

THE COMPANIES ACTS 1985, 1989 AND 2006

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

**Premier Oil UK Limited
(the "Company")**

Company No. SC48705

Passed 20 May 2009

The following Resolution was duly passed by the sole member of the Company.

ORDINARY RESOLUTION

THAT the Acquisition by the Company of the entire issued share capital of Premier Oil Aberdeen Services Limited, pursuant to the Share Sale and Purchase Agreement with Premier Oil Exploration Limited, be and is hereby approved.


.....
Heather Garratt
Company Secretary

