

COMPANY No. 4687714

**INEOS CHLOR GROUP LIMITED**

(the *Company*)

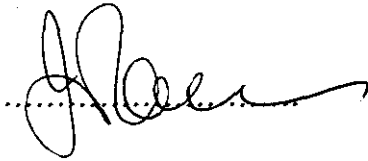
**SOLE MEMBER'S WRITTEN RESOLUTION**

In accordance with section 381A of the Companies Act 1985, I, the sole member of the Company who at the date of this resolution would be entitled to attend and vote at a general meeting of the Company, **DECLARE** that the following resolution shall have effect as if passed by the Company in general meeting and accordingly **I RESOLVE:**

**THAT** for the purposes of section 252 of the Companies Act 1985 the Company elects to dispense with the laying of accounts and reports before the Company in general meeting;

**THAT** for the purposes of section 366A of the Companies Act 1985 the Company elects to dispense with the holding of annual general meetings;

**THAT** for the purposes of section 386 of the Companies Act 1985 the Company elects to dispense with the obligation to appoint auditors annually.



Date:.....12-3-03

