

COMPANY LIMITED BY SHARES

RESOLUTIONS

of

SYNTHETIC CHEMICALS PENSION SCHEME TRUSTEES LIMITED

PASSED 9 JULY 1997

At an Extraordinary General Meeting of the above-named Company duly convened and held at Four Ashes, Wolverhampton, WV10 7BP on 9 July 1997 the following resolutions were duly passed as elective resolutions in the case of resolutions 1 and 2 and as a special resolution in the case of resolution 3.

RESOLUTIONS

1. THAT, for the purposes of section 252 of the Companies Act 1985, the directors shall not be required in respect of the current and each subsequent financial year of the Company to lay before the Company in general meeting copies of the Company's annual accounts, the directors' report and the auditors' report on those accounts.
2. THAT, for the purposes of section 366A of the Companies Act 1985, the company shall not in this and in each subsequent year hold an annual general meeting.
3. THAT, in accordance with section 250 of the Companies Act 1985, the Company shall be exempt from the obligation to appoint auditors.

*Robert Taylor*

Director

