

INEOS ENTERPRISES GROUP LIMITED

(the "Company")

WRITTEN RESOLUTION OF THE SHAREHOLDERS

I hereby certify that the following resolutions were passed as written resolutions by the members of the Company on 29 December 2006, with resolutions numbered 1 to 4 being passed as ordinary resolutions

1. **THAT** the 32,000 authorised but unissued Chlor Limited Tracker Shares of £0 01 each be cancelled and the authorised share capital of the Company be accordingly reduced to £2,600,
2. **THAT** the 600 Preference Shares of £0 01 each which, together, have been issued to Thomas Crotty and Calum MacClean be re-designated as Non-Voting Preference Shares of £0 01 each in the capital of the Company having the rights set out in the Articles of Association as adopted pursuant to resolution 6 below,
3. **THAT** the 106,608 issued INEOS Enterprises Business Tracker Shares of £0 01 each be re-designated as 2005 Business Tracker Shares of £0 01 each, having the rights set out in the Articles of Association as adopted pursuant to resolution 6 below,
4. **THAT** the 53,392 authorised but unissued INEOS Enterprises Business Tracker Shares of £0 01 each be re-designated as Business Tracker Shares of £0 01 each, having the rights set out in the Articles of Association as adopted pursuant to resolution 6 below,



Martin H Stokes
Company Secretary



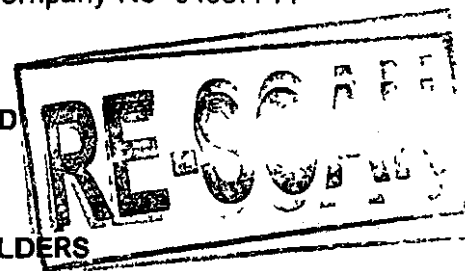
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INEOS ENTERPRISES GROUP LIMITED

(the "Company")



WRITTEN RESOLUTION OF THE SHAREHOLDERS

I hereby certify that the following resolutions were passed as written resolutions by the members of the Company on 29 December 2006, with resolution number 5 being passed as an ordinary resolution and resolution number 6 being passed as a special resolution

5. **THAT** the authorised share capital of the Company be increased from £2,600 to £32,066 08 by the creation of 2,946,608 Business Tracker Shares of £0 01 each, having the rights set out in the Articles of Association as adopted pursuant to resolution 6 below, and
6. **THAT** the regulations in the form and print annexed hereto be adopted as the new articles of association of the Company to replace in their entirety the existing articles of association

Martin H Stokes
Company Secretary



INEOS ENTERPRISES GROUP LIMITED

(the "Company")

**WRITTEN RESOLUTION OF THE HOLDERS OF THE PREFERENCE SHARES
OF 0.01 PENCE EACH IN THE CAPITAL OF THE COMPANY**

I hereby certify that the following resolutions were passed as written resolutions by the holders of the Preference Shares of £0 01 each in the capital of the Company on 29 December 2006

- 1 THAT the holders of the Preference Shares of £0 01 each in the capital of the Company, hereby unanimously consent to and sanction the re-designation of the 600 Preference Shares which, together, have been issued to Thomas Crotty and Calum MacClean, as Non-Voting Preference Shares pursuant to resolution 2 of the written resolution of the shareholders of the Company dated 29 December 2006, notwithstanding the fact that the passing of such resolution will not result in each holder of Preference Shares being treated equally, and
- 2 THAT the holders of the Preference Shares of £0 01 each in the capital of the Company hereby consent to and sanction, on behalf of the holders of all of the shares of the said class, every variation and abrogation of the special rights attached to the shares of the said class which may result from the passing of the resolutions set out in a written resolution of the shareholders of the Company dated 29 December 2006



Martin H Stokes
Company Secretary

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COMPANY SECRETARY

Company Number 04687714

INEOS ENTERPRISES GROUP LIMITED

(the "Company")

**WRITTEN RESOLUTION OF THE HOLDERS OF THE INEOS ENTERPRISES BUSINESS
TRACKER SHARES OF 0 01 PENCE EACH IN THE CAPITAL OF THE COMPANY**

I hereby certify that the following resolution was passed as a written resolution by the holders of the INEOS Enterprises Business Tracker Shares of £0 01 each in the capital of the Company on 29 December 2006

THAT the holders of the INEOS Enterprises Business Tracker Shares of £0 01 each in the capital of the Company hereby consent to and sanction, on behalf of the holders of all of the shares of the said class, every variation and abrogation of the special rights attached to the shares of the said class which may result from the passing of the resolutions set out in a written resolution of the shareholders of the Company dated 29 December 2006



Martin H Stokes
Company Secretary

COMPANIES HOUSE