

Company number:
867053

THE COMPANIES ACT 1948

and

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

RESOLUTION

OF

BORDEN CHEMICAL GB LIMITED

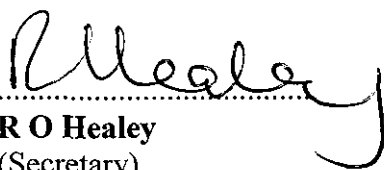
NOTICE is hereby given that on 30 September 2003 the following resolution was passed by means of a written resolution pursuant to section 381A of the Companies Act 1985:

RESOLUTION

That the following new article 13 be added to the Company's articles of association:

"A meeting of the board of directors may, subject to notice thereof having been given to all directors, be for all purposes deemed to be held when a director is or directors are in communication by telephone or audio visual communications media with another director or directors and all of the said directors agree to treat the meeting as so held, provided always that the number of the said directors participating in such communication constitutes a quorum of the board. A resolution made by a majority of the said directors in pursuance of this article shall be as valid as it would have been if made by them at an actual meeting duly convened and held."

Dated: 30 September 2003


R O Healey
(Secretary)

