

**THE COMPANIES ACT 1985  
AND  
THE COMPANIES ACT 1989**

**COMPANY LIMITED BY SHARES**

**DEGUSSA UK HOLDING LIMITED** (the "Company")

On 21 January 2002, the following Elective Resolutions were duly passed as a Written Resolution:

**ELECTIVE RESOLUTIONS**

THAT the Company hereby elects

1. Pursuant to s252 of the Companies Act 1985 ("the Act"), to dispense with the laying of accounts before the Company in General Meeting.
2. Pursuant to s366A of the Act, to dispense with the holding of Annual General Meetings.
3. Pursuant to s386 of the Act, to dispense with the obligation to appoint Auditors annually.



**Secretary**

