CHFP025

Please do not write in this margin

Please complete legibly, preferably in black type, or bold black lettering

*insert full name of company

†delete as appropriate

‡insert a description of the instrument(s) creating or evidencing the charge, eg 'Mortgage', 'Charge', 'Debenture' etc.

Othe date of registration may be confirmed from the certificate

§insert brief details of property or undertaking no longer subject to the charge

COMPANIES FORM No. 403b

Declaration that part of the property or undertaking charged (a) has been released from the charge; (b) no longer forms part of the company's property or undertaking



Pursuant to section 403(1) (b) of the Companies Act 1985

To the Registrar of Companies (Address overleaf)

Company number

3545207

Name of company

INEOS OXIDE LIMITED

MARTIN HOWARD STOKES

I HAZEZ GROVE. WINCHESTER

of the above company, do

solemnly and sincerely declare that with respect to the charge described below the part of the property

Date and description of charge [‡] Debenture dated 16 December 2005

Date of registration ø 4 January 2006

1 Churchill Place, London E14 5HP

Short particulars of property or undertaking released or no longer part of the company's property or

undertaking § a receivable in an amount equal to \$1,500,000,000 owing to Incos Oxide Limited by Incos US Intermediate Holding Company LLC pursuant to

an intercompany loan agreement dated 16 December 2005 between theos Holding Limited and Theos US International Holding Company LLC, as such receivable has been assigned to the

And I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act 1835.

Declared at ONE BUNHILL ROW, LONDON ECI 8YY Declarant to sign below

Solicitor

Day Month

Year

Patrick Simon, of Linklaters, One Silk Street, London ECZ

COMPANIES HOUSE

A Commissioner for Oaths or Notary Public or Justice of the Peace or Solicitor having the powers conferred on a Commissioner for Oaths

Presentor's name, address and

reference (if any): Slaughter and May One Bunhill Row

London

EC1Y 8YY

For official use Mortgage section

 Post room 22/12/2006

(ref:ACJ/LZR/SEMD)