



**SBM OFFSHORE N.V.**

**EXTRAORDINARY GENERAL MEETING**

**4 November 2015**

**RESOLUTION**

Number of shares registered with ABN AMRO on 29 October 2015	124,386,530
Ordinary Shares present or represented:	124,002,509
Total Share Capital as of 4 November 2015	211,610,633 shares or EUR 52,902,658.25
Percentage:	58.60%

The following resolution is adopted:

<b>Agenda item</b>		<b>In favour</b>	<b>Against</b>	<b>Abstain</b>	<b>Number of shares with valid vote (in favour + against – art.36.5) and number of valid votes</b>	<b>% of issued share capital</b>
<b>2.</b>	Reappointment Mr B.Y.R. Chabas as member of the Management Board	123,513,190	312,077	177,242	123,825,267	58.52%