

CHEVRON UNITED KINGDOM LIMITED

(Company number 04245760)

(the "Company")

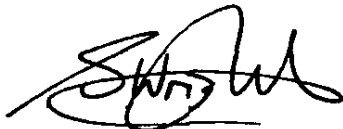
**WRITTEN RESOLUTION OF THE SOLE MEMBER OF THE COMPANY PURSUANT
TO SECTION 288 OF THE COMPANIES ACT 2006**

PASSED ON 21 MAY 2012

The following written resolutions, having been duly proposed by the directors of the Company, were duly passed by the Company as special resolutions

- 1 THAT the issued share capital of the Company be reduced from £1,001,000 divided into 1,001,000 issued ordinary fully paid-up shares of £1 each, to £1 divided into 1,001,000 issued ordinary fully paid-up shares of 0 0000999000999000999 pence by reducing the nominal value of each of the 1,001,000 issued ordinary fully paid-up shares in the Company from £1 to 0 0000999000999000999 pence each in the Company to take effect on the day on which the copy of this resolution (and the documents which must accompany it under section 644(1) of the Companies Act 2006) is registered by the Registrar of Companies at Companies House in accordance with section 644(3) of the Companies Act 2006
- 2 THAT the share premium account of the Company be reduced by \$1,468,718,976 00, from \$1,468,718,976 00 to \$0 to take effect on the day on which the copy of this resolution (and the documents which must accompany it under section 644(1) of the Companies Act 2006) is registered by the Registrar of Companies at Companies House in accordance with section 644(3) of the Companies Act 2006

Signed
Director



For and on behalf of
CHEVRON UNITED KINGDOM LIMITED

TUESDAY



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22/05/2012

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COMPANIES HOUSE