Stena Explorer Limited (the **Company**)

(Registered in Scotland - No. SC059678)

STATEMENT OF THE DIRECTORS FOR THE PURPOSES OF SECTION 644(5)

COMPANIES ACT 2006

(Dated 24 September 2012)

In accordance with Chapter 2 of Part 13 of the Companies Act 2006, the following resolution was agreed to and duly passed on 24 September 2012 as a Special Resolution:

THAT the whole of the amount standing to the credit of the share premium account of the Company as at 26 September 2012 (being £19.700.000,00) be cancelled.

In accordance with section 644(5) of the Companies Act 2006, we, being all of the directors of the Company as at the date hereof, confirm that:

(a) the solvency statement made by the directors of the Company dated 24 September 2012 (the **Solvency Statement**) (a copy of which is attached to this statement) was made not more than 15 days before the date on which the Special Resolution set out above was passed; and

(b) in accordance with section 642(2) of the Companies Act 2006, a copy of the Solvency Statement was sent or submitted to every eligible member of the Company at or before the time at which the proposed Special Resolution set out above was sent or submitted to him.

Signed by all of the directors of the Company as at the date of this statement.

S.R. Clarkson
....
Stephen Clarkson

Date: 24-9-2012

....
Jens Van der Maas

Date: 24 September 2012

THURSDAY

S1ICSB0R

SCT 27/09/2012 #706

COMPANIES HOUSE