

Company number 119961

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

BP EXPLORATION MEXICO LIMITED
(the "Company")

Circulated on 29 September 2008 (the "**Circulation Date**")

Resolution will lapse on 27 October 2008

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 ("**the 2006 Act**"), the members of the Company recommend that the following resolution is passed as

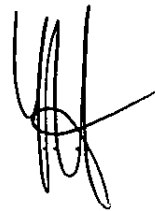
A SPECIAL RESOLUTION (the "**Resolution**")

That the authorised share capital of the Company be increased to £40,000,000 by the creation of an additional 17,500,000 additional ordinary shares of £1 each

AGREEMENT

The undersigned, a member entitled to vote on the Resolution on the Circulation Date, has read the notes at the end of this document and hereby irrevocably agrees to the Resolution

for and on behalf of
BP Exploration Company Limited
Dated: 29 September 2008



SATURDAY



A31 *AK10U4NG* 432
08/11/2008
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

- **Post:** by returning the signed copy to Building 200, Chertsey Road, Sunbury-on-Thames, Middlesex, TW16 7BP
- **By Hand** by delivering the signed copy to Building 200, Chertsey Road, Sunbury-on-Thames, Middlesex, TW16 7BP
- **E-mail** by attaching a scanned copy of the signed document to an e-mail and sending it to Yasin.Ali@uk.bp.com Please enter "Indemnity written resolution" and the company name 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 sufficient agreement has been received for the Resolution to pass before the end of the period of 28 days beginning on the Circulation Date, it will lapse If you agree to the Resolution, please ensure that your agreement reaches us before or during this date