

Company Number SC226359

ONESUBSEA OPERATIONS LIMITED

(the "Company")

SOLE MEMBER'S WRITTEN RESOLUTIONS

Circulation Date: 28/5 2020

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that:

resolution 1 below is passed as an ordinary resolution (together the "**Ordinary Resolution**"); and resolutions 2 and 3 below are passed as special resolutions (the "**Special Resolutions**").

ORDINARY RESOLUTION

1. THAT all the A ordinary shares of £0.10 each in the capital of the Company be reclassified as ordinary shares of £0.10 each in the capital of the Company, to rank pari passu with the existing ordinary shares of £0.10 each.

SPECIAL RESOLUTIONS

2. THAT the articles of association of the Company be amended by deleting all the provisions of the Company's memorandum of association which, by virtue of s28 Companies Act 2006, are to be treated as provisions of the Company's articles of association.
3. THAT the Regulations contained in the printed document attached hereto be approved and adopted as the Articles of Association of the Company in substitution for and to the exclusion of all the existing Articles of Association of the Company.

Please read the Notes at the end of this document before signifying your agreement to the Ordinary Resolutions and the Special Resolutions (together the "**Resolutions**") below.

BY ORDER OF THE BOARD



.....
director/secretary - OneSubsea Operations Limited



AGREEMENT

WE THE UNDERSIGNED, being the sole member of the Company on the Circulation Date HEREBY IRREVOCABLY AGREE to the Resolutions.



duly authorised signatory for and on
behalf of OneSubsea UK Limited

Dated: 28/5/20

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 email to Andreea-Maria Dascalu-Gavril at ADascalu-gavril@slb.com.
2. Once you have signified your agreement to the Resolutions, you may not revoke your agreement.
3. Unless, by 28 days after the Circulation Date, sufficient agreement has been received for the Resolutions to pass, they will lapse.
4. A copy of this document was sent to the Company's auditors on the date of circulation of these Resolutions.

ONESUBSEA OPERATIONS LIMITED

(the "Company")

Written resolutions of the board of directors of the Company passed in accordance with the articles of association of the Company.

1. MEMBER'S RESOLUTIONS

IT IS RESOLVED that the following resolutions be proposed for passing as ordinary resolutions and as special resolutions by the sole member of the Company pursuant to Chapter 2 of Part 13 of the Companies Act 2006 and that the proposed resolutions be circulated to the shareholder for its approval:

"ORDINARY RESOLUTION

1. THAT all the A ordinary shares of £0.10 each in the capital of the Company be reclassified as ordinary shares of £0.10 each in the capital of the Company, to rank pari passu with the existing ordinary shares of £0.10 each.

SPECIAL RESOLUTIONS

2. THAT the articles of association of the Company be amended by deleting all the provisions of the Company's memorandum of association which, by virtue of s28 Companies Act 2006, are to be treated as provisions of the Company's articles of association.
3. THAT the Regulations contained in the printed document attached hereto be approved and adopted as the Articles of Association of the Company in substitution for and to the exclusion of all the existing Articles of Association of the Company."

S W McCloud

Date _____



S Smoker

Date 28/5/20.