

COMPANIES ACT 1985

INEOS SILICAS LIMITED

COMPANY LIMITED BY SHARES

COMPANY No. 48745

By a written resolution dated 21 May 2001, the following resolution was passed:

THAT in place of all existing authorities the directors be generally and unconditionally authorised pursuant to section 80 of the Companies Act 1985 to allot relevant securities (within the meaning of section 80) up to an aggregate nominal amount of £16,000,000 for a period expiring (unless previously renewed, varied or revoked by the Company in general meeting) five (5) years after the date on which this resolution is passed, but the Company may make an offer or agreement which would or might require relevant securities to be allotted after expiry of this authority and the directors may allot relevant securities in pursuance of that offer or agreement as if this authority had not expired.



Mike Maher

(Company Secretary)

Presented by:

Freshfields

65 Fleet Street

London EC4Y 1HS

(Reference: _____)

