

15 May 2014

**Petrofac Limited (the “Company”)  
Annual General Meeting**

The Company hereby confirms that all resolutions set out in the Notice of Meeting for the Annual General Meeting of Petrofac Limited held on 15 May 2014 were duly passed by shareholders on a poll.

The voting on each resolution was as follows:

No	Resolution	For	Against	Withheld	Total lodged
1	Report and Accounts	252,790,332	15,352	93,797	252,805,684
2	Final dividend	252,822,654	106	76,721	252,822,760
3	Remuneration Policy Report	175,228,016	50,947,859	26,723,606	226,175,875
4	Annual Report on Remuneration	247,231,581	4,109,114	1,558,786	251,340,695
5	Appoint Kathleen Hogenson as a Non-executive Director	252,383,892	380,592	124,997	252,764,484
6	Re-appoint Norman Murray as Non-executive Chairman	252,309,641	440,277	149,563	252,749,918
7	Re-appoint Thomas Thune Andersen as a Non-executive Director	252,440,786	325,427	133,268	252,766,213
8	Re-appoint Stefano Cao as a Non-executive Director	252,154,704	612,448	132,329	252,767,152
9	Re-appoint Roxanne Decyk as a Non-executive Director	252,473,357	291,770	134,354	252,765,127
10	Re-appoint René Médori as a Non-executive Director	252,199,000	566,755	133,726	252,765,755
11	Re-appoint Rijnhard van Tets as a Non-executive Director	250,556,977	944,929	1,397,575	251,501,906
12	Re-appoint Ayman Asfari as an Executive Director	240,217,940	12,590,783	90,758	252,808,723
13	Re-appoint Marwan Chedid as an Executive Director	252,363,648	441,845	93,988	252,805,493
14	Re-appoint Tim Weller as an Executive Director	252,371,829	409,126	118,526	252,780,955
15	Re-appoint Ernst & Young as auditors	251,290,507	520,298	1,088,676	251,810,805
16	Authorise directors to fix the auditors’ remuneration	252,510,877	253,870	134,734	252,764,747
17	Directors’ authority to allot shares	252,011,867	789,737	97,877	252,801,604
18	Pre-emption rights	252,229,254	545,460	124,767	252,774,714
19	Directors’ authority to purchase own shares	252,813,128	6,746	79,607	252,819,874
20	Short notice period for general meetings	236,225,145	16,575,829	98,507	252,800,974
21	Approval of the rules of the Performance Share Plan 2014	249,000,905	2,462,727	1,435,849	251,463,632
22	Approval of the rules of the Deferred Bonus Share Plan 2014	250,304,674	838,105	1,756,702	251,142,779
23	Renewal of approval of the rules of the Share Incentive Plan	252,316,309	451,949	131,223	252,768,258

The full text of each resolution is contained in the Notice of Annual General Meeting, which is available on the Company’s website, [www.petrofac.com](http://www.petrofac.com).

Resolutions 17 to 23 were passed as special business resolutions. Copies have been submitted to the National Storage Mechanism and will shortly be available for inspection at [www.Hemscott.com/nsm.do](http://www.Hemscott.com/nsm.do). The number of shares in issue at the date of the meeting was 345,912,747 ordinary shares of US\$0.02 each in the Company (the “Shares”) and each Share attracted one vote.

Enquiries to:

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