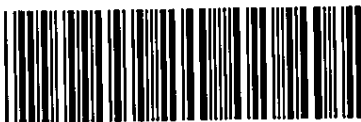


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COMPANIES HOUSE

Company no. 4687714

**SPECIAL RESOLUTIONS
of
INEOS Enterprises Group Limited
(the "Company")**

I, Martin Howard Stokes, in my capacity as Company Secretary, hereby certify that the following Special resolutions were passed on 29 September 2009:

1. The Company be, and is hereby authorised and instructed to approve the terms of and the matters and transactions contemplated by and to enter into the following documents:
 - (a) The Eighth Supplemental Agreement;
 - (b) an accession letter to the Facilities Agreement;
 - (c) an accession memorandum to the Intercreditor Agreement dated 27th September 2007 (as amended and restated by a first supplemental agreement dated 14th May 2008, as amended and restated by a second supplemental agreement dated 31st July 2008, as amended by a third supplemental agreement dated 15th October 2008, as amended by a fourth supplemental agreement dated 31st October 2008 and as amended by a fifth supplemental agreement dated 19th December 2008, between amongst others, INEOS Norway SPV Limited as parent, Barclays Bank PLC as agent and security trustee and INEOS GROUP Investments Limited as the investor);
 - (d) an amendment deed to the guarantee and debenture dated 14th November 2008 (as amended on 19th December 2008);
 - (e) a supplemental debenture; and
 - (f) a formalities certificate containing certain confirmations and certifications on behalf of the Company,

(the "**Amendment Documents**").
2. The Company be, and is hereby, authorised and instructed to execute and deliver, file, record and/or despatch any notice, filing, recording, instrument, certificate, stock or note power, agreement or other document to be executed and delivered, filed, recorded and/or despatched by it under or in connection with the Amendment Documents and all such other notices, filings, recordings, instruments, certificates, stock or note powers, agreements or other documents as may be required, necessary or desirable arising out of or in connection with the delivery and execution of and the transactions supplemental or incidental to or contemplated by the Amendment Documents and take any other action, including paying any charges, fees, taxes and expenses and obtaining any governmental approvals, necessary or desirable in connection with the transactions contemplated by the Amendment Documents and the performance of the Company's obligations thereunder.