

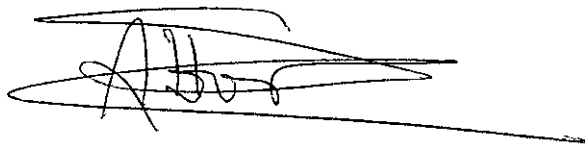
**VOPAK DISTRIBUTION HOLDINGS UK LIMITED
MEMBER'S WRITTEN RESOLUTIONS**


We, the undersigned, being the sole member of the Company who (at the date hereof) would have been entitled to vote upon the resolutions set out below if they had been proposed at a general meeting at which we were present, hereby agree:-

- (a) pursuant to regulation 53 of Table A (adopted by article 1.1 of the Company's articles of association) to the passing of the resolutions set out below (of which the resolution numbered 2 would otherwise be required to be passed as an ordinary resolution and the resolution numbered 1 would otherwise be required to be passed as a special resolution) by way of written resolution; and
- (b) to every variation or abrogation of the rights attaching to any class of shares of which we are a holder involved in or requisite to give effect to such resolutions.

THAT:-

- 1. the authorised share capital of the Company be increased from £25,000,001 to £150,000,000 by the creation of 124,999,999 ordinary shares of £1 each, such shares having the rights and being subject to the restrictions and obligations set out in the articles of association of the Company; and
- 2. the directors be generally and unconditionally authorised for the purposes of section 80 of the Companies Act 1985 (the "Act") to exercise all the powers of the Company to allot relevant securities (within the meaning of section 80(2) of the Act) up to an aggregate nominal amount of the authorised but unissued share capital of the Company. This authority shall expire on the day falling five years after the date of this resolution save that the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the directors may allot relevant securities in pursuance of such offer or agreement as if the authority conferred hereby had not expired.



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for and on behalf of
Koninklijke Vopak N.V. 

Date: 15 October 2001

