

INEOS PARAFORM LIMITED

COMPANY NUMBER: 04482032

EXTRAORDINARY GENERAL MEETING

Minutes of the Extraordinary General Meeting of the Company held at Hawkslease, Chapel Lane, Lyndhurst, Hampshire, SO43 7FG on 21 January 2004 at 3:05 p.m.

PRESENT: Jim Ratcliffe (Shareholder)
Andrew Currie (Shareholder)
John Reece (Shareholder)
Antoine Verrijckt (Shareholder)

IN ATTENDANCE:

QUORUM AND CHAIRMAN

1. It was reported that short notice of the meeting had been given to all those entitled to receive it and that all shareholders has consented to waive their entitlement to 14 days written notice. There being a quorum present, the meeting proceeded to business and it was agreed that Mr Ratcliffe act as Chairman for the purposes of the meeting.

ORDINARY RESOLUTIONS

2. The following resolutions were passed unanimously:


THAT, pursuant to Section 121 of the Companies Act 1985, each of the Company's shares, with a nominal value of £1 each in the capital of the Company, whether issued or unissued, be and are hereby sub-divided into 100 ordinary shares with a nominal value of 1 penny each.

THAT the memorandum of association of the Company be altered with immediate effect with respect to the statement of its capital by deleting the existing clause 5 and replacing it with the following:-

"The Company's share capital is £1,000 divided into 100,000 shares of 1 penny each"

CLOSE

3. There being no further business, the meeting was declared closed.


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Chairman



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COMPANIES HOUSE

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COMPANIES ACT 1985

PRIVATE COMPANY LIMITED BY SHARES

MEMORANDUM

AND

ARTICLES OF ASSOCIATION

- of -

INEOS PARAFORM LIMITED

(incorporated 10 July 2002)