

403a

M

Please do not
write in
this margin

Pursuant to section 403(1) of the Companies Act 1985

To the Registrar of Companies
(Address overleaf)

For official use Company number

7

04068812

Name of company

* Insert full name
of company

* INEOS CHLOR LIMITED

I, Paul Nichols

of PO Box 9, Runcorn Site HQ, South Parade, Runcorn Cheshire WA7 4JE

† Delete as appropriate

~~XXXXXXXXXX~~ [the secretary] ~~XXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX~~ of the above company, do solemnly and sincerely declare that the debt for which the charge described below was given has been

† Insert a description of the instrument(s) creating or evidencing the charge, eg 'Mortgage', 'Charge', 'Debenture' etc.

paid or satisfied in (full) ~~06/20/11~~ t

Date and Description of charge ‡ 31 Dec 2003. See attached schedule for description.

Date of Registration § 14 Jan 2004

Name and address of [chargee] ~~XXXXXX XXXXX XXXXX XXXXX~~
INEOS Capital Limited, Hawkslease, Chapel Lane, Lyndhurst, Hampshire.

§ The date of registration may be confirmed from the certificate

Short particulars of property charged on
See attached schedule.

Ø Insert brief details of property

And I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act 1835.

Declared at RUNCORN, CHESHIRE

Declarant to sign below

Day Month Year

on 06/11/2006

before me W. H. Sanborn

A Commissioner for Oaths or Notary Public or Justice of the Peace or Solicitor having the powers conferred on a Commissioner for Oaths

D.H. SANDIFORD
NOTARY PUBLIC
4 LACEY STREET
WIDNES WA8 7RH
ENGLAND

Presentor's name, address and reference (if any):

Slaughter and May
One Bunhill Row
London
EC1Y 8YY

Ref: CRS/ORK/FZA

For official use
Mortgage section

WEDNESDAY



AXLKOKCW

A05

08/11/2006

COMPANIES HOUSE

39

Schedule

Each of the capitalised terms used in this schedule shall have the meanings given to them in the Agreement.

Description:

INEOS Security Agreement (the "**Agreement**") dated 31 December, 2003 between INEOS Chlor Limited, INEOS Chlor Energy Limited and INEOS Chlor Sales International Limited (as chargors), INEOS Fluor Limited, INEOS Silicas Limited, EVC International N.V. and INEOS Capital Limited (as original second creditors) and INEOS Capital Limited (as INEOS trustee).

Amount Secured:

All of the obligations of INEOS Chlor Limited and each other member of the Borrower Group under the terms of the £20,000,000 revolving credit facility agreement dated 31 July, 2003 between INEOS Chlor Limited and INEOS Fluor Limited, INEOS Silicas Limited and EVC International N.V. and the INEOS Group Finance Documents and all of the obligations of INEOS Chlor Limited and each other member of the Borrower Group under the £7,500,000 revolving credit facility agreement dated 31 July, 2003 between INEOS Chlor Limited and INEOS Capital Limited and the INEOS Standby Finance Documents.

Short Particulars:

By way of first legal mortgage all estates or interests in any freehold or leasehold property now owned by it and by way of first fixed charge all estates or interests in any freehold or leasehold property now or subsequently owned by it including all buildings, fixtures, fittings and fixed plant and machinery on that property and the benefit of any covenants for title given or entered into by any predecessor in title of INEOS Chlor Limited in respect of that property or any moneys paid or payable in respect of those covenants by way of a first legal mortgage. All shares in any member of the Borrower Group owned by it or held by any nominee on its behalf by way of a first legal mortgage and a first fixed charge over its interest in all shares, stocks, debentures or other securities and investments owned by it or held by any nominee on its behalf including any dividend or interest paid and any right, money or property accruing or offered at any time in relation to it by way of redemption, substitution, exchange, bonus or preference, under option rights or otherwise.