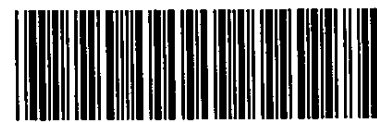


Company No: 00860702

The Companies Act 2006



A19 *A5D9YAIO* 13/08/2016 #377
COMPANIES HOUSE

COMPANY LIMITED BY GUARANTEE

RESOLUTIONS

of

CHEMICAL INDUSTRIES ASSOCIATION LIMITED

**Passed on 3 March
2016**

AT an Annual General Meeting of Chemical Industries Association Limited (the "**Association**"), duly convened and held on 3 March 2016, the following resolutions were duly passed as special resolutions.

RESOLUTIONS

As special resolutions:

1. **THAT** the existing Article 13 3 of the Articles of Association of the Association be deleted and the following new Article 13 3 substituted in its place

"13 3 A majority of Council Members appointed by

13 3 1 the First Tier may appoint and/or replace at meetings of such Council Members up to three such Council Members as Directors from time to time,

13 3 2 the Second Tier may appoint and/or replace at meetings of such Council Members up to three such Council Members as Directors from time to time, and

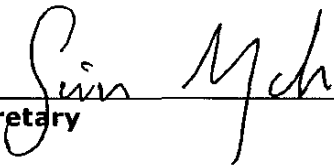
13 3 3 the Third Tier may appoint and/or replace at meetings of such Council Members up to two such Council Members as Directors from time to time,

and such appointment(s) and/or replacement(s) shall be effective on notice to the Association. The Directors so appointed shall (unless previously replaced) retire immediately prior to the first Council meeting following the first anniversary of their appointment. Such a retiring Director may stand for replacement and, if so replaced, shall be deemed removed from office upon such replacement "

- 2 **THAT** Tony Bastock, Torben Jensen, Harry Swan, Dave Topliffe and Dave Tudor shall continue as directors of the Association, and Will Barton shall be appointed as a director of the Association, with effect from the date of this resolution and until (i) the commencement of the first Council meeting following the first anniversary of their appointment (at which time those directors shall resign and be deemed to have resigned), or otherwise (ii) the next annual general meeting of the Association (at which time those directors shall resign and be deemed to have resigned)

- 3 **THAT** the individuals specified in Appendix 1 shall hereby constitute the members of the Council of the Association with effect from the date of this resolution
- 4 **THAT** Kingston Smith LLP be ratified and re-appointed as auditors to the Association in respect of the financial year of the Association ending 30 June 2016

**Certified a true copy of the Resolutions
passed at the Annual General Meeting held 3 March 2016:**



Secretary

Appendix 1
Council Members

Torben Jensen

Andy Axford

Brian Murphy

Joe Przeworski

Dave Topliffe

Dave Tudor

David Prest

Melvin Dawes

Richard Henderson

Harry Swan

Johanna West

Margaret Matthews

Stuart Arnott

Martin Ashcroft

Mark Williams

Rob Margetts

Tom Crotty

Steve Elliott

Will Barton

Tony Bastock

Xavier le Mintier

Andrew Gardner