

Form of Subscription Agreement Accession Deed

To: Bibby Offshore Holdings Limited
From: [Proposed Purchaser] (“**Potential Additional Purchaser**”)
Dated:
Copy to: [The Calculation and Settlement Agent]

Dear Sirs,

Bibby Offshore Holdings Limited – Subscription Agreement dated [●] (the “Agreement”)

1. We refer to the Agreement. This is a Subscription Agreement Accession Deed. Terms defined in the Agreement have the same meaning in this Subscription Agreement Accession Deed unless given a different meaning in this Subscription Agreement Accession Deed.
2. The Potential Additional Purchaser confirms that it is a party to the Restructuring Support and Lock-Up Agreement and confirms that the warranties set out in Clause 2.2 of the Agreement are true and correct in relation to it as at the date of delivery of this Subscription Agreement Accession Deed.
3. The Potential Additional Purchaser confirms that it has provided the Additional Purchaser Information (if required) to the Company and confirms, for the benefit of the Company and each other Purchaser, that it and/or its Affiliates meet the Additional Purchaser Eligibility Criteria.
4. The Potential Additional Purchaser agrees to be bound by the terms of the Agreement as an Additional Purchaser and commits to funding the Escrow Account with its Allocated Amount in accordance with the terms of the Agreement and the Escrow Agreement.
5. The Potential Additional Purchaser’s administrative details are as follows:

Co. Number:

Address:

Email:

Attention:
6. In the event the Potential Additional Purchaser is not incorporated in England and Wales, it agrees to appoint GLAS Trustees Limited as its process agent and to be bound by the terms of the Service of Process Letter substantially in the form set forth in Annex 1 to this Subscription Agreement Accession Deed.
7. This Subscription Agreement Accession Deed and any non-contractual obligations arising out of or in connection with it is governed by English law.

Signed as a deed by **[NAME OF PROPOSED PURCHASER]**

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Acting by
an authorised signatory

In the presence of:

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Name:
Address:
Occupation:

Signed as a deed by **BIBBY OFFSHORE HOLDINGS LIMITED**

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Acting by
an authorised signatory

In the presence of:

.....

Name:
Address:
Occupation: