

Company No. 01888575

THE COMPANIES ACTS 1985 - 1989

WRITTEN RESOLUTION OF THE MEMBERS OF

BASIC CHEMICALS LIMITED

passed the 1 December 2005

We, the undersigned, being all the members for the time being of the above-named company entitled to receive notice of and to attend and vote at General Meetings, except Sheila Roberts who is excluded for the purpose of Resolution (2) in accordance with Section 164(5) of the Companies Act 1985, hereby pass the following resolution and confirm that the said resolution shall for all purposes be as valid and effective as if the same has been passed at a General Meeting of the company duly convened and held.

SPECIAL RESOLUTION

- (1) THAT the Articles of Association of the Company be altered by inserting the following new Article as Article 4A:

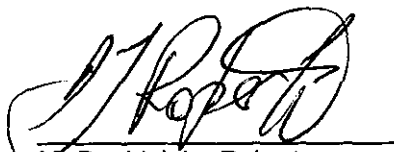
"Subject to the provisions of the Companies Act 1985, the Company may purchase its own shares, including any redeemable shares, and the Company may exercise all the powers conferred by the Companies Act 1985 relating to the purchase of its own shares."

- (2) That the Company purchase out of distributable reserves 5,000 shares from Sheila Roberts for a total consideration of £240,000 in accordance with a proposed contract in the form of the draft which was attached to this resolution and circulated to all the members entitled to receive notice of and to attend and vote at General Meetings for inspection by them.

ORDINARY RESOLUTION

- (3) That in accordance with Section 320(1) of the Companies Act 1985 the above purchase be approved.

Signed (Members):


Mr David John Roberts


Mrs Sheila Roberts

