

RESOLUTION
OF
CRODA OVERSEAS HOLDINGS LIMITED

On 23 November 2011, the following resolution was duly passed as a written resolution in accordance with the requirements of sections 288 to 300 of the Companies Act 2006 by the requisite majority of the members of the Company

As a special resolution in accordance with section 283 of the Companies Act 2006

THAT the capital of the Company be reduced by €100,000,000 which is paid-up share capital in excess of the company's wants



A L Scott
Secretary



A05 *AJL43ZJ3* 243
25/11/2011
COMPANIES HOUSE