

THE COMPANIES ACT 2006

WRITTEN RECORD OF RESOLUTIONS OF THE MEMBERS OF

SEAENERGY PLC

REGISTERED NUMBER: SC062845
("the Company")

I, Christopher Moar, being company secretary of the Company, hereby note that the undernoted resolutions, such resolutions having effect as either ordinary or special resolutions as indicated, were duly approved by those members present at a general meeting of the Company held at 10.00 a.m. on 25 July 2012:

SPECIAL RESOLUTION

- 1 THAT, in addition to the authority pursuant to resolution 5 passed at the annual general meeting of the members of the Company held on 25 June 2012, the Company be and is generally and unconditionally authorised to make market purchases (within the meaning of section 693(4) of the Companies Act 2006) of ordinary shares of 10 pence each ("**Ordinary Shares**"), provided that:
- (a) the maximum aggregate number of Ordinary Shares that may be purchased is 19,197,442;
 - (b) the price which may be paid for an Ordinary Share shall be 36 pence, exclusive of all expenses, which shall be both the maximum and the minimum price for the purpose of section 701 of the Companies Act 2006; and
 - (c) the authority conferred by this resolution shall expire at the conclusion of the Company's next annual general meeting, save that the Company may, before the expiry of the authority granted by this resolution, enter into a contract to purchase Ordinary Shares which will or may be executed wholly or partly after the expiry of such authority.

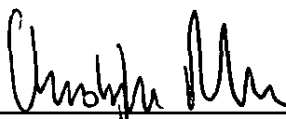
ORDINARY RESOLUTION

- 2 THAT, in accordance with Article 23 of the Articles, the Directors be and they are hereby generally and unconditionally authorised pursuant to and in accordance with section 551 of the Act to allot relevant securities (as defined in section 560 of the Act), in addition to any existing authorities, up to an aggregate nominal amount equal to £767,898, in connection with the Incentive Plan as defined and further described in the circular of the Company dated 6 July 2012, and this power shall expire on the second anniversary of the date of the passing of this Resolution, save that the Company may, before such expiry, make any offer or agreement which would or might require relevant securities to be allotted after such expiry and the Directors shall be entitled to allot relevant securities pursuant to any such offer or agreement as if this authority had not expired.



SPECIAL RESOLUTION

- 3 THAT, subject to and conditional upon the passing of Resolution 2 above, in accordance with Article 24 of the Articles, the Directors be and they are hereby empowered pursuant to and in accordance with section 570 of the Act, to allot equity securities (as defined in section 560 of the Act) for cash as if section 561(1) of the Act did not apply to the allotment of such equity securities pursuant to the provisions of that Article, provided that this power shall be limited to the allotment of equity securities up to an aggregate nominal amount equal to not more than 10 per cent. of the aggregate nominal amount of the Company's issued share capital immediately following the completion of the Tender Offer as is defined and further described in the circular of the Company dated 6 July 2012 ("**the Circular**"), such equity securities to be allotted in connection with the Incentive Plan as defined and further described in the Circular, and this power shall expire on the second anniversary of the date of the passing of this Resolution, save that the Company may, before such expiry, make any offer or agreement which would or might require relevant securities to be allotted after such expiry and the Directors shall be entitled to allot relevant securities pursuant to such an offer or agreement as if this authority had not expired.



Christopher Moar
Company Secretary