

Company number: SC000792

04/08/2016
Certified to be a True Copy

Hea
For and on behalf of
Sunbury Secretaries Limited

WEDNESDAY



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10/08/2016

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COMPANIES HOUSE

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

OF

BP EXPLORATION COMPANY LIMITED

(the "Company")

Circulated on [4 August] 2016 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the directors of the Company propose that resolution 1 is passed as an ordinary resolution and resolution 2 as a special resolution (the "Resolutions"):

ORDINARY RESOLUTIONS

- 1 **THAT** in accordance with section 551 of the Act the directors are generally and unconditionally authorised to exercise any power of the Company to allot and grant rights to subscribe for or convert securities into shares of the Company at any time or times during the period of five years from the date of this resolution 1 and the directors may, after that period, allot any shares or grant any such rights under this authority in pursuance of an offer or agreement made by the Company within that period. The authority hereby given may at any time (subject to section 551 of the Act) be renewed, revoked or varied by ordinary resolution of the Company.

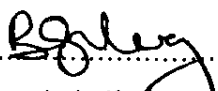
SPECIAL RESOLUTION


- 2 **THAT** subject to the passing of resolution 1 and in accordance with section 570(1) of the Act, the rights of pre-emption contained in sections 561 and 562 of the Act shall not apply to an allotment of equity securities (as defined in section 560(1) of the Act) made by the Company.

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolutions.

The undersigned, the members entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions:


.....
for and on behalf of
BP International Limited


.....
For and on behalf of
Sunbury Secretaries Limited
- Company Secretary

for and on behalf of
Kenilworth Oil Company Limited

Dated: [4 August] 2016

NOTES

1. You can choose to agree to all of the Resolutions or none of them but you cannot agree to only some of them. If you agree with all of the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company.
2. If you do not agree to any of the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.
3. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
4. Unless sufficient agreement has been received for the Resolutions to be passed before the end of the period of 28 days beginning on the Circulation Date, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before the end of this period.