

UNIQEMA UK LIMITED (company number 00155012)
(the "Company")

Written Resolution of the Members of the Company

Circulation date: 21 August 2008

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

ORDINARY RESOLUTION

We, being all those members entitled to attend and vote at meetings of the Company convened for the purpose of passing or sanctioning the following resolutions, hereby resolve unanimously in accordance with Chapter 2 of Part 13 of the Companies Act 2006 as follows

- 1 **That** it would promote the success of the Company for the benefit of its members as a whole, and be to the further benefit and advantage of the Company to accede as an Additional Guarantor to the €136,000,000 facility agreement (the "**Facility Agreement**") dated 12 August 2008 between Croda International plc, the Original Guarantors named in it, Allied Irish Banks plc, Barclays Capital (the investment banking division of Barclays Bank PLC), HSBC Bank plc, Lloyds TSB Bank plc and The Royal Bank of Scotland plc as the Arrangers, the Original Lenders named in it and The Royal Bank of Scotland plc as the Facility Agent, by entering into an accession letter with Croda International plc (the "**Accession Letter**"), and
- 2 **That** the Directors are instructed to take any action in connection with the negotiation, execution, delivery and performance of the Accession Letter as they shall deem necessary or appropriate

AGREEMENT

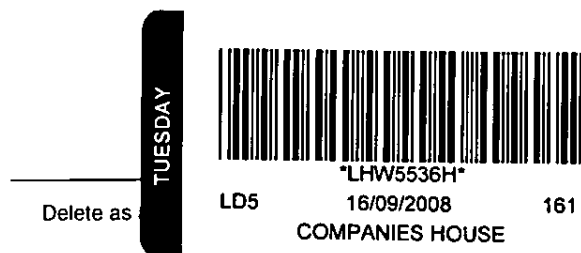
The undersigned, a person entitled to vote on the Resolution on the circulation date, hereby irrevocably agrees to the Resolution

Signed by Croda International Plc

Date


1 SEPTEMBER 2008

The Resolution was passed as an ordinary resolution on ~~August~~ 1 SEPTEMBER 2008, the signatories being members of the Company who were entitled to vote on the resolution on the date on which the resolution was first circulated




[Chairman] [Secretary] [Director]