

**NORSK HYDRO (PENSION TRUSTEE) LIMITED (the Company)**

(Registered in England and Wales - No 01552580)

**WRITTEN RESOLUTION**

**SPECIAL RESOLUTION**

CIRCULATION DATE: 28 November 2013

FRIDAY



LD1 29/11/2013 #283  
COMPANIES HOUSE

Pursuant to Chapter 2 of Part 13 Companies Act 2006 the directors of the Company propose that the following resolution is passed as a special resolution in accordance with section 283 Companies Act 2006

**Special Resolution**

THAT the name of the Company be changed to "Sapa (Pension Trustee) Limited"

By Order of the Board

28 November 2013

Director/Secretary

Date

**INFORMATION REQUIRED TO COMPLY WITH SECTION 291(4) COMPANIES ACT 2006**

- 1 Eligible members are members who would have been entitled to vote on the resolution on the circulation date of the written resolution
- 2 The procedure for signifying agreement by an eligible member to the written resolution is as follows
  - A member signifies his agreement to the proposed written resolution when the Company receives from him (or someone acting on his behalf) an authenticated document which both identifies the resolution to which it relates and indicates his agreement to the resolution
  - The document must be sent to the Company in hard copy form or in electronic form in one of the following ways
    - By Hand Delivering the signed copy to Clive Weston of Norton Rose Fulbright LLP, 3 More London Riverside, London SE1 2AQ
    - Post Returning the signed copy by post to Clive Weston of Norton Rose Fulbright LLP, 3 More London Riverside, London SE1 2AQ

- Fax Faxing the signed copy to +44 20 7283 6500 marked "For the attention of Clive Weston"
  - E-mail By attaching a scanned copy of the signed document to an e-mail and sending it to clive.weston@nortonrosefulbright.com Please enter "Written Resolution dated [insert circulation date]" in the e-mail subject box
  - A member's agreement to a written resolution, once signified, may not be revoked
  - A written resolution is passed when the required majority of eligible members has signified their agreement to it
- 3 The period for agreeing to the written resolution is the period of 28 days beginning with the circulation date (see section 297 Companies Act 2006)
  - 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 names of the joint holder appear in the Register of Members
  - 5 If you are signing this document on behalf of a member of the Company under a power of attorney or other authority, please send a copy of the relevant power of attorney or authority when returning this document

#### AGREEMENT BY ELIGIBLE MEMBERS TO WRITTEN RESOLUTION


I being an eligible member of the Company

- 1 Confirm that I have received a copy of the above written resolution in accordance with section 291 Companies Act 2006, and
- 2 Hereby resolve and agree that the above resolution is passed as a written resolution pursuant to section 288 Companies Act 2006 and that such resolution shall take effect as a special resolution.

Signature: .....

Name

Date

  
 DONALD ANDREW WATSON  
 28 November 2013

for and on behalf of  
 Hydro Aluminium Holdings UK Limited



**FILE COPY**

**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 1552580

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

**NORSK HYDRO (PENSION TRUSTEE) LIMITED**

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

**SAPA (PENSION TRUSTEE) LIMITED**

Given at Companies House on **29th November 2013**



**Companies House**



**THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES**