

CERTIFICATE OF INCORPORATION ON RE-REGISTRATION OF A PUBLIC COMPANY AS A PRIVATE COMPANY

Company No. 2885614

I hereby certify that

JOHNSON MATTHEY CERAMICS LIMITED

formerly registered as a public company has this day been re-registered under the Companies Act 1985 as a private company, and that the company is limited

Given under my hand at Companies House, Cardiff the 29th November 2004

EDX *EU?P0004*
COMPANIES HOUSE 29/19/94

An Authorised Officer

Company No. 288614

THE COMPANIES ACT 1985 TO 1989

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

JOHNSON MATTHEY CERAMICS LIMITED

(Incorporated on 7th January 1994)

(Amended by Special Resolutions passed on 30th June 1994 and 23rd November 2004)