

**Written Resolution**

**Company number 03672097**

**Private Company Limited by Shares**

**Written Resolution**

**of**

**Progress Offshore Limited (the "Company")**

19 September 2013

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 special resolution (the "**Resolution**")

**Special Resolution**

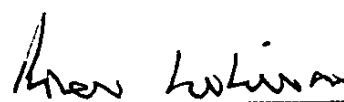
1. The articles of incorporation of the Company shall be amended as follows.
  - (a) article 6 shall be deleted and Regulation 8 of Table A shall not apply to the Company.

**Agreement**

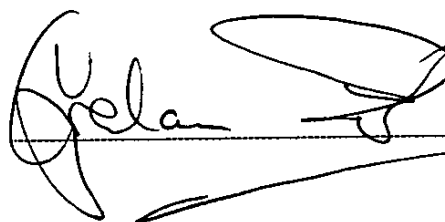
Please read the notes at the end of this document before signifying your agreement to the Resolution.

As a person entitled to vote on the Resolution on 19 September 2013, I hereby irrevocably agree to the Resolution:

**Signed by Piopro (UK) Ltd**



Date 19 September 2013



Certified a true copy this 1 day of  
November 2013  
Stephenson Harwood LLP  
Stephenson Harwood LLP  
1 Finsbury Circus  
London  
EC2M 7SH

SATURDAY



A13 02/11/2013 #248  
COMPANIES HOUSE

**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:

- **By Hand:** delivering the signed copy to Graham Alexander Dale at the trading address of the Company at 3<sup>rd</sup> Floor, Salvesen Tower, Aberdeen, AB11 5PW.
- **Post:** returning the signed copy by post to Graham Alexander Dale at the trading address of the Company at 3<sup>rd</sup> Floor, Salvesen Tower, Aberdeen, AB11 5PW
- **Email:** by attaching a scanned copy of the signed document to an e-mail and sending it to graham.dale@solstad.co.uk. Please enter "Written resolution dated 19 September 2013" in the e-mail subject box

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

- 2 Once you have indicated your agreement to the Resolution, you may not revoke your agreement
- 3 Unless, by 17 October 2013, 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