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Bond Dickinson

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THE COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

HUNTSMAN (UK) LIMITED

CIRCULATION DATE: 22 June 2016

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, we, the undersigned, being the sole eligible member of the Company entitled to receive notice of and to attend and vote at general meetings of the Company on the above circulation date hereby pass the following resolution as a written resolution and confirm it shall for all purposes be as valid and effective as if the same had been passed at a general meeting of the Company duly convened and held

SPECIAL RESOLUTION

That:

- 1 the Company's share premium account be reduced by GBP 35,546,705 pursuant to sections 641 to 644 of the 2006 Act, and
- 2 the Company's share capital be reduced by cancelling and extinguishing GBP 87,080,208 from the issued ordinary shares of GBP 1.00 each in the Company, each of which is fully paid up

A copy of the solvency statement required by section 643 of the Companies Act 2006 is attached to this resolution as required by section 642(2) of that Act

The person named below, being the person entitled to vote on the above resolution hereby irrevocably agrees to the above resolution.

For and on behalf of Huntsman (Holdings) UK

Date 22 June 2016

NOTES

- (1) A special resolution will be passed once members representing 75% of the total voting rights of eligible members signify their agreement to it. The percentage must be achieved within the period of 28 days beginning on the circulation date specified above
- (2) A copy of the solvency statement is attached

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