

UBS O'Connor I.L.C

One North Wacker Drive
32nd Floor
Chicago, IL 60606
Tel 312-525-6000
Fax 312-525-6332

O'CONNOR

Form of Adherence Letter

April 8, 2009

International Swaps and Derivatives Association, Inc.
Send to: LyondellBasellProtocol@isda.org

Dear Sirs,

2009 LyondellBasell Industries AF S.C.A. CDS Protocol - Adherence

The purpose of this letter is to confirm our adherence to the 2009 LyondellBasell Industries AF S.C.A. CDS Protocol, as published by the International Swaps and Derivatives Association, Inc. on April 6, 2009 (the "**Protocol**"). This letter constitutes an "Adherence Letter" as referred to in the Protocol.

The definitions and provisions contained in the Protocol are incorporated into this Adherence Letter, which will supplement and form part of each Covered Transaction (now or in the future) between us and each other Adhering Party, respectively.

1. Specified Terms

The amendments in Section 1 and Schedule 1 of this Protocol shall apply to Covered Transactions to which we are a party.

2. Appointment as Agent and Release

We hereby appoint ISDA as our agent for the limited purposes of the Protocol and accordingly we waive, and hereby release ISDA from, any rights, claims, actions or causes of action whatsoever (whether in contract, tort or otherwise) arising out of, or in any way relating to, this Adherence Letter or our adherence to the Protocol or any actions contemplated as being required by ISDA.

3. DTCC Account Number

For purposes of electronic matching and counterparty recognition, our DTCC Account Number is as follows, but you understand and agree that our failure to provide any such details pursuant to this letter will not affect the legal validity and binding nature of the Protocol with respect to us:

DTCC Account Number: Attached Appendix A

4. Contact Details

Our contact details for purposes of this Adherence Letter are:

Name: Charles Mathys
Executive Director, Legal & Compliance
Address: One North Wacker Drive, 32nd Floor
Telephone: 312-525-6452
Fax: 312-525-5042
E-mail: Charles.Mathys@ubs.com

We consent to the publication of the conformed copy of this letter by ISDA and to the disclosure by ISDA of the contents of this letter.

Yours faithfully,

UBS O'Connor LLC, as Investment Manager acting on behalf of the funds listed on the attached Appendix A

By:

Name: Nicholas Vagra
Title: Managing Director
Signature: <Nicholas Vagra>

Appendix A

FUND

O'Connor Capital Structure Opportunity Master Limited
O'Connor Credit Opportunity Master Limited
O'Connor Global Convertible Arbitrage II Master Limited
O'Connor Global Multi-Strategy Alpha Master Limited
O'Connor Trading Value Master Limited

DTCC Account #

000034L1
00006L02
000047P6
000048P0
0000S015