Company number: 12071471

QUAKER SPECIALTY CHEMICALS (UK) LIMITED

("Company")

STATEMENT OF COMPLIANCE RE REDUCTION OF CAPITAL SUPPORTED BY SOLVENCY STATEMENT

(pursuant to section 644(5) of the Companies Act 2006)

The Company has taken steps to effect the following capital reduction ("Capital Reduction") supported by a solvency statement made by the directors of the Company on 31 December pursuant to section 642 of the Companies Act 2006 ("Solvency Statement"):

The Company is proposing that:

- 1. the share premium account standing in the books of the Company at the date of this resolution in the amount of £43,223,324 be reduced by £10,000,000; and
- 2. the Company's profit and loss account be credited by an amount equal to the reduction referred to above, being £10,000,000.

We, being all the directors of the Company, confirm that:

- 1. the Solvency Statement was made not more than 15 days before the date on which the special resolution approving the Capital Reduction was passed; and
- 2. a copy of the Solvency Statement was provided to every eligible member in accordance with section 642(2) of the Companies Act 2006.

Signed on 31 December 2.19 by each of the directors of the Company:

MARY DEAN HALL:)	Signature	Drug Hall
ROBERT TYLER TRAUB:)	Signature	RATTL