



DONG E&P SHETLAND ISLANDS (UK) LIMITED
(the "Company")

REGISTERED IN ENGLAND AND WALES WITH COMPANY NUMBER 07227427

WRITTEN RESOLUTIONS OF THE DIRECTORS

1. WRITTEN RESOLUTION

- 1.1 The undersigned, being all of the directors of DONG E&P Shetland Islands (UK) Limited, a limited liability private company incorporated under the laws of England and Wales, hereby consent to, approve and adopt the following recitals and resolutions, with such consent to have the same force and effect as a unanimous vote of all directors at a duly convened and held meeting of the Board

2. DECLARATION OF INTERESTS AND AUTHORITY

- 2.1 The directors acknowledge their statutory duties under sections 171 – 177 of the Companies Act 2006 ("CA 2006"), and in particular the duty to promote the success of the Company under section 172 CA 2006
- 2.2 In relation to the duty of directors to avoid situations in which they have a conflict or possible conflict with the Company's interests under section 175 Companies Act 2006, it is noted that it is for directors personally to avoid conflicts of interest and to inform the board of any potential conflict situations
- 2.3 The directors acknowledge their obligations under section 171 and 177 CA 2006 to declare direct or indirect interests in proposed or existing transactions or arrangements with the Company and confirm that they have no interest, direct or indirect, in any way in the subject of these resolutions
- 2.4 It was noted that under the terms of the Articles of Association of the Company that the directors have authority, without limit, to allot and issue shares in the Company

3. PURPOSE OF THE RESOLUTIONS

- 3.1 To allot shares to the person in paragraph 4.1 below

4. DOCUMENTS PRODUCED TO THE DIRECTORS

- 4.1 Application by DONG E&P A/S (the "**Applicant**") for the allotment to it at par value of 4,000 shares in the capital of the Company at a nominal value of £1.00 per share

5. RESOLUTIONS

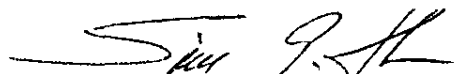
- 5.1 IT WAS RESOLVED to allot to the Applicant, in accordance with the terms of its applications, the shares it applied for


6. COMPANIES HOUSE FILINGS

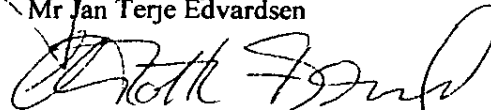
- 6.1 IT WAS RESOLVED to instruct a director of the Company to.

- (a) prepare a share certificate in respect of the shares allotted and to arrange for the common seal of the Company to be affixed to the share certificate,
- (b) enter the Applicant's name on the register of members of the company in respect of such new shares issued and make all other necessary and appropriate entries in the books and registers of the Company; and
- (c) arrange for Form SH01 (Return of Allotments) to be filed at Companies House

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Mr Søren Gath Hansen


Mr Jan Terje Edvardsen


Ms Charlotte Strand


Mr Brent Cheshire

Date 19 May 2010