

FRIDAY



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02/07/2010

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COMPANIES HOUSE

Company No. 4353860

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN DECISION**

of

**RBS SEMPRA PLASTICS LIMITED**

**(the "Company")**

28th June 2010

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution to be passed as a special resolution (the "**Resolution**")

**SPECIAL RESOLUTION**

THAT with effect from 1 July 2010, the name of the Company be changed to  
J P. Morgan Plastics Limited

**AGREEMENT**

Please read the notes attached to this document before signifying your agreement to the Resolution

RBS Sempra Metals Group Limited being the eligible Member of the Company (as defined in s 289 Companies Act 2006) and the sole person entitled to vote on the Resolution on 28<sup>th</sup> June 2010, hereby irrevocably agrees to the Resolution.

For and on behalf of  
RBS Sempra Metals Group Limited

Date 28<sup>th</sup> June 2010

## Notes

1. If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated and returning it to the Company using one of the following methods.
  - **By Hand:** Deliver the signed copy to RBS Sempra, ATTN Donna Thornal, 155 Bishopsgate, London EC2M 3TZ, United Kingdom
  - **By Post:** Return the signed copy by post to RBS Sempra, ATTN Donna Thornal, 155 Bishopsgate, London EC2M 3TZ, United Kingdom.
  - **By Fax:** Fax the signed copy to +44 (0)20 7847 7955 marked "For the attention of Donna Thornal "
  - **By Email:** Attach a scanned copy of the signed document to an email and sending it to donna.thornal@rbssempra.com Please enter "Written resolution circulated on 28<sup>th</sup> June 2010" in the email subject box
2. If you do not agree with the Resolution, 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 Resolution, you may not revoke your agreement.
4. Unless by 28<sup>th</sup> June 2010 sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us on or before 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



**FILE COPY**

**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 4353860

The Registrar of Companies for England and Wales hereby certifies that  
under the Companies Act 2006:

**RBS SEMPRA PLASTICS LIMITED**

a company incorporated as private limited by shares; having its registered  
office situated in England/Wales; has changed its name to:

**J.P. MORGAN PLASTICS LIMITED**

Given at Companies House on **2nd July 2010**



*Companies House*  
— for the record —



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES