

Company No. 8695622

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

CLASS 3 (UK) LIMITED

(the "Company")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "2006 Act"), the directors of the Company have proposed that the resolution below is passed by the members of the Company as a special resolution.

We, the undersigned sole member of the Company, being entitled as at 31 July 2018, the date of circulation of this resolution, to attend and vote at general meetings of the Company, **RESOLVE** that the following resolution be passed as a written resolution having effect as a special resolution of the Company:

SPECIAL RESOLUTION

THAT Special Resolution dated 12 May 2017 contained errors which by this Special Resolution shall be corrected.

Special Resolution dated 12 May 2017 provided that pursuant to section 641(1) of the 2006 Act and supported by a solvency statement, the Company's share capital be reduced from USD 748,000,000 to USD 8,000,000 of paid up nominal share capital and by reducing the share premium account by USD 748,000,000.

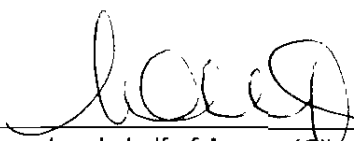
THAT by this Special Resolution the errors shall be corrected as follows:

- (i) The share premium was not reduced by USD 740,000,000 and was in fact reduced by USD 768,116,617.
- (ii) The remaining share premium was not USD 8,000,000 and was in fact zero.
- (iii) The reduction in the share premium account was not by USD 748,000,000 but was in fact by USD 768,116,617.

These corrections are supported by a solvency statement.

Agreement of Sole Member

The undersigned, being the sole member of the Company on the date of this resolution, irrevocably agrees to the special resolution set out above.


For and on behalf of Acergy (Gibraltar) Limited

In the presence of:

Name: LAMASSIAUD Delphine
Title: Senior Legal Counsel
Address: 40 Brighton Road, Sutton SM2 5BN
Date of signature: 22 August 2018

SATURDAY



A09 *A7DKIZDS* #333
01/09/2018
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:
 - **By Hand:** delivering the signed copy to Lorna Peace, East Campus, Prospect Road, Arnhall Business Park, Westhill, Aberdeenshire, AB32 6FE.
 - **By Post:** returning the signed copy by post to 40 Brighton Road, Sutton, Surrey, SM2 5BN.
 - **Fax:** faxing the signed copy to +44 (0)1224 527000 marked "For the attention of Lorna Peace".
 - **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to Lorna.Peace@subsea7.com and lorna.peace@subsea7.com.

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. Unless, by (and including) 14 August 2018, 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.
3. Once given, your agreement to the Resolution may not be revoked.
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.
6. A copy of the directors' solvency statement dated 25 April 2017 is attached to this resolution.