

WRITTEN RESOLUTIONS
of
Minteq UK Limited (the "Company")
Registration number: 2123886
Circulation Date: 27/6/2014

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 a special resolution ("Resolution")

SPECIAL RESOLUTION

1. That the articles of association of the Company be amended as follows
 - (a) That Article 9.1 be deleted and replaced with the following clause

"A decision of the directors is taken in accordance with this article when all eligible directors indicate to each other by any means that they share a common view on a matter. Such a decision may take the form of a resolution in writing, copies of which have been signed by each eligible director or to which each eligible director has otherwise indicated agreement in writing."

AGREEMENT

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

The undersigned, being the persons entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agrees to the Resolution

Signed by an authorised director for
and on behalf of Minerals
Technologies Holdings Limited



Date

27/6/14

Signed by an authorised director for
and on behalf of Minteq International

Inc

Date

H. Schult
27/06/2014
Johannes Cornelis Schult

NOTES

1 If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning the signed version either by hand or by post or by email to the directors of the Company

You may not return the Resolution to the Company by any other method

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

2 Once you have indicated your agreement to the Resolution, you may not revoke your agreement

3 Unless, by 28 days after Circulation Date, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date