

Company No. 646784

THE COMPANIES ACTS 1948 TO 1989

PRIVATE COMPANY LIMITED BY SHARES

RESOLUTIONS IN WRITING

of

ACORDIS FINE CHEMICALS LIMITED

Akzo Nobel UK Limited, being the sole member of the Company who at the date of these resolutions is entitled to attend and vote at a general meeting of the Company, RESOLVES, in accordance with section 381A of the Companies Act 1985, to pass the following as written Resolutions:

1. THAT the Company's memorandum of association be altered by the adoption of new clauses 3(A)-3(NN) in the form of the draft attached as Annex 1, initialled by the chairman for the purpose of identification, in substitution for existing clause 3(A)-3(Z).
2. THAT new articles of association in the form of the draft attached as Annex 2, initialled by the chairman for the purpose of identification, be adopted in substitution for the Company's existing articles of association.

SIGNATURE: 

David Stevens for and on behalf of Akzo Nobel UK Limited

DATE: 20 DECEMBER 1999

