

THE COMPANIES ACTS 1985, 1989 AND 2006

PUBLIC COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

ZOTEFOAMS plc

(amended by Special Resolutions passed on 4th August 1992,
6th February 1995, 16th May 2006 and 11th May 2010)

The Company's name is ZOTEFOAMS plc¹.

WE, the subscribers to this Memorandum of Association, wish to be formed into a Company pursuant to this Memorandum; and we agree to take the number of shares shown opposite our respective names.

| Names and Addresses of Subscribers | Number of shares taken by each subscriber |
|---|--|
| David Andrew Walter 7 Pilgrim Street London EC4V 6DR | 1 |
| Anthony Richard Francis Gordon 7 Pilgrim Street London EC4V 6DR | 1 |
| Dated 7 th May 1992. Total shares taken | 2 |

Witness to the above signatures

Anne Margaret Hodge
7 Pilgrim Street
London EC4V 6DR
Secretary

¹ By Special Resolution passed on 27th August 1992 the company's name was changed from Ludgate Forty Six Limited to Zotefoams Limited.

By Special Resolution passed on 6th February 1995 the Company was reregistered as a public limited company pursuant to Section 43 of the Companies Act 1985 and the name of the Company changed to Zotefoams plc.