

**Third Point Offshore Investors Limited (the "Company")**  
**(a closed-ended investment company incorporated with limited liability under the laws**  
**of Guernsey with registered number 47181)**

**Result of Annual General Meeting**  
**27 May 2010**

At the Annual General Meeting ("AGM") held on 27 May 2010, all ordinary resolutions set out in the AGM Notice sent to shareholders dated 26 April 2010 were duly passed.

At the same AGM the following Special Resolutions were passed;

**Resolution 1**

IT WAS RESOLVED that conditional upon the Ordinary Shares of the Company remaining trading on the main market of the London Stock Exchange, the Company be authorised in accordance with section 315 of The Companies (Guernsey) Law, 2008, as amended, (the "Law") to make market acquisitions (within the meaning of section 316 of the Law) of each class of its Shares (either for retention as treasury shares for future reissue and resale or transfer, or cancellation) provided that:-

- (i) the maximum number of Shares hereby authorised to be purchased shall be 14.99% of each class of Shares in issue as at the date of this document;
- (ii) the minimum price (exclusive of expenses) which may be paid for a Share shall be 50 per cent. of the Net Asset Value (as defined in the Articles of Incorporation);
- (iii) unless a tender offer is made to all holders of the relevant class of Shares, the maximum price (exclusive of expenses) which may be paid for a Share shall not be more than the higher of (a) 105 per cent. of the average of the middle market quotations for a Share taken from the London Stock Exchange's main market for listed securities for the five business days before the purchase is made; and (b) the higher of the price of the last independent trade and the highest current independent bid at the time of the purchase; and (c) any purchase by the Company of 15 per cent. or more of any class of its Shares shall be effected by way of a tender offer to all Shareholders of that class, or such other price as may be permitted by the Listing Rules of the UK Listing Authority;
- (iv) the authority hereby conferred shall expire at the conclusion of the next Annual General Meeting of the Company or, if earlier, on the expiry of eighteen months from the passing of this resolution, unless such authority is renewed, varied or revoked prior to such time; and
- (v) the Company may make a contract to purchase Shares under the authority hereby conferred prior to the expiry of such authority which will or may be executed wholly or partly after the expiration of such authority and may make a purchase of Shares pursuant to any such contract.

**Resolution 2**

That a new clause 2(a) be inserted into the memorandum of incorporation as follows:-

"2(a) The Company is a non-cellular company"

**Resolution 3**

That the new articles of incorporation of the Company produced to the meeting and initialled for identification, be adopted in substitution for, and to the exclusion of, the existing articles of incorporation of the Company.

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