

**RESOLUTIONS TAKEN BY THE
ORDINARY GENERAL MEETING
OF SHAREHOLDERS HELD ON 27 APRIL 2010**

Approval of the statutory annual accounts and the appropriation of the result

1. The general meeting approves the statutory annual accounts as at 31 December 2009, which were drawn up by the board of directors and which show a profit for the year of EUR 201,577,421.21.

Taking into account the profit of the 2009 financial year, the profit of EUR 206,052,951.33 brought forward from the previous financial year and the allocations to and releases from the unavailable reserve related to the 2009 movements in the own shares for a total net amount of EUR 63,888,541.11, the result to be appropriated stands at EUR 343,741,831.43.

In view of the decision taken by the board of directors to cancel the dividend entitlements on the company's own shares held today by the company;

the general meeting approves the board's proposal to appropriate this result as follows:

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|---|--------------------|
| - payment of a gross dividend per new share of EUR 0.65, i.e. : | EUR 73,340,623.20 |
| EUR 0.65 x 112,831,728 (*) | |
| - remainder to be carried forward, i.e. | EUR 270,401,208.23 |

(*) 120.000.000 new shares representing the capital less 7,168,272 own shares held today by Umicore.

The dividend will be payable as from 6 May 2010.

This motion has been passed with 34,137,962 votes in favour, 320,174 votes against and 3,657,798 abstentions.

Giving discharge to the directors and auditor

2. The general meeting grants full discharge from liability to each of the directors who were in office during the financial year 2009, for the performance of their mandate during said financial year 2009.

This motion has been passed with 37,715,330 votes in favour, 101,988 votes against and 298,616 abstentions.

3. The general meeting grants full discharge to the auditor in respect of its mandate in 2009.

This motion has been passed with 37,829,786 votes in favour, 286,148 votes against and 0 abstentions.

Composition of the board of directors and approval of remuneration

4. The general meeting re-appoints Mrs Isabelle Bouillot as Independent Director for a period of three years expiring at the 2013 ordinary general meeting.

This motion has been passed with 38,089,334 votes in favour, 25,600 votes against and 1.000 abstentions.

5. The general meeting re-appoints Mr Shohei Naito as Independent Director for a period of three years expiring at the 2013 ordinary general meeting.

This motion has been passed with 38,090,334 votes in favour, 25,600 votes against and 0 abstentions.

6. The general meeting decides to set the board's remuneration for the 2010 financial year as follows: a fixed fee for a global amount of EUR 200,000 and a fee per attended meeting of EUR 5,000 for the Chairman and EUR 2,500 for each director.

This motion has been passed with 38,113,324 votes in favour, 0 votes against and 2,610 abstentions.