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Company No: 01290882

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

MACDERMID LIMITED (the "Company")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as ordinary and special resolutions as detailed below

RESOLUTIONS

As an ordinary resolution

1. THAT the directors are authorised by this resolution and by section 550 Companies Act 2006 to allot shares in the Company and to grant rights to subscribe for, or to convert any security into, such shares in the Company

As a special resolution

- 2 THAT the Directors are empowered pursuant to section 569 of the Companies Act 2006 to allot equity securities pursuant to the general authority given to them for the purposes of section 550 of that Act (by virtue of resolution 1 above) as if section 561(1) of that Act did not apply to any such allotment and the Company may make an offer or agreement which will or may require equity securities to be allotted after the expiry of the power granted by this resolution.

Dated:

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the resolutions.

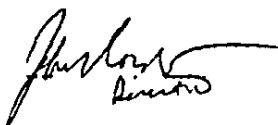
We, the undersigned, being persons entitled to vote on the above resolutions, irrevocably agree to such resolutions:

Name of Shareholder

Signature

Date of Signature

John Cordani on behalf of
MacDermid Italiana Srl



12/22/15

Copy:

Auditors

NOTES

- 1 Shareholders who wish to agree to such resolutions should signify their agreement by signing and returning this document to the Company at its registered office

If you do not agree to the resolutions, you do not need to do anything, you will not be deemed to agree if you fail to reply.

2. If sufficient agreement is not received within 28 days of the date above then these resolutions will lapse and shareholders will not be able to indicate agreement after that date. If you agree to the resolutions, please ensure your agreement reaches us before that date

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- 3 Once you have indicated your agreement to the resolutions, you may not revoke your agreement.
- 4 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.
5. 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.