

Company number: 3249009

FRIDAY



RESOLUTIONS PASSED AT A GENERAL MEETING

on 4th December 2014

BASF PERFORMANCE PRODUCTS PLC (the Company)

At a general meeting of the Company, duly convened and held at Earl Road, Cheadle Hulme, Cheadle, Cheshire SK8 6QG on 4th December 2014 at 4 15 pm the following resolutions were duly passed, resolution 1 as an ordinary resolution and resolution 2 as a special resolution by Ciba Specialty Chemicals Water Treatments Limited being the holder of 100% of the shares of the Company -

ORDINARY RESOLUTION

THAT, in accordance with section 551 of the Companies Act 2006 (CA 2006), the directors of the Company (**Directors**) be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company (**Rights**) up to an aggregate nominal amount of £5,000,000 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 31st December 2016 save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted and the Directors may allot shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired

This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 80 of the Companies Act 1985 or section 551 of the CA 2006 but without prejudice to any allotment of shares or grant of Rights already made or offered or agreed to be made pursuant to such authorities

SPECIAL RESOLUTION

THAT, subject to the passing of resolution 1 and in accordance with section 570 of the CA 2006, the Directors be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) pursuant to the authority conferred by resolution 1, as if section 561(1) of the CA 2006 did not apply to any such allotment, provided that this power shall

- 1 Be limited to the allotment of equity securities up to an aggregate nominal amount of £5,000,000, and
- 2 Expire on 31st December 2016 (unless renewed, varied or revoked by the Company prior to or on that date), save that the Company may, before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired



Thomas Urwin, Director

4th December 2014.
Date