

Company Number: 2438126

THE COMPANIES ACT 1985
WRITTEN RESOLUTIONS
(Pursuant to Sections 164(2), 173(2) and 381A of the Companies Act 1985)
OF
PETER COX LIMITED

By Written Resolutions of the Ordinary A shareholder of the Company, being the only class of share conferring upon the holders thereof the entitlement to attend and vote at general meetings of the Company and the only class of share whose holders are eligible to exercise their vote on the following resolutions set forth in these Written Resolutions, approved on the 24th day of May 2007, the subjoined Special Resolutions were duly passed

SPECIAL RESOLUTIONS

1. **THAT** pursuant to the authority contained in Article 8 of the Articles of Association of the Company, the contract proposed to be made between the Company and Ecolab UK Holdings Limited for the purchase by the Company for a total consideration price of £25,217,436 of 10,529,250 Ordinary A and 328,596 Ordinary B Shares of £0 20 each fully paid in the capital of the Company from Ecolab UK Holdings Limited upon the terms of the draft contract attached hereto and initialled by the Chairman for the purposes of identification be and is hereby approved
2. **THAT** the payment of £25,217,436 out of the capital of the Company as defined in Sections 171 and 172 of the Companies Act 1985 in respect of the purchase of the 10,529,250 Ordinary A and 328,596 Ordinary B Shares of £0 20 each from Ecolab UK Holdings Limited be authorised and approved

Signed



For Ecolab UK Holdings Limited

Director



For Ecolab UK Holdings Limited

Director/~~Company Secretary~~

