

Company number: 03249009

RESOLUTIONS PASSED AT A GENERAL MEETING

ON 12 MARCH 2015

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 12 March 2015 at 3 00pm the following resolutions were duly passed, resolutions 1 and 2 as special resolutions and resolutions 3 and 4 as ordinary resolutions by Ciba Specialty Chemicals Water Treatments Limited being the holder of 100% of the shares of the Company -

SPECIAL RESOLUTIONS

- 1.** That the company be re-registered as a private limited company under the Companies Act 2006 by the name of BASF PERFORMANCE PRODUCTS LIMITED
- 2.** That the regulations contained in the document submitted to the meeting and for the purposes of identification signed by the Chairman be approved and adopted as the articles of association of the Company in substitution for and to the exclusion of the existing articles of association

ORDINARY RESOLUTIONS

- 3.** That, with effect from the Company's re-registration as a private limited company and in accordance with paragraph 47(3) (b) of Part 3 of Schedule 4 to the Companies Act 2006 (Commencement No 5, Transitional Provisions and Savings) Order 2007 (*SI 2007/3495*), the directors be given authority to authorise matters giving rise to an actual or potential conflict for the purposes of section 175 of the Companies Act 2006
- 4.** That, with effect from the Company's re-registration as a private limited company and in accordance with paragraph 43(1) of Schedule 2 to the Companies Act 2006 (Commencement No 8, Transitional Provisions and Savings) Order 2008 (*SI 2008/2860*), the directors be given the powers to allot shares in the Company or to grant rights to subscribe for or to convert any security into such shares in the Company under section 550 of the Companies Act 2006 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 Companies Act 2006


Thomas Urwin
Director

12.03.2015
Date

MONDAY



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COMPANIES HOUSE