

Company No: 00873028

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

NATIONAL OILWELL VARCO UK LIM

(Company)

TUESDAY



A28

AIA82R36

25/01/2011

COMPANIES HOUSE

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Circulated on 21 June 2010 (Circulation Date)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolutions below are passed as ordinary resolutions (Ordinary Resolutions)

AS ORDINARY RESOLUTIONS


- 1 "THAT the authorised share capital of the Company be increased from £39,310,164 to £72,501,838 by the creation of 33,191,674 ordinary shares of £1 each ranking pari passu in all respects with the existing ordinary shares of £1 each in the capital of the Company "
- 2 "THAT, in accordance with section 551 of the 2006 Act, the Directors be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company (**Rights**) up to an aggregate nominal amount of £33,191,674 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 31 July 2010 save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted and the Directors may allot shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired "

This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 80 of the Companies Act 1985 or section 551 of the 2006 Act

AGREEMENT

PLEASE READ THE NOTES AT THE END OF THIS DOCUMENT BEFORE SIGNIFYING YOUR AGREEMENT TO THE RESOLUTIONS

The undersigned person entitled to vote on the above resolutions on 21 June 2010, hereby irrevocably agrees to the Ordinary Resolutions


For and on behalf of Tuboscope Holdings
Limited

Date 21 JUNE 2010

NOTES

- 1 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
- 1 1 By Hand delivering the signed copy to Alasdair C Freeman/Ralph L McIntosh, Paull & Williamsons LLP, Union Plaza (6th Floor), 1 Union Wynd, Aberdeen, AB10 1DQ
- 1 2 Post returning the signed copy by post to Alasdair C Freeman/Ralph L McIntosh, Paull & Williamsons LLP, Union Plaza (6th Floor), 1 Union Wynd, Aberdeen, AB10 1DQ
- 2 If you do not agree to 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, by the date which is 28 days after the Circulation Date, sufficient agreement has been received for the Resolutions to pass, they will lapse If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date
- 5 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company Seniority is determined by the order in which the names of the joint holders appear in the register of members
- 6 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