

EXECUTION COPY**INTELLECTUAL PROPERTY ASSIGNMENT**

This INTELLECTUAL PROPERTY ASSIGNMENT (this "Assignment"), effective the 13th day of August, 2004, is made and entered into by and between Rhodia, Inc., a Delaware corporation ("Assignor") and Innophos, Inc. (f/k/a Phosphates Acquisition, Inc.), a Delaware corporation ("Assignee") (each a "Party," and collectively, the "Parties"). Capitalized terms used in this Assignment but not otherwise defined herein shall have the meanings set forth in the Purchase Agreement (defined below).

WHEREAS, Assignor is the successor in interest to its predecessors Stauffer Chemical Co., Albright & Wilson Americas Inc., Rhone-Poulenc Inc. and Rhone-Poulenc Specialty Chemicals Co.;

WHEREAS, Assignor is the owner of each of (i) the patents and patent applications set forth on Schedule A hereto (the "Patents"), (ii) the trademarks, trademark registrations and trademark applications set forth on Schedule B hereto and all goodwill associated therewith (the "Trademarks"), and (iii) the Internet domain names set forth on Schedule C hereto and registrations and applications for registration thereof (the "Domain Names") (Patents, Trademarks and Domain Names, collectively, the "Assigned Intellectual Property");

WHEREAS, the Assignor, Rhodia Canada Inc., Rhodia de Mexico S.A. de C.V., Rhodia Overseas Ltd, Rhodia Consumer Specialties Limited, Rhodia S.A. and the Assignee have entered into an Agreement of Purchase and Sale, dated as of June 10, 2004 (the "Purchase Agreement"; unless otherwise defined herein, capitalized terms shall be used herein as defined in the Purchase Agreement); and

WHEREAS, this Intellectual Property Assignment is being delivered by the Assignor in accordance with and full satisfaction of its obligations to deliver an Assignment of Transferred Intellectual Property pursuant to Section 2.10(a)(ii) of the Purchase Agreement.

NOW THEREFORE, for the consideration set forth in the Purchase Agreement, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties agree as follows:

1. Assignment. Assignor hereby sells, conveys, assigns, transfers and delivers to Assignee all of Assignor's right, title and interest in and to the Assigned Intellectual Property, to the extent transferable or assignable, including all rights therein provided by international conventions and treaties, and the right to sue for past, present and future infringement thereof.

2. No Warranties. Except as expressly provided in the Purchase Agreement, Assignor makes no warranties, express or implied, with respect to the Assigned Intellectual Property.

3. Further Assurances. Assignor shall, at the cost and expense of Assignee, timely execute and deliver any additional documents and perform any additional acts necessary

or desirable to record and perfect the interest of Assignee in and to the Assigned Intellectual Property, and shall not enter into any agreement in conflict with this Assignment.

4. Governing Law. This Assignment shall be governed by, and construed in accordance with, the laws of the State of New York. All Actions arising out of or relating to this Assignment shall be heard and determined in accordance with Section 11.10 of the Purchase Agreement.

5. Counterparts. This Assignment may be executed in one or more counterparts, each of which shall be deemed an original, and all of which together shall constitute one and the same agreement.

[Signature Page to Follow]

IN WITNESS WHEREOF, each Party has caused this Assignment to be executed
of the date first written above by its duly authorized officer.

ASSIGNOR



By: _____
Name: Jacques Lehre
Title: Authorized Signatory

ASSIGNEE

By: Mark Feuerbach
Name: Mark Feuerbach
Title: Chief Financial officer

Schedule A**PATENTS****Specialty Phosphates Patent Portfolio**

| Docket Number | Title | Country | Registered Owner | Filing Date | Filing Number | Registration Date | Registration Number |
|---------------|---|---------------|--|-------------|---------------|-------------------|---------------------|
| RD90311 | Compacting Calcium Phosphate | United States | Rhodia Inc. | 06/06/1988 | 07/206,937 | 11/19/1991 | 5,066,441 |
| | | Canada | Rhodia Inc. | 10/09/1985 | 492,614 | 1/13/1987 | 1,216,412 |
| RD90320 | Treatment For Spent Petroleum Cracking Catalyst | Canada | Rhodia Inc. | 11/07/1984 | 467,216 | 1/19/1988 | 1,231,534 |
| | | United States | Rhodia Inc. | 08/02/1985 | 06/761,988 | 11/17/1987 | 4,707,361 |
| RD90326 | Granular Anhydrous Dicalcium Phosphate Compositions Suitable For Direct Compression Tableting | United States | Rhodia Inc. | 08/02/1985 | 06/761,988 | 11/17/1987 | 4,707,361 |
| | | Canada | Rhodia Inc. | 06/23/1986 | 512,170 | 09/26/1989 | 1,260,226 |
| RD90336 | Method Of Treating The Arsenic Containing Filter Media From Phosphoric Acid Purification | United States | Rhodia Inc. | 07/05/1985 | 06/751,925 | 3/24/1987 | 4,652,380 |
| | | United States | Rhodia Inc. | 04/07/1986 | 06/848,861 | 05/09/1989 | 4,828,823 |
| RD90341 | Dicalcium Phosphate Dihydrate For Fluoride Dentifrice Compositions | Australia | Rhodia Inc. | 04/06/1987 | 71106/87 | 12/11/1990 | 599968 |
| | | Brazil | Stauffer Chemical Company (predecessor to Rhodia Inc.) | 04/06/1987 | PI8701591 9 | | |
| | | Canada | Rhodia Inc. | 03/10/1987 | 531,579 | 05/21/1991 | 1,284,296 |
| | | Israel | Rhodia Inc. | 02/02/1987 | 81639 | 03/24/1991 | 81639 |
| | | Japan | Rhodia Inc. | 04/06/1987 | 62-83106 | 10/02/1996 | 2096770 |
| | | Mexico | Stauffer Chemical Company (predecessor to Rhodia Inc.) | 03/25/1987 | 5715 | 10/16/1993 | 165035 |
| | | South Korea | Rhodia Inc. | 03/03/1987 | 1987-1,846 | 02/13/1996 | 99006 |
| | | Taiwan | Stauffer Chemical Company (predecessor to Rhodia Inc.) | 02/24/1987 | 76/00919 | 01/21/1990 | NI-37081 |

| Docket Number | Title | Country | Registered Owner | Filing Date | Filing Number | Registration Date | Registration Number |
|---------------|---|------------------------------|--|-------------|---------------|-------------------|---------------------|
| RD90350 | Granular Anhydrous Dicalcium Phosphate Compositions Suitable For Direct Compression Tableting | United States | Rhodia Inc. | 08/02/1985 | 06/761,986 | 06/23/1987 | 4,675,188 |
| RD90357 | Production Of An Aqueous Phosphoric Acid Solution | United States | Rhodia Inc. | 08/08/1986 | 06/894,528 | 10/06/1987 | 4,698,216 |
| RD90364 | Granular Tricalcium Phosphate Compositions Suitable For Direct Compression Tableting | Germany | Rhodia Inc. | 10/29/1987 | P 37 81 368.4 | 08/26/1992 | 0265951 |
| | | United Kingdom | Rhodia Inc. | 10/29/1987 | 87115914.1 | 08/26/1992 | 0265951 |
| | | Israel | Rhodia Inc. | 08/03/1987 | 83418 | 08/13/1991 | 83418 |
| | | Japan | Rhodia Inc. | 09/30/1987 | 62-244427 | 11/06/1996 | 2105409 |
| RD90365 | High Viscosity Potassium Metaphosphate | United States | Rhodia Inc. | 08/31/1987 | 07/091,139 | 04/25/1989 | 4,824,649 |
| | | European Procedure (Patents) | Stauffer Chemical Company (predecessor to Rhodia Inc.) | 08/24/1988 | 88307817.2 | 10/20/1993 | 0 306 205 |
| | | Germany | Rhodia Inc. | 08/24/1988 | 88307817.2 | 10/20/1993 | P 38 85 047.8 |
| | | United Kingdom | Rhodia Inc. | 08/24/1988 | 88307817.2 | 10/20/1993 | 0 306 205 |
| RD90367 | Treatment Of Toxicant-Impregnated Filter Cake | United States | Rhodia Inc. | 10/22/1987 | 07/111,826 | 04/11/1989 | 4,820,325 |
| | | Belgium | Rhodia Inc. | 10/19/1988 | 88309790.9 | 12/15/1993 | 0313321 |
| | | European Procedure (Patents) | Stauffer Chemical Company (predecessor to Rhodia Inc.) | 10/19/1988 | 88309790.9 | 12/15/1993 | 0313321 |
| | | France | Rhodia Inc. | 10/19/1988 | 88309790.9 | 12/15/1993 | 0313321 |
| | | Germany | Rhodia Inc. | 10/19/1988 | 88309790.9 | 12/15/1993 | 0313321 |
| | | Italy | Rhodia Inc. | 10/19/1988 | 88309790.9 | 12/15/1993 | 0313321 |
| | | Netherlands | Rhodia Inc. | 10/19/1988 | 88309790.9 | 12/15/1993 | 0313321 |
| | | United Kingdom | Rhodia Inc. | 10/19/1988 | 88309790.9 | 12/15/1993 | 0313321 |
| RD90395 | Recovery Of Phosphorus Values From Waste Phosphoric Acid Liquors | United States | Rhodia Inc. | 01/25/1989 | 07/302,156 | 01/29/1991 | 4,988,489 |

| Docket Number | Title | Country | Registered Owner | Filing Date | Filing Number | Registration Date | Registration Number |
|---------------|--|---|--|-------------|----------------|-------------------|---------------------|
| RD 94005 | Process For Preparing Calcium Salts Of Low Aluminum Content | Belgium | Rhodia Inc. | 05/19/1995 | 95400349.7 | 05/06/1998 | 0673879 |
| | | European Procedure (Patents) ¹ | Rhodia Inc. | 05/19/1995 | 95400349.7 | 05/06/1998 | 0673879 |
| | | France | Rhone-Poulenc Inc. | 05/19/1995 | 95400349.7 | 05/06/1998 | 0673879 |
| | | Germany | Rhodia Inc. | 05/19/1995 | 95400349.7 | 05/06/1998 | 69502326.8 |
| | | Luxembourg | Rhone-Poulenc Inc. | 05/19/1995 | 95400349.7 | 05/06/1998 | 0673879 |
| | | Netherlands | Rhone-Poulenc Inc. | 05/19/1995 | 95400349.7 | 05/06/1998 | 0673879 |
| | | United Kingdom | Rhone-Poulenc Inc. | 05/19/1995 | 95400349.7 | 05/06/1998 | 0673879 |
| | | Canada | Rhodia Inc. | 02/16/1995 | 2,142,663 | | |
| | | Japan | Rhodia Inc. | 02/24/1995 | 7037090 | | |
| | | Mexico | Rhodia Inc. | 02/27/1995 | 951128 | 04/26/2001 | 201546 |
| RD 00020 | Condensation Polymerization of Phosphorus Containing Compounds | International Procedure ² | Albright & Wilson Americas Inc. (predecessor to Rhodia Inc.) | 07/10/1998 | PCT/CA98/00669 | | |
| RD 01034 | Method For Making Polyphosphoric Acid | United States | Rhodia Inc. | 03/25/2002 | 10/105,573 | 09/09/2003 | 6,616,906 |
| | | International Procedure ³ | Rhodia Inc. | 07/23/2002 | PCT/US02/23395 | | |

¹ This patent has become local and is therefore considered expired. The assignment to Rhodia Inc. is currently pending in France, Luxembourg, the Netherlands and the United Kingdom.

² Designated countries for PCT: United Arab Emirates, Antigua and Barbuda, Albania, Armenia, Austria, Australia, Azerbaijan, Barbados, Bulgaria, Brazil, Belarus, Belize, Switzerland, China, Costa Rica, Czechoslovakia, Cuba, Cyprus (Republic), Czech Republic, Germany, Denmark, Dominica, Algeria, Estonia, Spain, Finland, United Kingdom, Grenada, Georgia, Ghana, Guatemala, Croatia, Hungary, Indonesia, Israel, India, Iceland, Japan, Kenya, Kirghizstan, North Korea, South Korea, Kazakhstan, Saint Lucia, Sri Lanka, Liberia, Lesotho, Lithuania, Luxembourg, Latvia, Morocco, Moldova (Republic), Madagascar, Mongolia, Malawi, Mozambique, Nigeria, Netherlands, Norway, New Zealand, A.I.P.O., Poland, Portugal, Romania, Russian Federation, Sudan, Sweden, Singapore, Slovenia, Slovakia, Sierra Leone, U.S.S.R., Swaziland, Tajikistan, Turkmenistan, Turkey, Trinidad and Tobago, Tanzania, Ukraine, Uganda, Uzbekistan, Vietnam, Serbia & Montenegro, South Africa, Eurasian Procedure, Macedonia (F.Y.R.), Bosnia-Herzegovina.

³ Designated countries for PCT: Albania, Armenia, Austria, Australia, Azerbaijan, Barbados, Bulgaria, Brazil, Belarus, Canada, Switzerland, China, Cuba, Czech Republic, Germany, Denmark, Estonia, Spain, Finland, United Kingdom, Grenada, Georgia, Ghana, Gambia, Croatia, Hungary, Indonesia, Israel, India, Iceland, Japan, Kenya, Kirghizstan, North Korea, South Korea, Kazakhstan, Saint Lucia, Sri Lanka, Liberia, Lesotho, Lithuania, Luxembourg, Latvia, Moldova (Republic), Madagascar, Mongolia, Malawi, Mexico, Norway, New Zealand, Poland, Portugal, Romania, Russian Federation, Sudan, Sweden, Singapore, Slovenia, Slovakia, Sierra Leone, Tajikistan, Turkmenistan, Turkey, Trinidad and Tobago, Ukraine, Uganda, Uzbekistan, Vietnam, Serbia & Montenegro, South Africa, Zimbabwe, Macedonia (F.Y.R.), Bosnia-Herzegovina.

| Docket Number | Title | Country | Registered Owner | Filing Date | Filing Number | Registration Date | Registration Number |
|---------------|--|---------------|------------------|-------------|---------------|-------------------|---------------------|
| RD 03024 | Heat-Producing Agglomerates And Their Application In Flameless Heaters And Self-Heating Packaging | United States | Rhodia Inc. | 10/17/2003 | 60/512,460 | | |
| RD90326 | Granular Anhydrous Dicalcium Phosphate Compositions Suitable for Direct Compression Tableting XREF: Pharmaceutical Ingredients | United States | Rhodia Inc. | 08/02/1985 | 06/761988 | 11/17/1987 | 4,707,361 |
| | | Canada | Rhodia Inc. | 06/23/1986 | 512,170 | 09/26/1989 | 1,260,226 |

Food Phosphates Patent Portfolio

| Docket Number | Title | Country | Registered Owner | Filing Date | Filing Number | Registration Date | Registration Number |
|---------------|--|---|------------------|-------------|---------------|-------------------|---------------------|
| RD90316 | Alkali Metal Acid Pyrophosphate Leavening Acid Compositions And Methods For Producing The Same | United States | Rhodia Inc. | 09/19/1986 | 06/909,155 | 05/03/1988 | 4,741,917 |
| | | Canada | Rhodia Inc. | 08/12/1987 | 544,317 | 02/18/1992 | 1,295,804 |
| RD90317 | Alkali Metal Acid Pyrophosphate Leavening Acid Compositions And Methods For Producing The Same | United States | Rhodia Inc. | 09/19/1986 | 06/909,156 | 02/14/1989 | 4,804,553 |
| | | Canada | Rhodia Inc. | 07/30/1987 | 543,363 | 03/31/1992 | 1,298,062 |
| RD94025 | Novel Leavening Acid Composition | United States | Rhodia Inc. | 11/22/1994 | 08/344,322 | 09/10/1996 | 5,554,404 |
| | | United States | Rhodia Inc. | 05/17/1996 | 08/649,397 | 08/16/1997 | 5,667,836 |
| | | United States | Rhodia Inc. | 07/16/1997 | 08/895,198 | 11/10/1998 | 5,834,050 |
| | | United States | Rhodia Inc. | 02/09/1998 | 09/020,751 | 07/20/1999 | 5,925,397 |
| | | Austria | Rhodia Inc. | 11/21/1995 | 95402606.8 | 08/14/2002 | 0713648 |
| | | Belgium | Rhodia Inc. | 11/21/1995 | 95402606.8 | 08/14/2002 | 0713648 |
| | | Denmark | Rhodia Inc. | 11/21/1995 | 95402606.8 | 08/14/2002 | 0713648 |
| | | European Procedure (Patents) ⁴ | Rhodia Inc. | 11/21/1995 | 95402606.8 | 08/14/2002 | 0713648 |
| | | France | Rhodia Inc. | 11/21/1995 | 95402606.8 | 08/14/2002 | 0713648 |
| | | Germany | Rhodia Inc. | 11/21/1995 | 95402606.8 | 08/14/2002 | 69527764 |

⁴ This patent has become local and is therefore considered expired.

| Docket Number | Title | Country | Registered Owner | Filing Date | Filing Number | Registration Date | Registration Number |
|---------------|---|--------------------------------------|------------------|-------------|------------------|-------------------|---------------------|
| | | Finland | Rhodia Inc. | 11/21/1995 | 95402606.8 | 08/14/2002 | 0713648 |
| | | Italy | Rhodia Inc. | 11/21/1995 | 95402606.8 | 08/14/2002 | 0713648 |
| | | Netherlands | Rhodia Inc. | 11/21/1995 | 95402606.8 | 08/14/2002 | 0713648 |
| | | Spain | Rhodia Inc. | 11/21/1995 | 95402606.8 | 08/14/2002 | 0713648 |
| | | Sweden | Rhodia Inc. | 11/21/1995 | 95402606.8 | 08/14/2002 | 0713648 |
| | | United Kingdom | Rhodia Inc. | 11/21/1995 | 95402606.8 | 08/14/2002 | 0713648 |
| | | Australia | Rhodia Inc. | 11/21/1995 | 3797395 | 05/28/1998 | 686900 |
| | | Brazil | Rhodia Inc. | 11/22/1995 | P19505246.1 | | |
| | | Canada | Rhodia Inc. | 11/14/1995 | 2,162,822 | | |
| | | Japan | Rhodia Inc. | 11/22/1995 | 7-304678 | | |
| RD98007 | Novel Leavening Acid Composition | United States | Rhodia Inc. | 05/06/1998 | 09/074,788 | 06/27/2000 | 6,080,441 |
| | | Austria | Rhodia Inc. | 05/06/1999 | 99303562.5 | | |
| | | Belgium | Rhodia Inc. | 05/06/1999 | 99303562.5 | | |
| | | Denmark | Rhodia Inc. | 05/06/1999 | 99303562.5 | | |
| | | European Procedure (Patents) | Rhodia Inc. | 05/06/1999 | 99303562.5 | | |
| | | Finland | Rhodia Inc. | 05/06/1999 | 99303562.5 | | |
| | | France | Rhodia Inc. | 05/06/1999 | 99303562.5 | | |
| | | Germany | Rhodia Inc. | 05/06/1999 | 99303562.5 | | |
| | | Netherlands | Rhodia Inc. | 05/06/1999 | 99303562.5 | | |
| | | Spain | Rhodia Inc. | 05/06/1999 | 99303562.5 | | |
| | | Australia | Rhodia Inc. | 05/07/1999 | 26995799 | 08/14/2003 | 759537 |
| | | Brazil | Rhodia Inc. | 05/07/1999 | P19904707.1 | | |
| | | Japan | Rhodia Inc. | 05/24/1999 | 11-128700 | | |
| | | New Zealand | Rhodia Inc. | 05/07/1999 | 335670 | 12/20/1999 | 335670 |
| | | South Korea | Rhodia Inc. | 05/08/1999 | 99-16434 | | |
| RD 01015 | Self Rising Dough-Containing Food Product (U.S. Abandoned. See RD 04002 below.) | European Procedure (Patents) | Rhodia Inc. | 01/26/2002 | PCT/US02/02463 | | |
| | | Canada | Rhodia Inc. | 01/28/2002 | 2,443,093 | | |
| | | International Procedure ³ | Rhodia Inc. | 01/28/2002 | PCT/US02/02463 | | |
| | | Mexico | Rhodia Inc. | 09/26/2003 | PA/a/2003/008782 | | |
| RD 02023 | Composition And Method For Making Tortillas With Tetrasodium Pyrophosphate | United States | Rhodia Inc. | 06/07/2002 | 60/386,783 | | |
| | | United States | | 06/06/2003 | 10/456,134 | | |

³ Designated countries for PCT: United Arab Emirates, Antigua and Barbuda, Albania, Armenia, Austria, Australia, Azerbaijan, Barbados, Bulgaria, Brazil, Belarus, Belize, Switzerland, China, Colombia, Costa Rica, Czechoslovakia, Cuba, Cyprus [Republic], Czech Republic, Germany, Denmark, Dominica, Algeria, Ecuador, Estonia, Spain, Finland, United Kingdom, Grenada, Georgia, Ghana, Equatorial Guinea, Guatemala, Croatia, Hungary, Indonesia, Israel, India, Iceland, Japan, Kenya, Kirghizstan, North Korea, South Korea, Kazakhstan, Saint Lucia, Sri Lanka, Liberia, Lesotho, Lithuania, Luxembourg, Latvia, Morocco, Moldova (Rep), Madagascar, Mongolia, Malawi, Mozambique, Niger, Netherlands, Norway, New Zealand, A.I.P.O., Philippines, Poland, Portugal, Romania, Russian Federation, Sudan, Sweden, Singapore, Slovenia, Slovakia, Sicra Leone, Swaziland, Tajikistan, Turkmenistan, Tunisia, Turkey, Trinidad and Tobago, Tanzania, Ukraine, Uganda, United States of America, Uzbekistan, Vietnam, Serbia & Montenegro, South Africa, Zambia, Eurasian Procedure, Macedonia (F.Y.R.), Bosnia-Herzegovina.

| Docket Number | Title | Country | Registered Owner | Filing Date | Filing Number | Registration Date | Registration Number |
|---------------|---|--------------------------------------|------------------|-------------|----------------|-------------------|---------------------|
| RD 02024 | Dough Composition And Method For Making Tortillas | United States | Rhodia Inc. | 06/06/2003 | 10/456,928 | | |
| | | International Procedure ⁶ | Rhodia Inc. | 06/06/2003 | PCT/US03/18017 | | |
| RD 02034 | Composition And Method For Making Tortillas With Sodium Phosphate Compounds | United States | Rhodia Inc. | 06/06/2003 | 10/456,931 | | |
| | | International Procedure ⁷ | Rhodia Inc. | 06/06/2003 | PCT/US03/17813 | | |
| RD 04002 | Self Rising Dough-Containing Food Product (Originally filed as RD 01015) | United States | Rhodia Inc. | 01/08/2004 | 10/754,867 | | |

⁶ Designated countries for PCT: Albania, Armenia, Austria, Australia, Azerbaijan, Barbados, Bulgaria, Brazil, Belarus, Canada, Switzerland, China, Cuba, Czech Republic, Germany, Denmark, Estonia, Spain, Finland, United Kingdom, Grenada, Georgia, Ghana, Gambia, Croatia, Hungary, Indonesia, Israel, India, Iceland, Japan, Kenya, Kirghizstan, North Korea, South Korea, Kazakhstan, Saint Lucia, Sri Lanka, Liberia, Lesotho, Lithuania, Luxembourg, Latvia, Moldova (Rep), Madagascar, Mongolia, Malawi, Mexico, Norway, New Zealand, Poland, Portugal, Romania, Russian Federation, Sudan, Sweden, Singapore, Slovakia, Sierra Leone, Tajikistan, Turkmenistan, Turkey, Trinidad & Tobago, Ukraine, Uganda, Uzbekistan, Vietnam, Serbia & Montenegro, South Africa, Zimbabwe, Macedonia (F.Y.R.), Bosnia-Herzegovina.

⁷ Designated countries for PCT: Albania, Armenia, Austria, Australia, Azerbaijan, Barbados, Bulgaria, Brazil, Belarus, Canada, Switzerland, China, Cuba, Czech Republic, Germany, Denmark, Estonia, Spain, Finland, United Kingdom, Grenada, Georgia, Ghana, Gambia, Croatia, Hungary, Indonesia, Israel, India, Iceland, Japan, Kenya, Kirghizstan, North Korea, South Korea, Kazakhstan, Saint Lucia, Sri Lanka, Liberia, Lesotho, Lithuania, Luxembourg, Latvia, Moldova (Rep), Madagascar, Mongolia, Malawi, Mexico, Norway, New Zealand, Poland, Portugal, Romania, Russian Federation, Sudan, Sweden, Singapore, Slovakia, Sierra Leone, Tajikistan, Turkmenistan, Turkey, Trinidad & Tobago, Ukraine, Uganda, Uzbekistan, Vietnam, Serbia & Montenegro, South Africa, Zimbabwe, Macedonia (F.Y.R.), Bosnia-Herzegovina.

Schedule B
TRADEMARKS

| Trademark Name | Country | Application/ Registration Number | Registered Owners |
|----------------|--------------------------|--|---------------------------------------|
| AJAX | U.S. | 75597566 | RHODIA INC. |
| ACTIF-8 | U.S. | 742736 | RHODIA INC. |
| AMERIFOS | CANADA | 1222411 | RHODIA INC. |
| AMERIFOS | MEXICO | | RHODIA INC. |
| AMERIFOS | UNITED STATES OF AMERICA | 76602102 | RHODIA INC. |
| B.P. PYRO | JAPAN | 3216374 | RHODIA INC. |
| B.P. PYRO | U.S. | 804945 | RHONE-POULENC SPECIALTY CHEMICALS CO. |
| BAC-N-FOS | NEW ZEALAND | B167336 | RHODIA INC. |
| BAC-N-FOS | U.S. | 1504464 | RHODIA INC. |
| BAC-N-FOS | CANADA | 273738 | RHODIA INC. |
| BAC-N-FOS | AUSTRALIA | B451286 | RHODIA INC. |
| BL-60 | U.S. | 733870 | RHODIA INC. |
| BL-60 | U.S. | 741126 | RHODIA INC. |
| CURAFOS* | JAPAN | 1730511 | RHODIA INC. |
| CURAFOS | NEW ZEALAND | B122705 | RHODIA INC. |
| CURAFOS | U.S. | 604548 | RHODIA INC. |
| CURAFOS | CANADA | 102752 | RHODIA INC. |
| CURAVIS | SOUTH AFRICA | 93/1105 | RHODIA INC. |
| CURAVIS | U.S. | 1263890 | RHODIA INC. |
| CURAVIS | U.S. | 1271420 | RHODIA INC. |
| CURAVIS | U.S. | 1273245 | RHODIA INC. |
| CURAVIS | U.S. | 626324 | RHODIA INC. |
| CURAVIS | CANADA | 106333 | RHODIA INC. |
| CURAVIS | ARGENTINA | 1941163 | RHODIA INC. |
| CURAVIS | BRAZIL | 825122570 | RHODIA INC. |
| CURAVIS | MEXICO | 771508 | RHODIA INC. |
| CURAVIS | RUSSIA ⁸ | | RHODIA INC. |
| DONUT PYRO | JAPAN | 3216375 | RHODIA INC. |
| DONUT PYRO | U.S. | 799003 | RHODIA INC. |
| INNOFOS | CANADA | 1222408 | RHODIA INC. |
| INNOFOS | MEXICO | | RHODIA INC. |
| INNOFOS | UNITED STATES OF AMERICA | 76602107 | RHODIA INC. |
| INNOFOS | CANADA | 1222412 | RHODIA INC. |
| INNOFOS | MEXICO | | RHODIA INC. |
| INNOFOS | UNITED STATES OF AMERICA | 76/602.106 | RHODIA INC. |
| INNOFOS + LOGO | AUSTRALIA** | | RHODIA INC. |

⁸ Trademark application is currently pending.

| Trademark Name | Country | Application/ Registration Number | Registered Owners |
|-----------------|---------------------------|--|---------------------------------------|
| INNOPHOS + LOGO | AUSTRIA** | | RHODIA INC. |
| INNOPHOS + LOGO | BENELUX** | | RHODIA INC. |
| INNOPHOS + LOGO | CANADA | | RHODIA INC. |
| INNOPHOS + LOGO | CHINA** | | RHODIA INC. |
| INNOPHOS + LOGO | CYPRUS (REPUBLIC)** | | RHODIA INC. |
| INNOPHOS + LOGO | CZECH REPUBLIC** | | RHODIA INC. |
| INNOPHOS + LOGO | DENMARK** | | RHODIA INC. |
| INNOPHOS + LOGO | ESTONIA** | | RHODIA INC. |
| INNOPHOS + LOGO | FINLAND** | | RHODIA INC. |
| INNOPHOS + LOGO | FRANCE** | | RHODIA INC. |
| INNOPHOS + LOGO | GERMANY** | | RHODIA INC. |
| INNOPHOS + LOGO | GREECE** | | RHODIA INC. |
| INNOPHOS + LOGO | HUNGARY** | | RHODIA INC. |
| INNOPHOS + LOGO | INTERNATIONAL PROCEDURE** | | RHODIA INC. |
| INNOPHOS + LOGO | IRELAND** | | RHODIA INC. |
| INNOPHOS + LOGO | ITALY** | | RHODIA INC. |
| INNOPHOS + LOGO | JAPAN** | | RHODIA INC. |
| INNOPHOS + LOGO | LATVIA** | | RHODIA INC. |
| INNOPHOS + LOGO | LITHUANIA** | | RHODIA INC. |
| INNOPHOS + LOGO | MEXICO | | RHODIA INC. |
| INNOPHOS + LOGO | NORWAY** | | RHODIA INC. |
| INNOPHOS + LOGO | POLAND** | | RHODIA INC. |
| INNOPHOS + LOGO | PORTUGAL** | | RHODIA INC. |
| INNOPHOS + LOGO | SLOVAKIA** | | RHODIA INC. |
| INNOPHOS + LOGO | SLOVENIA** | | RHODIA INC. |
| INNOPHOS + LOGO | SOUTH AFRICA | | RHODIA INC. |
| INNOPHOS + LOGO | SPAIN** | | RHODIA INC. |
| INNOPHOS + LOGO | SWEDEN** | | RHODIA INC. |
| INNOPHOS + LOGO | SWITZERLAND** | | RHODIA INC. |
| INNOPHOS + LOGO | UNITED KINGDOM** | | RHODIA INC. |
| INNOPHOS + LOGO | UNITED STATES OF AMERICA | | RHODIA INC. |
| KENA | SOUTH AFRICA | 93/1188 | RHODIA INC. |
| KENA | NEW ZEALAND | B122708 | RHODIA INC. |
| KENA | U.S. | 745913 | RHODIA INC. |
| KENA | ARGENTINA | 2398664 | RHODIA INC. |
| KENA | BRAZIL | 825122589 | RHODIA INC. |
| KENA | MEXICO | 771507 | RHODIA INC. |
| LEM-O-FOS | AUSTRALIA | A316305 | RHODIA INC. |
| LEM-O-FOS | CANADA | 295793 | RHODIA INC. |
| LEM-O-FOS | NEW ZEALAND | B122707 | RHODIA INC. |
| LEVAIR | U.S. | 796083 | RHONE-POULENC INC. |
| LEVAIR | U.S. | 813262 | RHONE-POULENC SPECIALTY CHEMICALS CO. |
| MICROPHOS | U.S. | 2727650 | RHODIA INC. |

| Trademark Name | Country | Application/ Registration Number | Registered Owners |
|----------------|----------------|--|---------------------------------------|
| PERFECTION* | U.S. | 770181 | RHODIA INC. |
| REGENT | U.S. | 509840 | RHODIA INC. |
| REGENT 12XX | ICELAND | 598/2000 | RHODIA INC. |
| REGENT 12XX | IRELAND | 214194 | RHODIA INC. |
| REGENT 12XX | FINLAND | 223538 | RHODIA INC. |
| REGENT 12XX | SPAIN | 2247002 | RHODIA INC. |
| REGENT 12XX | DENMARK | VR 1999 03540 | RHODIA INC. |
| REGENT 12XX | BENELUX | 659763 | RHODIA INC. |
| REGENT 12XX | AUSTRIA | 184725 | RHODIA INC. |
| REGENT 12XX | GERMANY | 399 40 686 | RHODIA INC. |
| REGENT 12XX | ITALY | 882124 | RHODIA INC. |
| REGENT 12XX | U.S. | 1835088 | RHODIA INC. |
| REGENT 12XX | U.S. | 1180713 | RHODIA INC. |
| REGENT 12XX | FRANCE | 99,802,707 | RHODIA INC. |
| REGENT 12XX | SWITZERLAND | 467813 | RHODIA INC. |
| REGENT 12XX | SWEDEN | 343028 | RHODIA INC. |
| REGENT 12XX | UNITED KINGDOM | 2202417 | RHODIA INC. |
| REGENT 12XX | PORTUGAL | 338482 | RHODIA INC. |
| REGENT 12XX | NORWAY | 203554 | RHODIA INC. |
| REGENT 12XX | LIECHTENSTEIN | 11234 | RHODIA INC. |
| REGENT 12XX | JAPAN | 4456506 | RHODIA INC. |
| REGENT 12XX | GREECE | 141130 | RHODIA INC. |
| SAPP # 4 | U.S. | 1856872 | RHODIA INC. |
| SELF-RISE | CANADA | 521006 | RHODIA INC. |
| SELF-RISE | MEXICO | 597578 | RHODIA INC. |
| TA TERFOS | JAPAN | 3216376 | RHONE-POULENC SPECIALTY CHEMICALS CO. |
| TATERFOS | U.S. | 843377 | RHODIA INC. |
| TEXTUR-RISE | UNITED KINGDOM | 2178326 | RHODIA INC. |
| TEXTUR-RISE | GERMANY | 398 56 351 | RHODIA INC. |
| TEXTUR-RISE | ITALY | 98C003145 | RHODIA INC. |
| TEXTUR-RISE | U.S. | 2352583 | RHODIA INC. |
| TEXTUR-RISE | BRAZIL | 821123564 | RHODIA INC. |
| TEXTUR-RISE | SPAIN | 2194532 | RHODIA INC. |
| TEXTUR-RISE | FRANCE | 98756388 | RHODIA INC. |
| TEXTUR-RISE | ARGENTINA | 1791206 | RHODIA INC. |
| TEXTUR-RISE | JAPAN | 4372824 | RHODIA INC. |
| TORTILLA-RISE | U.S. | 2832870 | RHODIA INC. |
| TORTILLA-RISE | CANADA | 1153456 | RHODIA INC. |
| TORTILLA-RISE | MEXICO | 769074 | RHODIA INC. |
| TRI-TAB | GERMANY | 399 40 689 | RHODIA INC. |
| TRI-TAB | AUSTRIA | 184724 | RHODIA INC. |
| TRI-TAB | FRANCE | 99,802,709 | RHODIA INC. |
| TRI-TAB | SWITZERLAND | 467874 | RHODIA INC. |

| Trademark Name | Country | Application/ Registration Number | Registered Owners |
|----------------|----------------|--|---------------------------------------|
| TRI-TAB | SWEDEN | 343031 | RHODIA INC. |
| TRI-TAB | UNITED KINGDOM | 2202414 | RHODIA INC. |
| TRI-TAB | PORTUGAL | 338480 | RHODIA INC. |
| TRI-TAB | NORWAY | 204111 | RHODIA INC. |
| TRI-TAB | LIECHENSTEIN | 11237 | RHODIA INC. |
| TRI-TAB | ITALY | 882125 | RHODIA INC. |
| TRI-TAB | ICELAND | 893/1999 | RHODIA INC. |
| TRI-TAB | IRELAND | 214365 | RHODIA INC. |
| TRI-TAB | FINLAND | 217705 | RHODIA INC. |
| TRI-TAB | SPAIN | 2247000 | RHODIA INC. |
| TRI-TAB | DENMARK | VR 1999 03539 | RHODIA INC. |
| TRI-TAB | BENELUX | 655375 | RHODIA INC. |
| TRI-TAB | GREECE | 141133 | RHODIA INC. |
| TRI-TAB | U.S. | 1256467 | RHODIA INC. |
| V-90 | ITALY | 882122 | RHODIA INC. |
| V-90 | U.S. | 509841 | RHODIA INC. |
| V-90 | U.S. | 741127 | RHODIA INC. |
| V-90 | FRANCE | 99,802,706 | RHODIA INC. |
| V-90 | SWITZERLAND | 467815 | RHODIA INC. |
| V-90 | SWEDEN | 343029 | RHODIA INC. |
| V-90 | UNITED KINGDOM | 2202412 | RHODIA INC. |
| V-90 | PORTUGAL | 338478 | RHODIA INC. |
| V-90 | NORWAY | 204534 | RHODIA INC. |
| V-90 | LIECHTENSTEIN | 11236 | RHODIA INC. |
| V-90 | ICELAND | 894/1999 | RHODIA INC. |
| V-90 | IRELAND | 214180 | RHODIA INC. |
| V-90 | GREECE | 141131 | RHODIA INC. |
| V-90 | SPAIN | 2247003 | RHODIA INC. |
| V-90 | DENMARK | VR 1999 03542 | RHODIA INC. |
| V-90 | BENELUX | 655441 | RHODIA INC. |
| V-90 | AUSTRIA | 184723 | RHODIA INC. |
| V-90 | GERMANY | 399 40 687 | RHODIA INC. |
| V-90 | FINLAND | 218024 | RHODIA INC. |
| VERSACAL | U.S. | 75/786149 | RHODIA INC. |
| VICTOR CREAM | U.S. | 799694 | RHODIA INC. |
| VICTOR CREAM | PHILIPPINES | 4-1994-96251 | RHONE-POULENC SPECIALTY CHEMICALS CO. |
| VITRAFOS | CANADA | 186500 | RHODIA INC. |
| VITRAFOS | SWITZERLAND | 249274 | RHODIA INC. |
| VITRAFOS | UNITED KINGDOM | 967648 | RHODIA INC. |
| VITRAFOS | JAPAN | 1866691 | RHODIA INC. |
| VITRAFOS | NEW ZEALAND | 95766 | RHODIA INC. |
| VITRAFOS | BRAZIL | 6070590 | RHODIA INC. |
| VITRAFOS | U.S. | 1831470 | RHODIA INC. |

| Trademark Name | Country | Application/ Registration Number | Registered Owners |
|----------------|----------------|--|---------------------------------|
| VITRAFOS | AUSTRALIA | A244822 | RHODIA INC. |
| VITRAFOS | U.S. | 593493 | RHONE-POULENC INC. |
| PUROFIT | U.S. | 76544002 | RHODIA INC. |
| PUROFIT | AUSTRALIA | 988001 | RHODIA INC. |
| PUROFIT | BRAZIL | 826277390 | RHODIA INC. |
| PUROFIT | CANADA | 1205535 | RHODIA INC. |
| PUROFIT | EUROPEAN UNION | | RHODIA INC. |
| CAL-RISE | U.S. | 75/602,101 | RHODIA INC. |
| CAL-RISE | CANADA | 1221957 | RHODIA INC. |
| CAL-RISE | MEXICO | | RHODIA INC. |
| VICTOR | BENELUX | 659764 | RHODIA INC. |
| VICTOR | AUSTRIA | 184722 | RHODIA INC. |
| VICTOR | FRANCE | 99,802,708 | RHODIA INC. |
| VICTOR | SWEDEN | 344676 | RHODIA INC. |
| VICTOR | PORTUGAL | 338481 | RHODIA INC. |
| VICTOR | SPAIN | 2247001 | RHODIA INC. |
| VICTOR | FINLAND | 220108 | RHODIA INC. |
| VICTOR | GREECE | 141129 | RHODIA INC. |
| VICTOR | IRELAND | 214119 | RHODIA INC. |
| VICTOR | ICELAND | 932/1999 | RHODIA INC. |
| VICTOR | ITALY | 882123 | RHODIA INC. |
| VICTOR | LIECHTENSTEIN | 11238 | RHODIA INC. |
| VICTOR | NORWAY | 205036 | RHODIA INC. |
| VICTOR | UNITED KINGDOM | 2202409 | RHODIA INC. |
| VICTOR | SWITZERLAND | 467814 | RHODIA INC. |
| VICTOR | GERMANY | 399 40 690 | RHODIA INC. |
| VICTOR | DENMARK | VR 2000 00015 | RHODIA INC. |
| VICTOR | MEXICO | 774647 | RHODIA INC. |
| VICTOR | USA | 538829 | RHODIA INC. |
| VICTOR | USA | 2132612 | RHONE-POULENC INC. |
| V-25 | USA | 789293 | RHONE-POULENC INC. |
| V-25 | USA | 791305 | RHONE-POULENC INC. |
| V-25 | USA | 792367 | RHONE-POULENC INC. |
| VICTABRITE | USA | 764121 | RHONE-POULENC INC. ⁹ |
| DI-TAB | BRAZIL | 810982544 | RHODIA INC. ¹⁰ |
| DI-TAB | USA | 1136529 | RHODIA INC. |
| A-TAB | AUSTRIA | 184726 | RHODIA INC. |
| A-TAB | BENELUX | 0657573 | RHODIA INC. |
| A-TAB | DENMARK | VR 2000 00016 | RHODIA INC. |

⁹ The recordal of assignment from Rhone-Poulenc Inc. to Rhodia Inc. is in process.

¹⁰ In process of renewal.

| Trademark Name | Country | Application/ Registration Number | Registered Owners |
|----------------|----------------|--|-------------------|
| A-TAB | FINLAND | 217704 | RHODIA INC. |
| A-TAB | FRANCE | 99 802 711 | RHODIA INC. |
| A-TAB | GERMANY | 399 40 688 | RHODIA INC. |
| A-TAB | GREECE | 141132 | RHODIA INC. |
| A-TAB | ICELAND | 933/1999 | RHODIA INC. |
| A-TAB | IRELAND | 215938 | RHODIA INC. |
| A-TAB | ITALY | 882121 | RHODIA INC. |
| A-TAB | LIECHENSTEIN | 11235 | RHODIA INC. |
| A-TAB | NORWAY | 202650 | RHODIA INC. |
| A-TAB | PORTUGAL | 338479 | RHODIA INC. |
| A-TAB | SPAIN | 2246999 | RHODIA INC. |
| A-TAB | SWEDEN | 343030 | RHODIA INC. |
| A-TAB | SWITZERLAND | 468806 | RHODIA INC. |
| A-TAB | UNITED KINGDOM | 2202418 | RHODIA INC. |
| A-TAB | U.S. | 1967070 | RHODIA INC. |
| DURAPHOS | U.S. | 1846429 | RHODIA INC. |

* Trademark abandoned.

** Trademark to be filed with the International Trademark Registry.

Schedule C

DOMAIN NAMES

| | | | |
|--------------|--------------|-------------|-------------|
| amerifos.com | amerifos.us | amerifos.mx | innofos.us |
| innofos.mx | innophos.com | innophos.us | innophos.mx |
| innovalt.com | victor.us | versacal.us | |