

Company number 02708129

SPECIAL RESOLUTIONS
OF
BASF UK LIMITED
(Company)

Passed on 12th February 2015

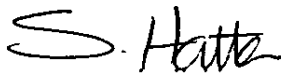
The following resolutions were duly passed as special resolutions on 12th February 2015 by way of written resolutions under Chapter 2 of Part 13 of the Companies Act 2006

A copy of the written resolutions is attached

SPECIAL RESOLUTIONS

1. **THAT** the issued share capital of the Company shall be reduced from £190,000 divided into 150,000 preference shares of £1 each and 40,000 ordinary shares of £1 each, to £1, divided into 1 ordinary share of £1 each, which is fully paid up and the amount by which the share capital is so reduced be credited to a reserve
2. **THAT** the share premium account of the Company be cancelled and the amount of the share premium account so cancelled be credited to a reserve.

Signed



Stephen Hatton
Director



A14 *A41DE902* #79
16/02/2015
COMPANIES HOUSE

Company number 02708129

SECTION 288 COMPANIES ACT 2006

BASF UK LIMITED

(the "Company")

WRITTEN RESOLUTIONS

Circulation Date: 12th February 2015

We, the undersigned, being the sole member of the Company as at the Circulation Date entitled to receive notice of and to attend and vote at general meetings of the Company, hereby pass the following special resolutions (the "**Resolutions**") of the Company pursuant to chapter 2 of part 13 of the Companies Act 2006 and hereby agree that the Resolutions shall for all purposes be as valid and effective as if passed by us at a general meeting of the Company duly convened and held

SPECIAL RESOLUTIONS

1. **THAT** the issued share capital of the Company shall be reduced from £190,000 divided into 150,000 preference shares of £1 each and 40,000 ordinary shares of £1 each, to £1, divided into 1 ordinary share of £1 each, which is fully paid up and the amount by which the share capital is so reduced be credited to a reserve
2. **THAT** the share premium account of the Company be cancelled and the amount of the share premium account so cancelled be credited to a reserve

Please read the notes at the end of this document before signifying your agreement to the Resolutions



Thomas Urwin

Director, for and on behalf of

Cognis Holdings UK Limited

12.2.15.

Date



12/02/2015
COMPANIES HOUSE

#80

NOTES

1 You can choose to agree to all of the Resolutions or none of them but you cannot agree to only some of the Resolution. If you agree to all of the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning to the Company using one of the following methods

By Hand Deliver the signed copy to the Company Secretary, PO Box 4, Earl Road, Cheadle Hulme, Cheadle, Cheshire, SK8 6QG,

Post Return the signed copy by post to the Company Secretary, PO Box 4, Earl Road, Cheadle Hulme, Cheadle, Cheshire, SK8 6QG,

2 If you do not agree to the Resolutions, you do not need to do anything you will not be deemed to agree if you fail to reply

3 Once you have indicated your agreement to the Resolutions, you may not revoke your agreement

4 Unless sufficient agreement has been received within 28 days of the Circulation Date the Resolutions will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date

5 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members

6 If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document