

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION
of
SET DRILLING COMPANY LIMITED
(the "Company")
dated 13th April 2017

FRIDAY



Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a written resolution of the Company, having effect as a special resolution (the "**Resolution**").

SPECIAL RESOLUTION

THAT the articles of association of the Company be amended as follows:

1. The following new article is added to the articles of association as article 9(h) as follows:

"Notwithstanding any other provision of these articles the directors shall not decline to register or delay in registering any transfer of any share where such transfer is:-

- (i) to any bank, institution or other person to which such shares have been charged by way of security, or to any nominee or delegate of such a bank, institution or other person (or a person acting as agent or security trustee for such person) (a "**Secured Institution**"); or
- (ii) delivered to the Company for registration by a Secured Institution or its nominee or delegate in order to perfect its security over the shares; or
- (iii) executed by a Secured Institution or its nominee or delegate pursuant to a power of sale or other power existing under such security,

and the directors shall forthwith upon receipt register any such transfer of shares."

2. The following new article is added to the articles of association as article 10(v) as follows:

"Notwithstanding any other provision of these articles, the provisions of this article 10 shall not apply to any transfer to any Secured Institution or any transfer by a Secured Institution whereby that Secured Institution is exercising its power of sale under any security granted in its favour."

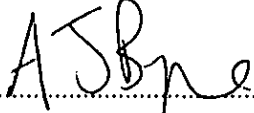
3. The following provision shall be added to article 5 as follows:

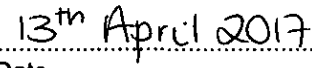
"Notwithstanding anything contained in these articles, the directors (or director if there is only one) of the Company may not exercise its rights of lien over shares that have been mortgaged, charged or pledged by way of security to a bank, institution or other person (or a person acting as agent or security trustee for such person)."


AGREEMENT

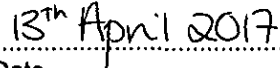
Please read the notes at the end of this document before signifying your agreement to the Resolution.

We, the undersigned, were at the time the Resolution was circulated, entitled to vote on and hereby irrevocably agree to the Resolution:-


.....
Director
For and on behalf of
KCA DEUTAG DRILLING GROUP LIMITED


.....
Date


.....
Director
For and on behalf of
KCA DEUTAG GMBH


.....
Date

NOTES

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 The Directors, SET Drilling Company Limited, KCA Deutag Group Headquarters, Bankhead Drive, City South Office Park, Portlethen, Aberdeen, Scotland, AB12 4XX; or
- **Post:** returning the signed copy by post to The Directors, SET Drilling Company Limited, KCA Deutag Group Headquarters, Bankhead Drive, City South Office Park, Portlethen, Aberdeen, Scotland, AB12 4XX;.

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.

Once you have indicated your agreement to the Resolution, you may not revoke your agreement.

Unless, within 28 days of the circulation date 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.

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.