which are subject to a charge or any other security in favour of Shell E&P Ireland Limited and any successor or assignor of Shell E&P Ireland Limited or any of its affiliates."

The existing Article 6 shall be deleted.

Article 6(a) shall be incorporated in the Articles of Association and shall henceforth read as follows:

"Subject always to Article 6(b) below, the Directors may, in their absolute discretion and without assigning any reason therefore, decline to register any transfer of any share, whether or not it is a fully paid share Regulation 24 of Table A shall not apply to the Company."

Article 6(b) shall be incorporated in the Articles of Association and shall henceforth read as follows:

"Notwithstanding anything contained in these Articles, the Directors shall not decline to register any transfer of shares where such a transfer is executed by or in favour of any party to whom such shares have been charged or mortgaged (or by or in favour of any nominee of such party)

nor may the Directors suspend the registration of any member which is a party (or nominee thereof) to whom such shares have been charged or mortgaged."

Place, date: Lysaker, Norway, 20 February 2013

Signature: 
Reservoir Exploration Technology ASA
Sole Shareholder

Acting by. Stein Hedemark, Chief Executive Officer (authorized by Power of Attorney)