

CERTIFIED TO BE A TRUE
COPY OF THE ORIGINAL
BAKER & MCKENZIE LLP
BAKER & MCKENZIE LLP
SOLICITORS
100 NEW BRIDGE STREET
LONDON EC4V 6JA

Company Number: 7023598

ENSCO International Limited

(the "Company")

MEMBERS' WRITTEN RESOLUTIONS

17 December 2009

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as special resolutions (together the "Resolutions").

SPECIAL RESOLUTIONS

1. THAT the terms of the proposed purchase agreement (the "Citi Purchase Agreement") between the Company and Citigroup Global Markets Inc. (a copy of which has been sent or submitted to each eligible member at or before the time at which this Resolution has been sent or submitted to him) relating to the purchase by the Company of such number of Class A Ordinary Shares with a par value of US\$0.10 each in the capital of the Company (the "Shares") as (when aggregated with the number of Shares (if any) purchased under the Goldman Purchase Agreement (as defined in Resolution 2 below)) equals up to an aggregate of 119,000,000 Shares at prices set in accordance with the terms of the Citi Purchase Agreement be and are hereby approved subject to the Rights Variation (as defined in the Citi Purchase Agreement) becoming effective and the directors of the Company be and are hereby authorised to enter into and complete the Citi Purchase Agreement for and on behalf of the Company on that basis. The authority conferred by this Resolution 1 shall, unless varied, revoked or renewed prior to such time, expire 5 years after the date of the passing of this Resolution 1.
2. THAT the terms of the proposed purchase agreement (the "Goldman Purchase Agreement") between the Company and Goldman, Sachs & Co. (a copy of which has been sent or submitted to each eligible member at or before the time at which this Resolution has been sent or submitted to him) relating to the purchase by the Company of such number of Class A Ordinary Shares with a par value of US\$0.10 each in the capital of the Company (the "Shares") as (when aggregated with the number of Shares (if any) purchased under the Citi Purchase Agreement (as defined in Resolution 1 above)) equals up to an aggregate of 119,000,000 Shares at prices set in accordance with the terms of the Goldman Purchase Agreement be and are hereby approved subject to the Rights Variation (as defined in the Goldman Purchase Agreement) becoming effective and the directors of the Company be and are hereby authorised to enter into and complete the Goldman Purchase Agreement for and on behalf of the Company on that basis. The authority conferred by this Resolution 2 shall, unless varied, revoked or renewed prior to such time, expire 5 years after the date of the passing of this Resolution 2.

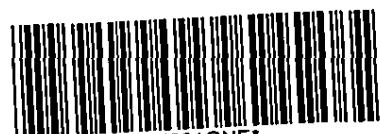
Please read the Notes at the end of this document before signing below.

BY ORDER OF THE BOARD

David A. Armour

David A. Armour
Director

THURSDAY
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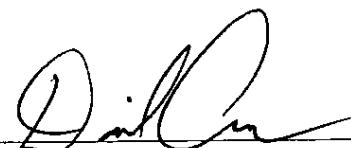


A58 14/01/2010 209
COMPANIES HOUSE

A39 24/12/2009 235
COMPANIES HOUSE

AGREEMENT

WE THE UNDERSIGNED, being all of the members of the Company entitled to vote on the Resolutions on 17 December 2009, HEREBY IRREVOCABLY AGREE to each of the Resolutions.



David A. Armour

duly authorised signatory
for and on behalf of
ENSCO International Incorporated

Dated: 17 December 2009

NOTES

1. To signify your agreement to the Resolutions you should sign and date this document where indicated above and return it to the Company by delivering the signed copy by hand to Cary A Moomjian, Jr. at 500 North Akard, Suite 4300, Dallas, Texas 75201-3331, USA or attaching a scanned copy of the signed document to an e-mail and sending it to cmoomjian@enscointernational.com.
2. Once you have signified your agreement to the Resolutions, you may not revoke your agreement.
3. Unless, by 14 January 2010, sufficient agreement has been received for the Resolutions to pass, they will lapse.
4. 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.