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*insert full name
of company

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INEOS OXIDE LIMITED

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before me Patrick Simon, of Linklaters, One Silk Street,
London EC2Y 8HQ,
Solicitor

Post room



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COMPANIES HOUSE

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22/12/2006

Continuation Sheet to Form 403b

Definitions

"Receivables" means: (i) the \$163,000,000 receivable due pursuant to the Intermediate ICL; and (ii) the \$292,000,000 receivable due pursuant to the Holdco ICL, both now due to Ineos Oxide Limited pursuant to a share subscription agreement dated **14** December 2006 between Ineos Oxide Limited and Ineos Holdings Limited,

WHERE:

"Holdco ICL" means the intercompany loan agreement dated 6 December 2005 between Ineos Holdings Limited (as Lender) and Ineos US Holding Company II LLC (as Borrower);

"Intermediate ICL" means the intercompany loan agreement dated 16 December 2005 between Ineos Holdings Limited (as Lender) and Ineos US Intermediate Holding Company LLC (as Borrower), as amended and partially novated by the Novation Agreement; and

"Novation Agreement" means the novation and amendment agreement dated **14 December** 2006 between (1) Ineos US Intermediate Holding Company LLC, (2) Ineos Holdings Limited and (3) Ineos US Holding Company II LLC pursuant to which Ineos US Holding Company II LLC assumed by way of novation \$163,000,000 of the debt then due from Ineos US Intermediate Holding Company LLC to Ineos Holdings Limited pursuant to the Intermediate ICL.