

Company No. 3965021

WRITTEN RESOLUTION

of

INEOS Enterprises II Limited

(the "Company")

**PROPOSED BY THE SOLE MEMBER OF THE COMPANY IN ACCORDANCE WITH
SECTIONS 292 TO 295 OF THE COMPANIES ACT 2006**

We, being the sole member entitled to attend and vote at general meetings of the Company, hereby resolve and agree that the following resolution is hereby passed as a written resolution pursuant to section 288 of the Companies Act 2006 and that such resolution shall take effect as a special resolution

THAT:

SPECIAL RESOLUTION

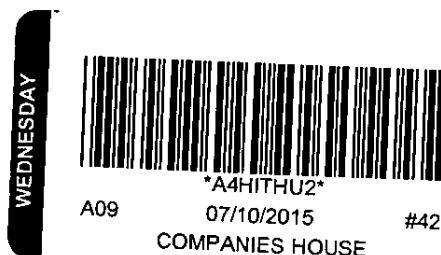
- A the issued share capital of the Company be reduced from £100 00 to £1 00 by the cancellation of 9,900 £0 01 Ordinary Shares, leaving issued share capital of 100 £0 01 Ordinary shares, in accordance with the provisions of the Companies Act 2006 Sections 641 to 643,
- B the solvency statement signed by the directors of the Company and dated on the circulation date of this written resolution be approved, and
- C the reduction in share capital be treated as an increase in distributable reserves in accordance with the provisions of the Companies (Reduction of Share Capital) Order 2008

For and on behalf of **INEOS Enterprises Group Limited** as the sole member

Director



Date **5** October 2015



INFORMATION REQUIRED TO COMPLY WITH SECTION 293(4) OF THE COMPANIES ACT 2006

- 1 Eligible members are the members who would have been entitled to vote on the resolution on the circulation date of the written resolution
- 2 The circulation date of the written resolution is Monday 5 October 2015 (the "**Circulation Date**")
- 3 The procedure for signifying agreement by an eligible member to written resolutions is as follows
 - (A) A member signifies his agreement to proposed written resolutions when the company receives from him (or someone acting on his behalf) an authenticated document
 - (i) stating his name and confirming that he has authority to act for and on behalf of the company as a member of the company,
 - (ii) identifying the resolutions to which it relates, and
 - (iii) indicating his agreement to the resolutions
 - (B) The document must be sent to the company in hard copy form or in electronic form. If the document is sent in electronic form, it must be emailed to paul.nichols@ineos.com
 - (C) A member's agreement to written resolutions, once signified, may not be revoked
 - (D) Written resolutions are passed when the required majority of eligible members have signified their agreement to them
- 4 The period for agreeing to the written resolutions is the period of 28 days beginning with the Circulation Date (see section 297 Companies Act 2006)

AGREEMENT BY SOLE MEMBER TO THE WRITTEN RESOLUTION

INEOS Enterprises Group Limited, being the sole member of the Company

- 1 confirms that it has received a copy of the above written resolution in accordance with section 292 to 295 of the Companies Act 2006, and
- 2 hereby resolves and agrees that the above resolution is passed as a written resolution pursuant to section 288 of the Companies Act 2006 and that such resolution shall take effect as a special resolution

For and on behalf of
INEOS ENTERPRISES GROUP LIMITED

A handwritten signature in black ink, appearing to be 'A. H. L.', is written over the company name.

Date 5 October 2015