

A PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF THE SOLE MEMBER OF

INEOS SILICAS PARTNERS LIMITED
Company Number. 04115521

(the "Company")

12 April 2010 (the "Circulation Date")

**PROPOSED BY THE BOARD OF DIRECTORS OF THE COMPANY IN ACCORDANCE WITH
SECTION 291 OF THE COMPANIES ACT 2006**

SPECIAL RESOLUTION

That the share capital of the Company be reduced from £3,150,001 (divided into 3,150,001 ordinary shares of £1 each (all of which are fully paid up)) to £1 (comprising one ordinary share of £1) by cancelling and extinguishing 3,150,000 ordinary shares of £1 each

By order of the board



12 APRIL 2010

Secretary

Date

NOTE A copy of this resolution was sent to the Company's auditors, PricewaterhouseCoopers LLP, on 12 April 2010 pursuant to s 502(1) of the Companies Act 2006

I hereby certify that the foregoing written resolution was passed as a special resolution by the sole member of the Company on 12 April 2010



Martin H Stokes
Secretary

23 April 2010

MONDAY



A03
"A8R5NJH1"
26/04/2010
COMPANIES HOUSE
211

INFORMATION REQUIRED TO COMPLY WITH SECTION 291(4) COMPANIES ACT 2006

- 1 The circulation date of the written resolution is 12 April 2010 (the "**Circulation Date**")
- 2 INEOS Silicas Partners Limited is a single member company. The procedure for signifying agreement by the sole eligible member to the proposed written resolution is as follows
 - (A) The sole member signifies its agreement to the proposed written resolutions when the company receives from the member (or someone acting on its behalf) an authenticated document
 - (i) stating its name and confirming that it has authority to act for and on behalf of the company as a member of the company,
 - (i) identifying the resolutions to which it relates, and
 - (iii) indicating its 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 martin.stokes@ineos.com
 - (C) The sole member's agreement to the written resolutions, once signified, may not be revoked
 - (D) The written resolutions are passed when the sole member has signified its agreement to them
- 3 The period for agreeing to the written resolution is the period of 15 days beginning with the Circulation Date

AGREEMENT BY SOLE ELIGIBLE MEMBER TO WRITTEN RESOLUTIONS

We, being the sole eligible member of the Company

- 1 confirm that we have received a copy of the above written resolution in accordance with section 291 of the Companies Act 2006, and
- 2 hereby resolve and agree that the above resolution be passed as a written resolution pursuant to Section 288 of the Companies Act 2006 and that the resolution shall take effect as a special resolution

Signed for and on behalf of **INEOS Silicas Holdings Limited** acting by

(Print name) JONATHAN GINNS

(Signature)



Director

(Date) 12 APRIL 2010