

EXHIBIT "D"

Gentlemen:

CONTRACTOR has agreed to perform certain work on behalf of Vista Chemical Company in its plant at Aberdeen, Mississippi. As you are well aware from your discussions with Vista, this plant is subject to, and governed by, the terms and provisions of 29 CFR 1910.1017 (Vinyl Chloride) relating to employees' exposure to VCM.

CONTRACTOR agrees to comply with the requirements of the above regulation and Vista Chemical Company's safety procedures. In order to facilitate the work to be performed pursuant to the agreement, Vista Chemical Company, upon request, will assist CONTRACTOR in complying with the regulation by providing training in VCM hazards, respiratory protection equipment and training when appropriate, and providing referrals for medical surveillance examinations.

CONTRACTOR agrees that it is in every way responsible for complying with the regulations and agrees to indemnify and hold Vista Chemical Company harmless from any and all claims, demands and causes of action brought by any employee of CONTRACTOR which in any manner relates to the services provided by Vista Chemical Company under this agreement.

If this evidences the agreement concerning the furnishing of said services, please acknowledge by signing this letter and returning the original to Vista Chemical Company.

AGREED TO:

Emmissions Control Service

By: James H. Gault

Date: 11/14/88

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