

COMPANY NO. 03938607

INEOS HOLDINGS (FLUOR & SILICAS) LIMITED

(the Company)

SOLE MEMBER'S WRITTEN RESOLUTION

In accordance with regulation 53 of Table A as defined and incorporated in the articles of association of the Company, Ineos Intermediate Holdings (Fluor & Silicas) Limited, the sole member of the Company who would have been entitled to vote upon the following resolution if it had been proposed at a general meeting of the Company at which a representative of Ineos Intermediate Holdings (Fluor & Silicas) Limited were present, **RESOLVES** that the following resolution shall be as valid and effectual as if it had been passed at a general meeting of the Company duly convened and held:

THAT the Company's memorandum of association be altered as follows:

- (a) by adding the following as a new paragraph 3.2.8 and renumbering all subsequent paragraphs accordingly:

"To enter into interest rate protection agreements."

Al Lume

(on behalf of Ineos Intermediate Holdings (Fluor & Silicas) Limited)

Date: 8/1/2001

