

Price Waterhouse



3261137

Private and Confidential

The Directors
ICO UK Limited
ICO Polymers (UK) Limited
Wedco Technology UK Limited

Victoria House
76 Milton Street
NOTTINGHAM
NG1 3QY

26 August 1998

Reference: AMM/IPR/KS

Dear Sir

Following the merger of Price Waterhouse and Coopers & Lybrand from 1 July 1998, we have agreed that the new firm, PricewaterhouseCoopers will be replacing us as auditors. In accordance with Section 392 of the Companies Act 1985 we give notice that we are resigning as auditors of each of the companies to which this letter is addressed with immediate effect.

In accordance with Section 394 of the Companies Act 1985, we confirm with respect to each of the companies to which this letter is addressed that there are no circumstances connected with our ceasing to hold office as auditors to the company that we consider should be brought to the attention of the company's members or creditors.

Yours faithfully

Price Waterhouse

PRICE WATERHOUSE



ICO (UK) LIMITED

Company No 3261137

Minutes of the Board of Directors held on 8th September 1998 at Gainsborough.

Present: T J M L Verhoeff
S B Grant
A O Pacholder

The resignation of Price Waterhouse as auditors of the Company has been received and was noted.

Resolved that PricewaterhouseCoopers be appointed to fill the vacancy thus arising to hold office until the conclusion of the next general meeting at which accounts are laid before the Company.

There being no other business, the meeting was closed.


T.J.M.L. Verhoeff
Secretary