

<div>Form 5500</div> <div>Department of the Treasury Internal Revenue Service</div> <div>Department of Labor Employee Benefits Security Administration</div> <div>Pension Benefit Guaranty Corporation</div>	<div>Annual Return/Report of Employee Benefit Plan</div> <div>This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), and 6058(a) of the Internal Revenue Code (the Code).</div> <div>▶ Complete all entries in accordance with the instructions to the Form 5500.</div>	<div>OMB Nos. 1210-0110 1210-0089</div> <div>2009</div> <div>This Form is Open to Public Inspection</div>
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Part I	Annual Report Identification Information
For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009	
A	This return/report is for: <div><div>☐ a multiemployer plan;</div><div>☒ a single-employer plan;</div><div>☐ a multiple-employer plan; or</div><div>☐ a DFE (specify) ____</div></div>
B	This return/report is: <div><div>☐ the first return/report;</div><div>☐ the final return/report;</div><div>☐ an amended return/report;</div><div>☐ a short plan year return/report (less than 12 months).</div></div>
C	If the plan is a collectively-bargained plan, check here. ▶ ☒
D	Check box if filing under: <div><div>☒ Form 5558;</div><div>☐ automatic extension;</div><div>☐ the DFVC program;</div><div>☐ special extension (enter description)</div></div>

Part II	Basic Plan Information—enter all requested information
1a	Name of plan RETIREMENT PLAN OF SYBRON CHEMICALS INC. FOR UNION EMPLOYEES
1b	Three-digit plan number (PN) ▶ 002
1c	Effective date of plan 04/01/1958
2a	Plan sponsor's name and address (employer, if for a single-employer plan) (Address should include room or suite no.) LANXESS SYBRON CHEMICALS INC. P.O. BOX 66 200 BIRMINGHAM ROAD BIRMINGHAM, NJ 08011
2b	Employer Identification Number (EIN) 51-0301280
2c	Sponsor's telephone number 412-809-2204
2d	Business code (see instructions) 325900

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	10/04/2010	STEVE NOLDER
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	10/04/2010	STEVE NOLDER
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

3a Plan administrator's name and address (if same as plan sponsor, enter "Same") LANXESS SYBRON CHEMICALS INC. P.O. BOX 66 200 BIRMINGHAM ROAD BIRMINGHAM, NJ 08011	3b Administrator's EIN 51-0301280 3c Administrator's telephone number 412-809-2204
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4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name SYBRON CHEMICALS INC.	4b EIN 51-0301280 4c PN 002
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5 Total number of participants at the beginning of the plan year	5	158
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6 Number of participants as of the end of the plan year (welfare plans complete only lines 6a , 6b , 6c , and 6d).		
a Active participants.....	6a	0
b Retired or separated participants receiving benefits.....	6b	63
c Other retired or separated participants entitled to future benefits.....	6c	93
d Subtotal. Add lines 6a , 6b , and 6c	6d	156
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e	2
f Total. Add lines 6d and 6e	6f	158
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g	
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h	0

7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7	
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8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions:
 1B 1G 1I 3H

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristic Codes in the instructions:

9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
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10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☒ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary	b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☐ A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☐ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)
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<div>SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation</div>	<div>Single-Employer Defined Benefit Plan Actuarial Information</div> <div>This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code).</div> <div>File as an attachment to Form 5500 or 5500-SF.</div>	<div>OMB No. 1210-0110</div> <div>2009</div> <div>This Form is Open to Public Inspection</div>
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For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009

Round off amounts to nearest dollar.

Caution: A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan RETIREMENT PLAN OF SYBRON CHEMICALS INC. FOR UNION EMPLOYEES		B Three-digit plan number (PN)	002
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF LANXESS SYBRON CHEMICALS INC.		D Employer Identification Number (EIN) 51-0301280	
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B		F Prior year plan size: ☐ 100 or fewer ☒ 101-500 ☐ More than 500	

Part I Basic Information			
1 Enter the valuation date: Month 01 Day 01 Year 2009			
2 Assets:			
a Market value		2a	5215931
b Actuarial value		2b	5215931
3 Funding target/participant count breakdown		(1) Number of participants	(2) Funding Target
a For retired participants and beneficiaries receiving payment		3a	60
b For terminated vested participants		3b	98
c For active participants:			
(1) Non-vested benefits		3c(1)	0
(2) Vested benefits		3c(2)	0
(3) Total active		3c(3)	0
d Total		3d	158
4 If the plan is at-risk, check the box and complete items (a) and (b)			
a Funding target disregarding prescribed at-risk assumptions		4a	
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been at-risk for fewer than five consecutive years and disregarding loading factor		4b	
5 Effective interest rate		5	8.18 %
6 Target normal cost		6	11000

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

<div>SIGN HERE</div>	<div>Signature of actuary</div> <div>SANNIDH S. AMBERKAR</div> <div>Type or print name of actuary</div> <div>HEWITT ASSOCIATES LLC</div> <div>Firm name</div> <div>100 HALF DAY ROAD LINCOLNSHIRE, IL 60069-9852</div> <div>Address of the firm</div>	<div>09/16/2010</div> <div>Date</div> <div>08-07276</div> <div>Most recent enrollment number</div> <div>847-295-5000</div> <div>Telephone number (including area code)</div>
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If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500 or 5500-SF.

Schedule SB (Form 5500) 2009
v.092308.1

Part II Beginning of year carryover and prefunding balances		(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (Item 13 from prior year)	3578	0
8	Portion used to offset prior year's funding requirement (Item 35 from prior year)	0	0
9	Amount remaining (Item 7 minus item 8).....	3578	0
10	Interest on item 9 using prior year's actual return of <u>-12.47</u> %	-446	
11	Prior year's excess contributions to be added to prefunding balance:		
a	Excess contributions (Item 38 from prior year)		263949
b	Interest on (a) using prior year's effective rate of <u>6.32</u> %		16682
c	Total available at beginning of current plan year to add to prefunding balance		280631
d	Portion of (c) to be added to prefunding balance.....		280631
12	Reduction in balances due to elections or deemed elections.....	0	0
13	Balance at beginning of current year (item 9 + item 10 + item 11d – item 12).....	3132	280631

Part III Funding percentages			
14	Funding target attainment percentage.....	14	93.94 %
15	Adjusted funding target attainment percentage.....	15	93.93 %
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement.....	16	93.99 %
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage.....	17	%

Part IV Contributions and liquidity shortfalls					
18 Contributions made to the plan for the plan year by employer(s) and employees:					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
Totals ►			18(b)	0	18(c) 0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:		
a	Contributions allocated toward unpaid minimum required contribution from prior years.....	19a 0
b	Contributions made to avoid restrictions adjusted to valuation date	19b 0
c	Contributions allocated toward minimum required contribution for current year adjusted to valuation date.....	19c 0
20 Quarterly contributions and liquidity shortfalls:		
a	Did the plan have a "funding shortfall" for the prior year?	☒ Yes ☐ No
b	If 20a is "Yes," were required quarterly installments for the current year made in a timely manner?	☒ Yes ☐ No
c If 20a is "Yes," see instructions and complete the following table as applicable:		
Liquidity shortfall as of end of Quarter of this plan year		
(1) 1st	(2) 2nd	(3) 3rd
0	0	0
		(4) 4th 0

Part V Assumptions used to determine funding target and target normal cost

21 Discount rate:				
a Segment rates:	1st segment: %	2nd segment: %	3rd segment: %	☒ N/A, full yield curve used
b Applicable month (enter code)				21b 2
22 Weighted average retirement age				22 62
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute				

Part VI Miscellaneous items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.	☒ Yes ☐ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	☒ Yes ☐ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.....	☐ Yes ☒ No
27 If the plan is eligible for (and is using) alternative funding rules, enter applicable code and see instructions regarding attachment.....	27

Part VII Reconciliation of unpaid minimum required contributions for prior years

28 Unpaid minimum required contribution for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (item 19a).....	29	0
30 Remaining amount of unpaid minimum required contributions (item 28 minus item 29)	30	0

Part VIII Minimum required contribution for current year

31 Target normal cost, adjusted, if applicable (see instructions).....	31	11000
32 Amortization installments:	Outstanding Balance	Installment
a Net shortfall amortization installment	318182	73383
b Waiver amortization installment	0	0
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33	
34 Total funding requirement before reflecting carryover/prefunding balances (item 31 + item 32a + item 32b – item 33).....	34	84383
	Carryover balance	Prefunding balance
35 Balances used to offset funding requirement	3132	81251
36 Additional cash requirement (item 34 minus item 35).....	36	0
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (Item 19c).....	37	0
38 Interest-adjusted excess contributions for current year (see instructions).....	38	0
39 Unpaid minimum required contribution for current year (excess, if any, of item 36 over item 37).....	39	0
40 Unpaid minimum required contribution for all years	40	0

<div>SCHEDULE C</div> <div>(Form 5500)</div> <div>Department of the Treasury Internal Revenue Service</div> <div>Department of Labor Employee Benefits Security Administration</div> <div>Pension Benefit Guaranty Corporation</div>	<div>Service Provider Information</div> <div>This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).</div> <div>▶ File as an attachment to Form 5500.</div>	OMB No. 1210-0110
		2009
		This Form is Open to Public Inspection.

For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009

<div>A</div> <div>Name of plan</div> <div>RETIREMENT PLAN OF SYBRON CHEMICALS INC. FOR UNION EMPLOYEES</div>	<div>B</div> <div>Three-digit plan number (PN)</div> <div>▶</div> <div>002</div>
<div>C</div> <div>Plan sponsor's name as shown on line 2a of Form 5500</div> <div>LANXESS SYBRON CHEMICALS INC.</div>	<div>D</div> <div>Employer Identification Number (EIN)</div> <div>51-0301280</div>

Part I

Service Provider Information (see instructions)

You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1

Information on Persons Receiving Only Eligible Indirect Compensation

a

Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions).....

☐ Yes

☒ No

b

If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b)

Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b)

Enter name and EIN or address of person who provided you disclosure on eligible indirect compensation

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(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

THE VANGUARD GROUP

23-1945930

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
50 21 25	NONE	15000	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)
(complete as many entries as needed)

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN;
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN;
c Position:	
d Address:	e Telephone:

Explanation:

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110
		2009
		This Form is Open to Public Inspection

For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009		
A Name of plan RETIREMENT PLAN OF SYBRON CHEMICALS INC. FOR UNION EMPLOYEES	B Three-digit plan number (PN) ►	002
C Plan sponsor's name as shown on line 2a of Form 5500 LANXESS SYBRON CHEMICALS INC.	D Employer Identification Number (EIN) 51-0301280	

Part I	Asset and Liability Statement
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1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)		
(2) Participant contributions	1b(2)		
(3) Other.....	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	25836	31822
(2) U.S. Government securities.....	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other.....	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)		
(9) Value of interest in common/collective trusts.....	1c(9)		
(10) Value of interest in pooled separate accounts.....	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	5190095	5690414
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other	1c(15)		

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	5215931	5722236

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	0	0

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	5215931	5722236
---	-----------	---------	---------

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income**a Contributions:**

		(a) Amount	(b) Total
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)		
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		0

b Earnings on investments:**(1) Interest:**

(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	8	
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		8

(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	206639	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		206639

(3) Rents	2b(3)		
-----------------	--------------	--	--

(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate.....	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		647146
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		853793

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	332488	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		332488
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions).....	2g		
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees	2i(1)	15000	
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		15000
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		347488

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		506305
l Transfers of assets:			
(1) To this plan.....	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☐ Unqualified (2) ☐ Qualified (3) ☒ Disclaimer (4) ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? ☒ Yes ☐ No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: SCHNEIDER DOWNS & COMPANY, INC.

(2) EIN: 25-1408703

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

- 4** CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete 4j and 4l. MTIAs also do not complete 4l.

During the plan year:

	Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.).....		X	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.).....		X	
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.).....		X	
e Was this plan covered by a fidelity bond?.....	X		2000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.).....	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.).....		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?.....		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.).....		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.		X	

- 5a** Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?
If yes, enter the amount of any plan assets that reverted to the employer this year ☐ Yes ☒ No Amount:

- 5b** If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)

5b(2) EIN(s)

5b(3) PN(s)

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2009
		This Form is Open to Public Inspection.

For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009

A Name of plan <u>RETIREMENT PLAN OF SYBRON CHEMICALS INC. FOR UNION EMPLOYEES</u>	B Three-digit plan number (PN) ▶ <u>002</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>LANXESS SYBRON CHEMICALS INC.</u>	D Employer Identification Number (EIN) <u>51-0301280</u>

Part I	Distributions
---------------	----------------------

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1	<u>0</u>
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): <u>23-2926795</u>		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....	3	<u>0</u>

Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part)
----------------	--

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?.....	☐ Yes	☒ No	☐ N/A
If the plan is a defined benefit plan, go to line 8.			
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.			
6 a Enter the minimum required contribution for this plan year	6a		
b Enter the amount contributed by the employer to the plan for this plan year	6b		
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount).....	6c		
If you completed line 6c, skip lines 8 and 9.			
7 Will the minimum funding amount reported on line 6c be met by the funding deadline?	☐ Yes	☐ No	☐ N/A
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?.....	☒ Yes	☐ No	☐ N/A

Part III	Amendments
-----------------	-------------------

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box(es). If no, check the "No" box.....	☐ Increase	☐ Decrease	☐ Both	☒ No
--	-----------------------------------	-----------------------------------	-------------------------------	--

Part IV	ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
----------------	---

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?.....	☐ Yes	☐ No
11 a Does the ESOP hold any preferred stock?	☐ Yes	☐ No
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.)	☐ Yes	☐ No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☐ No

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.

Schedule R (Form 5500) 2009
v.092308.1

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

- 14** Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	14a	
b The plan year immediately preceding the current plan year	14b	
c The second preceding plan year	14c	

- 15** Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	15a	
b The corresponding number for the second preceding plan year	15b	

- 16** Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	16a	
b If item 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16b	

- 17** If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

- 18** If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

- 19** If the total number of participants is 1,000 or more, complete items (a) through (c)

a Enter the percentage of plan assets held as:
 Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate item 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify): _____

RETIREMENT PLAN OF SYBRON
CHEMICALS INC. FOR UNION EMPLOYEES
Pittsburgh, Pennsylvania

Financial Statements
and
Supplementary Financial Information
As of December 31, 2009 and 2008
and for the years ended December 31, 2009 and 2008

and Independent Auditors' Report Thereon

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INSIGHT ■ INNOVATION ■ EXPERIENCE

INDEPENDENT AUDITORS' REPORT

To the Plan Administrator
Retirement Plan of Sybron Chemicals Inc. for Union Employees
Pittsburgh, Pennsylvania

We were engaged to audit the accompanying statements of net assets available for benefits of Retirement Plan of Sybron Chemicals Inc. for Union Employees (Plan) as of December 31, 2009 and 2008, and the related statements of changes in net assets available for benefits for the years then ended and the supplemental schedule of assets (held at end of year). These financial statements and schedule are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 (ERISA), the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information referred to in Note 9, which was certified by Vanguard Fiduciary Trust Company, the trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedule. We have been informed by the Plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained certification from the trustee as of and for the years ended December 31, 2009 and 2008 that the information provided to the Plan administrator by the trustee is complete and accurate.

Because of the significance of the information in the Plan's financial statements that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements and supplemental schedule taken as a whole. The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

Schneider Downs & Co., Inc.

Pittsburgh, Pennsylvania
September 24, 2010

Schneider Downs & Co., Inc.
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RETIREMENT PLAN OF SYBRON
CHEMICALS INC. FOR UNION EMPLOYEES

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

	December 31	
	2009	2008
ASSETS		
Investments, at fair value:		
Registered investment companies	\$5,690,414	\$5,190,095
Interest-bearing cash	31,822	25,836
NET ASSETS AVAILABLE FOR BENEFITS	<u>\$5,722,236</u>	<u>\$5,215,931</u>

See notes to financial statements.

RETIREMENT PLAN OF SYBRON
CHEMICALS INC. FOR UNION EMPLOYEES

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEARS ENDED DECEMBER 31, 2009 AND 2008

	<u>2009</u>	<u>2008</u>
ADDITIONS:		
Employer contributions	-	\$ 559,344
Investment income:		
Interest and dividends	\$ 206,647	241,927
Net appreciation in fair value of investments	<u>647,146</u>	<u>-</u>
Total Additions	853,793	801,271
DEDUCTIONS:		
Net depreciation in fair value of investments	-	950,758
Benefits paid to participants	332,488	331,566
Administrative expenses	<u>15,000</u>	<u>12,170</u>
Total Deductions	<u>347,488</u>	<u>1,294,494</u>
Net Increase (Decrease)	506,305	(493,223)
NET ASSETS AVAILABLE FOR BENEFITS:		
Beginning of year	<u>5,215,931</u>	<u>5,709,154</u>
End of year	<u><u>\$5,722,236</u></u>	<u><u>\$5,215,931</u></u>

See notes to financial statements.

RETIREMENT PLAN OF SYBRON
CHEMICALS INC. FOR UNION EMPLOYEES

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2009 AND 2008

NOTE 1 - DESCRIPTION OF PLAN

The following brief description of the Retirement Plan of Sybron Chemicals Inc. for Union Employees (Plan) is provided for general information purposes only. Participants should refer to the plan document or the summary plan description for more complete information.

General - Effective January 1, 2003, Bayer Corporation in the United States reorganized into independent operating subsidiaries, including Bayer Chemicals Corporation (Bayer). On July 1, 2004, Bayer Corporation established a new operating subsidiary, LANXESS Corporation. LANXESS Corporation was spun-off from Bayer Corporation on January 28, 2005. The Plan is a defined benefit retirement plan that provides benefits to full-time employees of Sybron Chemicals Inc., a subsidiary of LANXESS Corporation (Company or LANXESS), who are members of the United Steelworkers of America Union, AFL-CIO-CLC, Local Number 12238 and Local Number 13939 at the Birmingham, New Jersey plant. The Company is responsible for the administration of the Plan. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Effective May 2, 2008, LANXESS Corporation's wholly owned subsidiary LANXESS Sybron Chemicals discontinued production at its facility in Birmingham, New Jersey. As a result of this event, the Plan was frozen and participants will not accrue additional benefits after May 2, 2008. Additionally, participants became 100% vested as of May 2, 2008.

Vesting and Benefits - Normal retirement age under the Plan is 65. The Plan permits early retirement with actuarially reduced benefits at age 62 and ten years of service. Participants may elect to receive their pension benefits in the form of a qualified joint and survivor annuity or any of the optional forms of benefits payments set for in the Plan, including a single life annuity. Monthly benefits under the Plan accrued based upon years of benefit service, as defined by the Plan, multiplied by a retirement income factor determined by date of termination up until May 2, 2008.

The monthly benefit payable to a participant who retires on the participant's normal retirement date on or after January 1, 2004 shall be an amount, commencing as the participant's normal retirement date, determined by multiplying the participant's years of credited service by the applicable amount determined below:

For a participant who retires on or after May 3, 2003 but prior to May 3, 2004, \$31.00
For a participant who retires on or after May 3, 2004 but prior to May 3, 2005, \$32.00
For a participant who retires on or after May 3, 2005 but prior to May 3, 2006, \$33.00
For a participant who retires on or after May 3, 2006 but prior to May 3, 2007, \$34.00
For a participant who retires on or after May 3, 2007 and thereafter, \$35.00

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A summary of significant accounting policies consistently applied by management in the preparation of the accompanying financial statements follows:

Basis of Accounting - The financial statements of the plan are prepared on the accrual basis of accounting.

RETIREMENT PLAN OF SYBRON
CHEMICALS INC. FOR UNION EMPLOYEES

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2009 AND 2008

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

During 2009, the Plan adopted the Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) and its hierarchy of generally accepted accounting principles (GAAP). Effective July 1, 2009, the ASC became the single source of authoritative nongovernmental United States GAAP, superseding existing FASB, American Institute of Certified Public Accountants, Emerging Issues Task Force and related literature. The ASC eliminates the previous GAAP hierarchy and establishes one level of authoritative GAAP. Since the ASC was not intended to change existing GAAP, it did not have any impact on the Plan's financial statements other than the manner in which GAAP is referenced.

Valuation of Investments and Income Recognition - The Plan's investments are stated at fair value, which is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 5 for discussion of fair value measurements.

Purchases and sales of investments are recorded on a trade-date basis. Net appreciation/depreciation in the fair value of investments is composed of the unrealized appreciation (depreciation) on investments held during the year and the realized gain (loss) on investments sold during the year. Interest income is recorded when earned. Dividends are recorded on the ex-dividend date.

Valuation of Accumulated Plan Benefits - Accumulated plan benefits are those future payments attributable under the Plan's provisions to employee service rendered to the valuation date, the date as of which the benefit information is presented. Benefits payable under all circumstances - retirement, death, termination of employment - are included to the extent they are deemed attributable to employee service rendered to the valuation date.

The actuarial present value of accumulated plan benefits has been determined by Hewitt Associates, the Plan's actuary. It is the amount that results from applying actuarial assumptions to adjust the accumulated plan benefits to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements such as for retirement, death, disability or withdrawal) between the valuation date and the expected date of payment. Actuarial valuations are based on demographic information as of the beginning of the plan year.

Among the significant assumptions used in the valuations of accumulated plan benefits were:

	2009	2008
Funding interest rate	8.18%	6.32%
Life expectancy of participants:	2008 PY IRC 430 Generational (Scale AA) Nonannuitant & Annuitant Mortality Revenue Ruling 96-7 Mortality Table for Disability After 12/31/94 - Disabled	2008 Generational Table for Annuitants - Revenue Ruling 96-7 Mortality Table for After 12/31/94 - Disabled
Average retirement age	62	62

RETIREMENT PLAN OF SYBRON
CHEMICALS INC. FOR UNION EMPLOYEES

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2009 AND 2008

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

The foregoing actuarial assumptions are based on the presumption that the Plan will continue. If the Plan were to be terminated, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits.

Use of Estimates - The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities and changes therein, disclosure of contingent assets and liabilities, and the actuarial present value of accumulated plan benefits and changes therein at the date of the financial statements. Actual results could differ from those estimates.

Risks and Uncertainties - The Plan invests in various investment instruments, primarily registered investment companies. Investment securities, in general, are exposed to various risks, such as interest rate, credit and overall market volatility. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the statements of net assets available for benefits.

Plan contributions are made and the actuarial present value of accumulated plan benefits are reported based on certain assumptions pertaining to interest rates, inflation rates and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimations and assumptions process, it is at least reasonably possible that changes in these estimates and assumptions in the near term would be material to the financial statements.

Plan Expenses - The administrative costs and fees of the Plan are generally paid by the Company, with the exception of trustee fees, which are paid by the Plan.

Payment of Benefits - Benefit payments are recorded when paid.

Recent Accounting Pronouncements - As of December 31, 2009, the Plan adopted ASC update, Determining Fair Value When the Volume and Level of Activity for the Asset or Liability Have Significantly Decreased and Identifying Transactions That Are Not Orderly. This update provides guidance on factors to be considered while estimating fair value in accordance with ASC Fair Value Measurements and Disclosures, when there has been a significant decrease in market activity for an asset or liability. This guidance retains the existing "exit price" concept under ASC 820-10 and therefore does not change the objective of fair value measurements, even when there has been a significant decrease in market activity. This update also provides additional guidance on disclosure requirements for defining the major categories of debt and equity securities and the valuation techniques used to measure fair value. See Note 5 for additional disclosures.

RETIREMENT PLAN OF SYBRON
CHEMICALS INC. FOR UNION EMPLOYEES

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2009 AND 2008

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

In January 2010, the FASB issued an Accounting Standards Update, Fair Value Measurements and Disclosures, to require new disclosure for fair value measurements and provide clarification for existing disclosure requirements. More specifically, this update will require (a) an entity to disclose separately the amounts of significant transfers in and out of Levels 1 and 2 fair value measurements and to describe the reasons for the transfers; and (b) information about purchases, sales, issuances and settlements to be presented separately (i.e., present the activity on a gross basis rather than net) in the reconciliation for fair value measurements using significant unobservable inputs (Level 3 inputs). This update clarifies existing disclosure requirements for the level of disaggregation used for classes of assets and liabilities measured at fair value and requires disclosures about the valuation techniques and inputs used to measure fair value for both recurring and nonrecurring fair value measurements using Level 2 and Level 3 inputs. The Plan does not anticipate that the adoption of this statement will materially expand its financial statement footnote disclosures. The new disclosures and clarifications are effective for annual reporting periods beginning after December 15, 2009, except for the disclosures about purchases, sales, issuances and settlements in the roll-forward of activity in Level 3 fair value measurements. Those disclosures are effective for fiscal years beginning after December 15, 2010.

NOTE 3 - ACTUARIAL PRESENT VALUE OF ACCUMULATED PLAN BENEFITS

The actuarial present value of accumulated plan benefits as of January 1, 2009 and 2008 and the changes in the benefits are presented below:

Actuarial present value of accumulated plan benefits, January 1, 2008	\$ 6,109,960
Interest accumulation	416,556
Benefits paid	(331,566)
Plan amendments	(178,136)
Other	<u>(91,606)</u>
Actuarial present value of accumulated plan benefits, January 1, 2009	\$ <u>5,925,208</u>

The composition of the actuarial present value of accumulated plan benefits as of January 1, 2009 is:

Vested benefits:	
Active participants	\$ 2,662,000
Retirees and beneficiaries	<u>3,263,208</u>
Total vested benefits	5,925,208
Nonvested benefits	<u>-</u>
	\$ <u>5,925,208</u>

RETIREMENT PLAN OF SYBRON
CHEMICALS INC. FOR UNION EMPLOYEES

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2009 AND 2008

NOTE 4 - INVESTMENTS

The following presents investments that represent 5% or more of the Plan's net assets available for benefits at December 31:

	<u>2009</u>	<u>2008</u>
Investments, at fair value:		
Vanguard Total Bond Market Index Fund Investor	\$ 1,964,762	\$ 1,925,720
Vanguard Intermediate-Term Investment Grade Investor	1,193,320	1,120,054
Vanguard Short-Term Investment Grade	791,822	738,949
Vanguard Total Stock Market Index Fund Investor	695,172	556,783
Vanguard Total International Stock Index Fun	349,984	284,251
Vanguard Windsor Fund Investor	347,881	287,158
Vanguard PRIMECAP Fund Investor	347,473	277,180

NOTE 5 - FAIR VALUE MEASUREMENT

Effective January 1, 2008, the Plan adopted ASC topic Fair Value Measurements, which provides a framework for measuring fair value under generally accepted accounting principles and, among other things, requires enhanced disclosures about assets and liabilities recognized at fair value.

This topic defines fair value as the price that would be received to sell an asset or paid to transfer a liability (i.e., exit price) in an orderly transaction between market participants at the measurement date. This topic requires disclosures that categorize assets and liabilities measured at fair value into one of three different levels depending on the assumptions (i.e., inputs) used in the valuation. Level 1 provides the most reliable measure of fair value, while Level 3 generally requires significant management judgment. Financial assets and liabilities are classified in their entirety based on the lowest level of input significant to the fair value measurement. Fair value hierarchy is defined as follows:

Level 1 - Valuations are based on unadjusted quoted prices in active markets for identical assets or liabilities.

Level 2 - Valuations are based on quoted prices for similar assets or liabilities in active markets, or on quoted prices in markets that are not active, but for which significant inputs are observable, either directly or indirectly.

Level 3 - Valuations are based on prices or valuation techniques that require inputs that are both unobservable and significant to the overall fair value measurement. Inputs reflect management's best estimate of what market participants would use in valuing the asset or liability at the measurement date.

RETIREMENT PLAN OF SYBRON
CHEMICALS INC. FOR UNION EMPLOYEES

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2009 AND 2008

NOTE 5 - FAIR VALUE MEASUREMENT (Continued)

At December 31, 2009 and 2008, the Plan's investments consist of registered investment companies. Shares of registered investment companies are valued at quoted market prices.

The valuations of the Plan's investments at December 31 according to the fair value hierarchy are summarized as follows:

		2009			
		Level 1	Level 2	Level 3	Total
Assets:					
Registered Investment Companies:					
Fixed-income funds	\$	3,949,904	-	-	\$ 3,949,904
Domestic stock funds		1,390,526	-	-	1,390,526
International stock funds		349,984	-	-	349,984
Cash		31,822	-	-	31,822
Total investments at fair value	\$	<u>5,722,236</u>	<u>-</u>	<u>-</u>	\$ <u>5,722,236</u>
		2008			
		Level 1	Level 2	Level 3	Total
Assets:					
Registered investment companies	\$	5,190,095	-	-	\$ 5,190,095
Cash		25,836	-	-	25,836
Total investments at fair value	\$	<u>5,215,931</u>	<u>-</u>	<u>-</u>	\$ <u>5,215,931</u>

NOTE 6 - FUNDING POLICY

Contributions to provide for all participants' and beneficiaries' benefits under the Plan by the time they become eligible to receive such benefits are made solely by the Company. Annual contributions are actuarially computed using the standard unit credit method as of January 1, 2008, which was a change from the projected unit credit cost method. In 2009 and 2008, the Company has met the minimum funding requirements of ERISA.

NOTE 7 - PLAN TERMINATION

Although it has not expressed any intention to do so, the Company has the right under the Plan in certain circumstances to discontinue its contributions at any time and to terminate the Plan subject to the provisions set forth in ERISA.

RETIREMENT PLAN OF SYBRON
CHEMICALS INC. FOR UNION EMPLOYEES

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2009 AND 2008

NOTE 7 - PLAN TERMINATION (Continued)

In the event the Plan is terminated, the Plan's net assets will be allocated in the order of priority set forth by ERISA and its related regulations.

Whether all participants and/or beneficiaries receive their full benefits should the Plan be terminated will depend on the sufficiency of the Plan's net assets, at that time, to pay those benefits and may also depend on the level of benefits guaranteed by the Pension Benefit Guaranty Corporation (PBGC).

If the Plan is terminated, certain pension benefits under the Plan are insured by the PBGC. Generally, the PBGC guarantees most vested normal retirement, early retirement and beneficiary benefits. However, the PBGC does not guarantee all types of benefits under the Plan, and the amount of benefit protection provided by the PBGC is subject to certain limitations. Vested benefits are guaranteed at the level in effect on the date of the Plan's termination, except for those benefits that become nonforfeitable solely because of the Plan termination.

NOTE 8 - TAX STATUS

The IRS has determined and informed the Company by a letter dated April 18, 2002 that the Plan and related trust are designed in accordance with applicable sections of the IRC. The Plan has been amended since receiving the determination letter. However, the plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC and has no income subject to unrelated business income tax. Therefore, no provision for income taxes has been included in the Plan's financial statements.

NOTE 9 - INFORMATION CERTIFIED BY TRUSTEE

The following is a summary of the investment information regarding the Plan included in the Plan's financial statements that was prepared by, or derived from information prepared by, Vanguard Fiduciary Trust Company (Vanguard), the trustee of the Plan, and furnished to the Plan administrator at December 31. The Plan administrator has obtained a certification from Vanguard that such information is complete and accurate.

	<u>2009</u>	<u>2008</u>
Investments, at fair value:		
Registered investment companies	\$ 5,690,414	\$ 5,190,095
Interest-bearing cash	31,822	25,836
Investment income:		
Interest and dividends	206,647	241,926
Net appreciation (depreciation) in fair value of investments	647,146	(950,978)

RETIREMENT PLAN OF SYBRON
CHEMICALS INC. FOR UNION EMPLOYEES

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2009 AND 2008

NOTE 10 - RELATED PARTY TRANSACTIONS

The Plan invests in certain funds managed by Vanguard. As discussed in Note 2, the Company may pay certain administrative expenses or perform administrative functions on behalf of the Plan for which no fees are charged. These transactions qualify as party-in-interest transactions that are allowable under ERISA.

NOTE 11 - SUBSEQUENT EVENTS

Subsequent events are events or transactions that occur after the balance sheet date, but before the financial statements are issued or are available to be issued. Management has evaluated subsequent events through September 24, 2010, the date on which the financial statements were available to be issued.

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SUPPLEMENTARY FINANCIAL INFORMATION

RETIREMENT PLAN OF SYBRON
CHEMICALS INC. FOR UNION EMPLOYEES

EIN: 51-0301280
PLAN NUMBER: 002

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)

(a)	(b) Identity of Issue, Borrower, Lessor or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value	(d) Cost	(e) Current Value
*	Vanguard Fiduciary Trust Company	Vanguard Total Bond Market Index Fund Investor	\$1,926,871	\$1,964,762
*	Vanguard Fiduciary Trust Company	Vanguard Intermediate-Term Investment Grade Investor	1,199,477	1,193,320
*	Vanguard Fiduciary Trust Company	Vanguard Short-Term Investment Grade	786,652	791,822
*	Vanguard Fiduciary Trust Company	Vanguard Total Stock Market Index Fund Investor	714,829	695,172
*	Vanguard Fiduciary Trust Company	Vanguard Windsor Fund Investor	425,688	347,881
*	Vanguard Fiduciary Trust Company	Vanguard PRIMECAP Fund Investor	366,247	347,473
*	Vanguard Fiduciary Trust Company	Vanguard Total International Stock Index Fund	350,822	349,984
*	Vanguard Fiduciary Trust Company	Vanguard Prime Money Market Fund	31,822	31,822
			<u>\$5,802,408</u>	<u>\$5,722,236</u>

* Represents a party in interest

See independent auditors' report.

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Schedule SB Attachment (Form 5500)—2009 Plan Year
RETIREMENT PLAN SYBRON CHEMICALS INC. FOR UNION
EMPLOYEES
EIN: 51-0301280 PN: 002

Schedule SB, Part V—Statement of Actuarial Assumptions/Methods

Interest Rates	Based on the full yield curve for October 2008, the Effective Interest Rate for the 2009 Plan Year is 8.18%, with sample rates as follows: Duration 0 – 5.45% Duration 5 – 8.25% Duration 10 – 8.87% Duration 15 – 8.65% Duration 20 – 8.11% Duration 25 – 7.71% Duration 30 – 7.46%
Measurement Period	January 1 to December 31.
Census Date	The data is as of January 1, 2009.
Actuarial Cost Method	Unit Credit Cost Method.
Mortality Rates	Healthy: 2008 PY IRC 430 Generational (Scale AA) Nonannuitant & Annuitant Mortality Disabled: Rev Rul 96-7 Mortality for Disability after December 31, 1994.
Retirement Rates	Terminated Vested participants are assumed to retire at age 62.
Withdrawal Rates	None. Only inactives post plant shutdown.
Disability Rates	None. Only inactives post plant shutdown.
Valuation of Plan Assets	Set equal to Market Value.
Surviving Spouse Benefit	Where not provided in the data, it is assumed that 70% of males and 70% of females have an eligible spouse, and that males are three years older than their spouses.
Optional Form of Payment	The proportion of optional forms elected upon retirement are assumed to be as follows: Single Life Annuity: 65% 50% Joint and Survivor: 25% 100% Joint and Survivor: 10%
Methodology to determine expense load	Based on the average of the prior two years actual plan administrative expenses rounded up to the nearest \$1,000.

Schedule SB Attachment (Form 5500)—2009 Plan Year
RETIREMENT PLAN SYBRON CHEMICALS INC. FOR UNION
EMPLOYEES
EIN: 51-0301280 PN: 002

Schedule SB, Part V—Summary of Plan Provisions

History of Plan

The schedule of the multiplier since April 1, 1986 is shown below. New multipliers apply to all years of service for active participants on or after the date established.

Retirement Date	Benefit Multiplier
April 1, 1986–March 31, 1987	\$ 14.00
April 1, 1987–March 31, 1988	\$ 15.00
April 1, 1988–March 31, 1989	\$ 16.00
April 1, 1989–March 31, 1990	\$ 17.00
April 1, 1990–March 31, 1991	\$ 18.50
April 1, 1991–March 31, 1992	\$ 19.50
April 1, 1992–March 31, 1993	\$ 20.50
April 1, 1993–March 31, 1994	\$ 22.50
April 1, 1994–March 31, 1996	\$ 23.50
April 1, 1996–March 31, 1997	\$ 24.00
April 1, 1997–March 31, 1998	\$ 24.50
April 1, 1998–March 31, 1999	\$ 25.00
April 1, 1999–March 31, 2000	\$ 26.00
April 1, 2000–March 31, 2001	\$ 27.00
April 1, 2001–May 2, 2002	\$ 28.00
May 3, 2002–May 2, 2003	\$ 30.00
May 3, 2003–May 2, 2004	\$ 31.00
May 3, 2004–May 2, 2005	\$ 32.00
May 3, 2005–May 2, 2006	\$ 33.00
May 3, 2006–May 2, 2007	\$ 34.00
May 3, 2007 and after	\$ 35.00

Participation

Employees who are covered under a collective bargaining agreement with United Steelworkers of America, AFL-CIO-CIC, Local #12238 and 13939 as of the date of hire.

Plan Freeze

On May 2, 2008, the Birmingham Plant was shutdown. Service is frozen as of the shutdown date. Nonvested participants were fully vested in their benefit upon termination.

Normal Retirement

Eligibility

Age 65.

Monthly Benefit

\$35.00 time years of benefit service.

Schedule SB Attachment (Form 5500)—2009 Plan Year
RETIREMENT PLAN SYBRON CHEMICALS INC. FOR UNION
EMPLOYEES
EIN: 51-0301280 PN: 002

Early Retirement

Eligibility

Age 55 and 10 years of service prior to plan freeze.

Benefit

Accrued normal retirement benefit reduced 5/9% per month up to 60 months plus 5/18% per month in excess of 60 months, for commencement prior to age 65. However, the reductions begin at age 62 with a breakpoint of 24 months for participants with 30 years of service prior to plan termination.

Late Retirement

Benefit

Accrued normal retirement benefit including accruals beyond age 65.

Disability Retirement

Eligibility

Ten years of service prior to plan freeze.

Benefit

Unreduced accrued benefit at time of disability, payable immediately.

Deferred Vested Retirement

Eligibility

Five years of service prior to plan freeze. Note that the all nonvested participants were fully vested as of the freeze date.

Benefit

Accrued benefit payable at age 65, or for participants with 10 years of service at age 55 or later reduced 5/9% per month up to 60 months plus 5/18% per month in excess of 60 months for commencement prior to age 65.

Preretirement Death Benefit

Eligibility

Actives or inactives with three years of service prior to plan freeze.

Benefit

The early retirement benefit the spouse would have received had the participant terminated immediately prior to death with benefit payable on an actuarial equivalent 50% joint and survivor annuity beginning on the later of employee's death or early retirement eligibility.

Form of Benefit Payment

Normal

Single life annuity payable monthly, but for married participants, unless elected otherwise, there is in effect an automatic 50% joint and survivor option on an actuarially equivalent basis.

Optional

50% or 100% joint and survivor annuity.

Schedule SB Attachment (Form 5500)—2009 Plan Year
RETIREMENT PLAN SYBRON CHEMICALS INC. FOR UNION
EMPLOYEES
EIN: 51-0301280 PN: 002

Other Information to Fully and Fairly Disclose the Actuarial Position of the Plan

The actuarial valuation was conducted on an ongoing (not termination) basis using personnel data furnished as of January 1, 2009 by LANXESS Corporation. The dates and amounts of contributions are based on information supplied by LANXESS Corporation. Asset information was furnished by Vanguard.

Note that the Plant shut down as of May 2, 2008. Since this change was after the January 1, 2008 valuation date, it has been reflected for the first time in the 2009 Funding valuation.

All applicable IRC Section 415 limits have been taken into account to the extent that no participants are expected to be affected by the limits.

The target liability was calculated using the full yield curve based on corporate bonds rates for October 2008. As such, "2" was entered on line 21b as the applicable lookback month.

Schedule SB Attachment (Form 5500)—2009 Plan Year
RETIREMENT PLAN SYBRON CHEMICALS INC. FOR UNION
EMPLOYEES
EIN: 51-0301280 PN: 002

Schedule SB, line 24—Change in Actuarial Assumptions

- Lowered the assumed retirement age for terminated vested participants from age 65 to 62 to better reflect anticipated plan experience.

Schedule SB Attachment (Form 5500)—2009 Plan Year
RETIREMENT PLAN SYBRON CHEMICALS INC. FOR UNION
EMPLOYEES
EIN: 51-0301280 PN: 002

Schedule SB, line 25—Change in Funding Method

- The funding valuation reflects an addition of assumed expenses payable from the trust to the Target Normal Cost, as required by WRERA.
- A change in the interest rate assumption from the full yield curve for December 2007 used in 2008 valuation to the full yield curve for October 2008 used in this valuation

These changes have automatic approval under final regulations, Notice 2009-22 or other IRS guidance.

Schedule SB Attachment (Form 5500)—2009 Plan Year
RETIREMENT PLAN SYBRON CHEMICALS INC. FOR UNION
EMPLOYEES
EIN: 51-0301280 PN: 002

Schedule SB, line 32—Schedule of Amortization Bases

Type Of Base	Present Value of Installments	Valuation Date Established	Remaining Years in Amortization Period	Amortization Amount
Shortfall from 01/01/2008	\$761,651	January 1, 2008	6	\$152,364
Shortfall from 01/01/2009	-\$443,469	January 1, 2009	7	-\$78,981
Total	\$318,182			\$73,383

SCHEDULE SB (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <hr/> <small>Department of Labor Employee Benefits Security Administration</small> <hr/> <small>Pension Benefit Guaranty Corporation</small>	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2009 This Form is Open to Public Inspection
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For calendar plan year 2009 or fiscal plan year beginning	01/01/2009	and ending	12/31/2009
► Round off amounts to nearest dollar. ► Caution: A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.			

A Name of plan Retirement Plan Sybron Chemicals Inc. for Un. EEs	B Three-digit plan number (PN)	002
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF Sybron Chemicals Inc	D Employer Identification Number (EIN) 51-0301280	
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B		
F Prior year plan size: ☐ 100 or fewer ☒ 101-500 ☐ More than 500		

Part I	Basic Information		
1	Enter the valuation date: Month <u> 1 </u> Day <u> 1 </u> Year <u> 2009 </u>		
2	Assets:		
a	Market value.....	2a	5,215,931
b	Actuarial value.....	2b	5,215,931
3	Funding target/participant count breakdown	(1) Number of participants	(2) Funding Target
a	For retired participants and beneficiaries receiving payment	3a	60
b	For terminated vested participants	3b	98
c	For active participants:		
(1)	Non-vested benefits.....	3c(1)	0
(2)	Vested benefits.....	3c(2)	0
(3)	Total active	3c(3)	0
d	Total.....	3d	158
4	If the plan is at-risk, check the box and complete items (a) and (b) ☐		
a	Funding target disregarding prescribed at-risk assumptions	4a	
b	Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been at-risk for fewer than five consecutive years and disregarding loading factor.....	4b	
5	Effective interest rate.....	5	8.18 %
6	Target normal cost.....	6	11,000

Statement by Enrolled Actuary
 To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE	<div style="text-align: center;"> Sannidh S. Amberkar Signature of actuary </div> <div style="text-align: center;"> Hewitt Associates LLC Firm name 100 Half Day Road Lincolnshire IL 60069-9852 Address of the firm </div>	<div style="text-align: center;"> 09/16/2010 Date 08-07276 Most recent enrollment number (847) 295-5000 Telephone number (including area code) </div>
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Part II Beginning of year carryover and prefunding balances		(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (Item 13 from prior year)	3,578	0
8	Portion used to offset prior year's funding requirement (Item 35 from prior year)	0	0
9	Amount remaining (Item 7 minus item 8)	3,578	0
10	Interest on item 9 using prior year's actual return of <u>(12.47)%</u>	(446)	
11	Prior year's excess contributions to be added to prefunding balance:		
a	Excess contributions (Item 38 from prior year)		263,949
b	Interest on (a) using prior year's effective rate of <u>6.32 %</u>		16,682
c	Total available at beginning of current plan year to add to prefunding balance		280,631
d	Portion of (c) to be added to prefunding balance		280,631
12	Reduction in balances due to elections or deemed elections	0	0
13	Balance at beginning of current year (item 9 + item 10 + item 11d - item 12)	3,132	280,631

Part III Funding percentages			
14	Funding target attainment percentage	14	93.93 %
15	Adjusted funding target attainment percentage	15	93.93 %
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	93.99 %
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and liquidity shortfalls					
18 Contributions made to the plan for the plan year by employer(s) and employees:					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
Totals ►			18(b)	0	18(c)

19	Discounted employer contributions - see instructions for small plan with a valuation date after the beginning of the year:	
a	Contributions allocated toward unpaid minimum required contribution from prior years.	19a 0
b	Contributions made to avoid restrictions adjusted to valuation date	19b 0
c	Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c 0
20	Quarterly contributions and liquidity shortfalls:	
a	Did the plan have a "funding shortfall" for the prior year?	☒ Yes ☐ No
b	If 20a is "Yes," were required quarterly installments for the current year made in a timely manner?	☒ Yes ☐ No
c	If 20a is "Yes," see instructions and complete the following table as applicable:	
Liquidity shortfall as of end of Quarter of this plan year		
(1) 1st	(2) 2nd	(3) 3rd
0	0	0
(4) 4th		
0		

Part V Assumptions used to determine funding target and target normal cost

21 Discount rate:				
a Segment rates:	1st segment: %	2nd segment: %	3rd segment: %	☒ N/A, full yield curve used
b Applicable month (enter code)				21b 2
22 Weighted average retirement age				22 62
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute				

Part VI Miscellaneous items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.	☒ Yes ☐ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	☒ Yes ☐ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.	☐ Yes ☒ No
27 If the plan is eligible for (and is using) alternative funding rules, enter applicable code and see instructions regarding attachment.	27

Part VII Reconciliation of unpaid minimum required contributions for prior years

28 Unpaid minimum required contribution for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (item 19a)	29	0
30 Remaining amount of unpaid minimum required contributions (item 28 minus item 29)	30	0

Part VIII Minimum required contribution for current year

31 Target normal cost, adjusted, if applicable (see instructions)	31	11,000
32 Amortization installments:	Outstanding Balance	Installment
a Net shortfall amortization installment	318,182	73,383
b Waiver amortization installment	0	0
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33	
34 Total funding requirement before reflecting carryover/prefunding balances (item 31 + item 32a + item 32b - item 33)	34	84,383
	Carryover balance	Prefunding balance
35 Balances used to offset funding requirement	3,132	81,251
36 Additional cash requirement (item 34 minus item 35)	36	0
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (Item 19c)	37	0
38 Interest-adjusted excess contributions for current year (see instructions)	38	0
39 Unpaid minimum required contribution for current year (excess, if any, of item 36 over item 37)	39	0
40 Unpaid minimum required contribution for all years	40	0

Schedule SB Attachment (Form 5500)—2009 Plan Year
RETIREMENT PLAN SYBRON CHEMICALS INC. FOR UNION
EMPLOYEES
EIN: 51-0301280 PN: 002

Schedule SB, Part V—Statement of Actuarial Assumptions/Methods

Interest Rates	Based on the full yield curve for October 2008, the Effective Interest Rate for the 2009 Plan Year is 8.18%, with sample rates as follows: Duration 0 – 5.45% Duration 5 – 8.25% Duration 10 – 8.87% Duration 15 – 8.65% Duration 20 – 8.11% Duration 25 – 7.71% Duration 30 – 7.46%
Measurement Period	January 1 to December 31.
Census Date	The data is as of January 1, 2009.
Actuarial Cost Method	Unit Credit Cost Method.
Mortality Rates	Healthy: 2008 PY IRC 430 Generational (Scale AA) Nonannuitant & Annuitant Mortality Disabled: Rev Rul 96-7 Mortality for Disability after December 31, 1994.
Retirement Rates	Terminated Vested participants are assumed to retire at age 62.
Withdrawal Rates	None. Only inactives post plant shutdown.
Disability Rates	None. Only inactives post plant shutdown.
Valuation of Plan Assets	Set equal to Market Value.
Surviving Spouse Benefit	Where not provided in the data, it is assumed that 70% of males and 70% of females have an eligible spouse, and that males are three years older than their spouses.
Optional Form of Payment	The proportion of optional forms elected upon retirement are assumed to be as follows: Single Life Annuity: 65% 50% Joint and Survivor: 25% 100% Joint and Survivor: 10%
Methodology to determine expense load	Based on the average of the prior two years actual plan administrative expenses rounded up to the nearest \$1,000.

Schedule SB Attachment (Form 5500)—2009 Plan Year
RETIREMENT PLAN SYBRON CHEMICALS INC. FOR UNION
EMPLOYEES
EIN: 51-0301280 PN: 002

Schedule SB, Part V—Summary of Plan Provisions

History of Plan

The schedule of the multiplier since April 1, 1986 is shown below. New multipliers apply to all years of service for active participants on or after the date established.

Retirement Date	Benefit Multiplier
April 1, 1986–March 31, 1987	\$ 14.00
April 1, 1987–March 31, 1988	\$ 15.00
April 1, 1988–March 31, 1989	\$ 16.00
April 1, 1989–March 31, 1990	\$ 17.00
April 1, 1990–March 31, 1991	\$ 18.50
April 1, 1991–March 31, 1992	\$ 19.50
April 1, 1992–March 31, 1993	\$ 20.50
April 1, 1993–March 31, 1994	\$ 22.50
April 1, 1994–March 31, 1996	\$ 23.50
April 1, 1996–March 31, 1997	\$ 24.00
April 1, 1997–March 31, 1998	\$ 24.50
April 1, 1998–March 31, 1999	\$ 25.00
April 1, 1999–March 31, 2000	\$ 26.00
April 1, 2000–March 31, 2001	\$ 27.00
April 1, 2001–May 2, 2002	\$ 28.00
May 3, 2002–May 2, 2003	\$ 30.00
May 3, 2003–May 2, 2004	\$ 31.00
May 3, 2004–May 2, 2005	\$ 32.00
May 3, 2005–May 2, 2006	\$ 33.00
May 3, 2006–May 2, 2007	\$ 34.00
May 3, 2007 and after	\$ 35.00

Participation

Employees who are covered under a collective bargaining agreement with United Steelworkers of America, AFL-CIO-CIO, Local #12238 and 13939 as of the date of hire.

Plan Freeze

On May 2, 2008, the Birmingham Plant was shutdown. Service is frozen as of the shutdown date. Nonvested participants were fully vested in their benefit upon termination.

Normal Retirement

Eligibility

Age 65.

Monthly Benefit

\$35.00 time years of benefit service.

Schedule SB Attachment (Form 5500)—2009 Plan Year
RETIREMENT PLAN SYBRON CHEMICALS INC. FOR UNION
EMPLOYEES
EIN: 51-0301280 PN: 002

Early Retirement

Eligibility

Age 55 and 10 years of service prior to plan freeze.

Benefit

Accrued normal retirement benefit reduced 5/9% per month up to 60 months plus 5/18% per month in excess of 60 months, for commencement prior to age 65. However, the reductions begin at age 62 with a breakpoint of 24 months for participants with 30 years of service prior to plan termination.

Late Retirement

Benefit

Accrued normal retirement benefit including accruals beyond age 65.

Disability Retirement

Eligibility

Ten years of service prior to plan freeze.

Benefit

Unreduced accrued benefit at time of disability, payable immediately.

Deferred Vested Retirement

Eligibility

Five years of service prior to plan freeze. Note that the all nonvested participants were fully vested as of the freeze date.

Benefit

Accrued benefit payable at age 65, or for participants with 10 years of service at age 55 or later reduced 5/9% per month up to 60 months plus 5/18% per month in excess of 60 months for commencement prior to age 65.

Preretirement Death Benefit

Eligibility

Actives or inactives with three years of service prior to plan freeze.

Benefit

The early retirement benefit the spouse would have received had the participant terminated immediately prior to death with benefit payable on an actuarial equivalent 50% joint and survivor annuity beginning on the later of employee's death or early retirement eligibility.

Form of Benefit Payment

Normal

Single life annuity payable monthly, but for married participants, unless elected otherwise, there is in effect an automatic 50% joint and survivor option on an actuarially equivalent basis.

Optional

50% or 100% joint and survivor annuity.

Schedule SB Attachment (Form 5500)—2009 Plan Year
RETIREMENT PLAN SYBRON CHEMICALS INC. FOR UNION
EMPLOYEES
EIN: 51-0301280 PN: 002

Other Information to Fully and Fairly Disclose the Actuarial Position of the Plan

The actuarial valuation was conducted on an ongoing (not termination) basis using personnel data furnished as of January 1, 2009 by LANXESS Corporation. The dates and amounts of contributions are based on information supplied by LANXESS Corporation. Asset information was furnished by Vanguard.

Note that the Plant shut down as of May 2, 2008. Since this change was after the January 1, 2008 valuation date, it has been reflected for the first time in the 2009 Funding valuation.

All applicable IRC Section 415 limits have been taken into account to the extent that no participants are expected to be affected by the limits.

The target liability was calculated using the full yield curve based on corporate bonds rates for October 2008. As such, "2" was entered on line 21b as the applicable lookback month.

Schedule SB Attachment (Form 5500)—2009 Plan Year
RETIREMENT PLAN SYBRON CHEMICALS INC. FOR UNION
EMPLOYEES
EIN: 51-0301280 PN: 002

Schedule SB, line 24—Change in Actuarial Assumptions

- Lowered the assumed retirement age for terminated vested participants from age 65 to 62 to better reflect anticipated plan experience.

Schedule SB Attachment (Form 5500)—2009 Plan Year
RETIREMENT PLAN SYBRON CHEMICALS INC. FOR UNION
EMPLOYEES
EIN: 51-0301280 PN: 002

Schedule SB, line 25—Change in Funding Method

- The funding valuation reflects an addition of assumed expenses payable from the trust to the Target Normal Cost, as required by WRERA.
- A change in the interest rate assumption from the full yield curve for December 2007 used in 2008 valuation to the full yield curve for October 2008 used in this valuation

These changes have automatic approval under final regulations, Notice 2009-22 or other IRS guidance.

Schedule SB Attachment (Form 5500)—2009 Plan Year
RETIREMENT PLAN SYBRON CHEMICALS INC. FOR UNION
EMPLOYEES
EIN: 51-0301280 PN: 002

Schedule SB, line 32—Schedule of Amortization Bases

Type Of Base	Present Value of Installments	Valuation Date Established	Remaining Years in Amortization Period	Amortization Amount
Shortfall from 01/01/2008	\$761,651	January 1, 2008	6	\$152,364
Shortfall from 01/01/2009	-\$443,469	January 1, 2009	7	-\$78,981
Total	\$318,182			\$73,383

RETIREMENT PLAN OF SYBRON
CHEMICALS INC. FOR UNION EMPLOYEES
Pittsburgh, Pennsylvania

Financial Statements
and
Supplementary Financial Information
As of December 31, 2009 and 2008
and for the years ended December 31, 2009 and 2008

and Independent Auditors' Report Thereon

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INSIGHT ■ INNOVATION ■ EXPERIENCE

INDEPENDENT AUDITORS' REPORT

To the Plan Administrator
Retirement Plan of Sybron Chemicals Inc. for Union Employees
Pittsburgh, Pennsylvania

We were engaged to audit the accompanying statements of net assets available for benefits of Retirement Plan of Sybron Chemicals Inc. for Union Employees (Plan) as of December 31, 2009 and 2008, and the related statements of changes in net assets available for benefits for the years then ended and the supplemental schedule of assets (held at end of year). These financial statements and schedule are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 (ERISA), the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information referred to in Note 9, which was certified by Vanguard Fiduciary Trust Company, the trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedule. We have been informed by the Plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained certification from the trustee as of and for the years ended December 31, 2009 and 2008 that the information provided to the Plan administrator by the trustee is complete and accurate.

Because of the significance of the information in the Plan's financial statements that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements and supplemental schedule taken as a whole. The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

Schneider Downs & Co., Inc.

Pittsburgh, Pennsylvania
September 24, 2010

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RETIREMENT PLAN OF SYBRON
CHEMICALS INC. FOR UNION EMPLOYEES

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

	December 31	
	2009	2008
ASSETS		
Investments, at fair value:		
Registered investment companies	\$5,690,414	\$5,190,095
Interest-bearing cash	31,822	25,836
NET ASSETS AVAILABLE FOR BENEFITS	<u>\$5,722,236</u>	<u>\$5,215,931</u>

See notes to financial statements.

RETIREMENT PLAN OF SYBRON
CHEMICALS INC. FOR UNION EMPLOYEES

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEARS ENDED DECEMBER 31, 2009 AND 2008

	<u>2009</u>	<u>2008</u>
ADDITIONS:		
Employer contributions	-	\$ 559,344
Investment income:		
Interest and dividends	\$ 206,647	241,927
Net appreciation in fair value of investments	<u>647,146</u>	<u>-</u>
Total Additions	853,793	801,271
DEDUCTIONS:		
Net depreciation in fair value of investments	-	950,758
Benefits paid to participants	332,488	331,566
Administrative expenses	<u>15,000</u>	<u>12,170</u>
Total Deductions	<u>347,488</u>	<u>1,294,494</u>
Net Increase (Decrease)	506,305	(493,223)
NET ASSETS AVAILABLE FOR BENEFITS:		
Beginning of year	<u>5,215,931</u>	<u>5,709,154</u>
End of year	<u><u>\$5,722,236</u></u>	<u><u>\$5,215,931</u></u>

See notes to financial statements.

RETIREMENT PLAN OF SYBRON
CHEMICALS INC. FOR UNION EMPLOYEES

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2009 AND 2008

NOTE 1 - DESCRIPTION OF PLAN

The following brief description of the Retirement Plan of Sybron Chemicals Inc. for Union Employees (Plan) is provided for general information purposes only. Participants should refer to the plan document or the summary plan description for more complete information.

General - Effective January 1, 2003, Bayer Corporation in the United States reorganized into independent operating subsidiaries, including Bayer Chemicals Corporation (Bayer). On July 1, 2004, Bayer Corporation established a new operating subsidiary, LANXESS Corporation. LANXESS Corporation was spun-off from Bayer Corporation on January 28, 2005. The Plan is a defined benefit retirement plan that provides benefits to full-time employees of Sybron Chemicals Inc., a subsidiary of LANXESS Corporation (Company or LANXESS), who are members of the United Steelworkers of America Union, AFL-CIO-CLC, Local Number 12238 and Local Number 13939 at the Birmingham, New Jersey plant. The Company is responsible for the administration of the Plan. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Effective May 2, 2008, LANXESS Corporation's wholly owned subsidiary LANXESS Sybron Chemicals discontinued production at its facility in Birmingham, New Jersey. As a result of this event, the Plan was frozen and participants will not accrue additional benefits after May 2, 2008. Additionally, participants became 100% vested as of May 2, 2008.

Vesting and Benefits - Normal retirement age under the Plan is 65. The Plan permits early retirement with actuarially reduced benefits at age 62 and ten years of service. Participants may elect to receive their pension benefits in the form of a qualified joint and survivor annuity or any of the optional forms of benefits payments set for in the Plan, including a single life annuity. Monthly benefits under the Plan accrued based upon years of benefit service, as defined by the Plan, multiplied by a retirement income factor determined by date of termination up until May 2, 2008.

The monthly benefit payable to a participant who retires on the participant's normal retirement date on or after January 1, 2004 shall be an amount, commencing as the participant's normal retirement date, determined by multiplying the participant's years of credited service by the applicable amount determined below:

For a participant who retires on or after May 3, 2003 but prior to May 3, 2004, \$31.00
For a participant who retires on or after May 3, 2004 but prior to May 3, 2005, \$32.00
For a participant who retires on or after May 3, 2005 but prior to May 3, 2006, \$33.00
For a participant who retires on or after May 3, 2006 but prior to May 3, 2007, \$34.00
For a participant who retires on or after May 3, 2007 and thereafter, \$35.00

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A summary of significant accounting policies consistently applied by management in the preparation of the accompanying financial statements follows:

Basis of Accounting - The financial statements of the plan are prepared on the accrual basis of accounting.

RETIREMENT PLAN OF SYBRON
CHEMICALS INC. FOR UNION EMPLOYEES

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2009 AND 2008

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

During 2009, the Plan adopted the Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) and its hierarchy of generally accepted accounting principles (GAAP). Effective July 1, 2009, the ASC became the single source of authoritative nongovernmental United States GAAP, superseding existing FASB, American Institute of Certified Public Accountants, Emerging Issues Task Force and related literature. The ASC eliminates the previous GAAP hierarchy and establishes one level of authoritative GAAP. Since the ASC was not intended to change existing GAAP, it did not have any impact on the Plan's financial statements other than the manner in which GAAP is referenced.

Valuation of Investments and Income Recognition - The Plan's investments are stated at fair value, which is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 5 for discussion of fair value measurements.

Purchases and sales of investments are recorded on a trade-date basis. Net appreciation/depreciation in the fair value of investments is composed of the unrealized appreciation (depreciation) on investments held during the year and the realized gain (loss) on investments sold during the year. Interest income is recorded when earned. Dividends are recorded on the ex-dividend date.

Valuation of Accumulated Plan Benefits - Accumulated plan benefits are those future payments attributable under the Plan's provisions to employee service rendered to the valuation date, the date as of which the benefit information is presented. Benefits payable under all circumstances - retirement, death, termination of employment - are included to the extent they are deemed attributable to employee service rendered to the valuation date.

The actuarial present value of accumulated plan benefits has been determined by Hewitt Associates, the Plan's actuary. It is the amount that results from applying actuarial assumptions to adjust the accumulated plan benefits to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements such as for retirement, death, disability or withdrawal) between the valuation date and the expected date of payment. Actuarial valuations are based on demographic information as of the beginning of the plan year.

Among the significant assumptions used in the valuations of accumulated plan benefits were:

	2009	2008
Funding interest rate	8.18%	6.32%
Life expectancy of participants:	2008 PY IRC 430 Generational (Scale AA) Nonannuitant & Annuitant Mortality Revenue Ruling 96-7 Mortality Table for Disability After 12/31/94 - Disabled	2008 Generational Table for Annuitants - Revenue Ruling 96-7 Mortality Table for After 12/31/94 - Disabled
Average retirement age	62	62

RETIREMENT PLAN OF SYBRON
CHEMICALS INC. FOR UNION EMPLOYEES

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2009 AND 2008

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

The foregoing actuarial assumptions are based on the presumption that the Plan will continue. If the Plan were to be terminated, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits.

Use of Estimates - The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities and changes therein, disclosure of contingent assets and liabilities, and the actuarial present value of accumulated plan benefits and changes therein at the date of the financial statements. Actual results could differ from those estimates.

Risks and Uncertainties - The Plan invests in various investment instruments, primarily registered investment companies. Investment securities, in general, are exposed to various risks, such as interest rate, credit and overall market volatility. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the statements of net assets available for benefits.

Plan contributions are made and the actuarial present value of accumulated plan benefits are reported based on certain assumptions pertaining to interest rates, inflation rates and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimations and assumptions process, it is at least reasonably possible that changes in these estimates and assumptions in the near term would be material to the financial statements.

Plan Expenses - The administrative costs and fees of the Plan are generally paid by the Company, with the exception of trustee fees, which are paid by the Plan.

Payment of Benefits - Benefit payments are recorded when paid.

Recent Accounting Pronouncements - As of December 31, 2009, the Plan adopted ASC update, Determining Fair Value When the Volume and Level of Activity for the Asset or Liability Have Significantly Decreased and Identifying Transactions That Are Not Orderly. This update provides guidance on factors to be considered while estimating fair value in accordance with ASC Fair Value Measurements and Disclosures, when there has been a significant decrease in market activity for an asset or liability. This guidance retains the existing "exit price" concept under ASC 820-10 and therefore does not change the objective of fair value measurements, even when there has been a significant decrease in market activity. This update also provides additional guidance on disclosure requirements for defining the major categories of debt and equity securities and the valuation techniques used to measure fair value. See Note 5 for additional disclosures.

RETIREMENT PLAN OF SYBRON
CHEMICALS INC. FOR UNION EMPLOYEES

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2009 AND 2008

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

In January 2010, the FASB issued an Accounting Standards Update, Fair Value Measurements and Disclosures, to require new disclosure for fair value measurements and provide clarification for existing disclosure requirements. More specifically, this update will require (a) an entity to disclose separately the amounts of significant transfers in and out of Levels 1 and 2 fair value measurements and to describe the reasons for the transfers; and (b) information about purchases, sales, issuances and settlements to be presented separately (i.e., present the activity on a gross basis rather than net) in the reconciliation for fair value measurements using significant unobservable inputs (Level 3 inputs). This update clarifies existing disclosure requirements for the level of disaggregation used for classes of assets and liabilities measured at fair value and requires disclosures about the valuation techniques and inputs used to measure fair value for both recurring and nonrecurring fair value measurements using Level 2 and Level 3 inputs. The Plan does not anticipate that the adoption of this statement will materially expand its financial statement footnote disclosures. The new disclosures and clarifications are effective for annual reporting periods beginning after December 15, 2009, except for the disclosures about purchases, sales, issuances and settlements in the roll-forward of activity in Level 3 fair value measurements. Those disclosures are effective for fiscal years beginning after December 15, 2010.

NOTE 3 - ACTUARIAL PRESENT VALUE OF ACCUMULATED PLAN BENEFITS

The actuarial present value of accumulated plan benefits as of January 1, 2009 and 2008 and the changes in the benefits are presented below:

Actuarial present value of accumulated plan benefits, January 1, 2008	\$ 6,109,960
Interest accumulation	416,556
Benefits paid	(331,566)
Plan amendments	(178,136)
Other	<u>(91,606)</u>
Actuarial present value of accumulated plan benefits, January 1, 2009	\$ <u>5,925,208</u>

The composition of the actuarial present value of accumulated plan benefits as of January 1, 2009 is:

Vested benefits:	
Active participants	\$ 2,662,000
Retirees and beneficiaries	<u>3,263,208</u>
Total vested benefits	5,925,208
Nonvested benefits	<u>-</u>
	\$ <u>5,925,208</u>

RETIREMENT PLAN OF SYBRON
CHEMICALS INC. FOR UNION EMPLOYEES

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2009 AND 2008

NOTE 4 - INVESTMENTS

The following presents investments that represent 5% or more of the Plan's net assets available for benefits at December 31:

	<u>2009</u>	<u>2008</u>
Investments, at fair value:		
Vanguard Total Bond Market Index Fund Investor	\$ 1,964,762	\$ 1,925,720
Vanguard Intermediate-Term Investment Grade Investor	1,193,320	1,120,054
Vanguard Short-Term Investment Grade	791,822	738,949
Vanguard Total Stock Market Index Fund Investor	695,172	556,783
Vanguard Total International Stock Index Fun	349,984	284,251
Vanguard Windsor Fund Investor	347,881	287,158
Vanguard PRIMECAP Fund Investor	347,473	277,180

NOTE 5 - FAIR VALUE MEASUREMENT

Effective January 1, 2008, the Plan adopted ASC topic Fair Value Measurements, which provides a framework for measuring fair value under generally accepted accounting principles and, among other things, requires enhanced disclosures about assets and liabilities recognized at fair value.

This topic defines fair value as the price that would be received to sell an asset or paid to transfer a liability (i.e., exit price) in an orderly transaction between market participants at the measurement date. This topic requires disclosures that categorize assets and liabilities measured at fair value into one of three different levels depending on the assumptions (i.e., inputs) used in the valuation. Level 1 provides the most reliable measure of fair value, while Level 3 generally requires significant management judgment. Financial assets and liabilities are classified in their entirety based on the lowest level of input significant to the fair value measurement. Fair value hierarchy is defined as follows:

Level 1 - Valuations are based on unadjusted quoted prices in active markets for identical assets or liabilities.

Level 2 - Valuations are based on quoted prices for similar assets or liabilities in active markets, or on quoted prices in markets that are not active, but for which significant inputs are observable, either directly or indirectly.

Level 3 - Valuations are based on prices or valuation techniques that require inputs that are both unobservable and significant to the overall fair value measurement. Inputs reflect management's best estimate of what market participants would use in valuing the asset or liability at the measurement date.

RETIREMENT PLAN OF SYBRON
CHEMICALS INC. FOR UNION EMPLOYEES

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2009 AND 2008

NOTE 5 - FAIR VALUE MEASUREMENT (Continued)

At December 31, 2009 and 2008, the Plan's investments consist of registered investment companies. Shares of registered investment companies are valued at quoted market prices.

The valuations of the Plan's investments at December 31 according to the fair value hierarchy are summarized as follows:

		2009			
		Level 1	Level 2	Level 3	Total
Assets:					
Registered Investment Companies:					
Fixed-income funds	\$	3,949,904	-	-	\$ 3,949,904
Domestic stock funds		1,390,526	-	-	1,390,526
International stock funds		349,984	-	-	349,984
Cash		31,822	-	-	31,822
Total investments at fair value	\$	<u>5,722,236</u>	<u>-</u>	<u>-</u>	\$ <u>5,722,236</u>
		2008			
		Level 1	Level 2	Level 3	Total
Assets:					
Registered investment companies	\$	5,190,095	-	-	\$ 5,190,095
Cash		25,836	-	-	25,836
Total investments at fair value	\$	<u>5,215,931</u>	<u>-</u>	<u>-</u>	\$ <u>5,215,931</u>

NOTE 6 - FUNDING POLICY

Contributions to provide for all participants' and beneficiaries' benefits under the Plan by the time they become eligible to receive such benefits are made solely by the Company. Annual contributions are actuarially computed using the standard unit credit method as of January 1, 2008, which was a change from the projected unit credit cost method. In 2009 and 2008, the Company has met the minimum funding requirements of ERISA.

NOTE 7 - PLAN TERMINATION

Although it has not expressed any intention to do so, the Company has the right under the Plan in certain circumstances to discontinue its contributions at any time and to terminate the Plan subject to the provisions set forth in ERISA.

RETIREMENT PLAN OF SYBRON
CHEMICALS INC. FOR UNION EMPLOYEES

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2009 AND 2008

NOTE 7 - PLAN TERMINATION (Continued)

In the event the Plan is terminated, the Plan's net assets will be allocated in the order of priority set forth by ERISA and its related regulations.

Whether all participants and/or beneficiaries receive their full benefits should the Plan be terminated will depend on the sufficiency of the Plan's net assets, at that time, to pay those benefits and may also depend on the level of benefits guaranteed by the Pension Benefit Guaranty Corporation (PBGC).

If the Plan is terminated, certain pension benefits under the Plan are insured by the PBGC. Generally, the PBGC guarantees most vested normal retirement, early retirement and beneficiary benefits. However, the PBGC does not guarantee all types of benefits under the Plan, and the amount of benefit protection provided by the PBGC is subject to certain limitations. Vested benefits are guaranteed at the level in effect on the date of the Plan's termination, except for those benefits that become nonforfeitable solely because of the Plan termination.

NOTE 8 - TAX STATUS

The IRS has determined and informed the Company by a letter dated April 18, 2002 that the Plan and related trust are designed in accordance with applicable sections of the IRC. The Plan has been amended since receiving the determination letter. However, the plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC and has no income subject to unrelated business income tax. Therefore, no provision for income taxes has been included in the Plan's financial statements.

NOTE 9 - INFORMATION CERTIFIED BY TRUSTEE

The following is a summary of the investment information regarding the Plan included in the Plan's financial statements that was prepared by, or derived from information prepared by, Vanguard Fiduciary Trust Company (Vanguard), the trustee of the Plan, and furnished to the Plan administrator at December 31. The Plan administrator has obtained a certification from Vanguard that such information is complete and accurate.

	<u>2009</u>	<u>2008</u>
Investments, at fair value:		
Registered investment companies	\$ 5,690,414	\$ 5,190,095
Interest-bearing cash	31,822	25,836
Investment income:		
Interest and dividends	206,647	241,926
Net appreciation (depreciation) in fair value of investments	647,146	(950,978)

RETIREMENT PLAN OF SYBRON
CHEMICALS INC. FOR UNION EMPLOYEES

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2009 AND 2008

NOTE 10 - RELATED PARTY TRANSACTIONS

The Plan invests in certain funds managed by Vanguard. As discussed in Note 2, the Company may pay certain administrative expenses or perform administrative functions on behalf of the Plan for which no fees are charged. These transactions qualify as party-in-interest transactions that are allowable under ERISA.

NOTE 11 - SUBSEQUENT EVENTS

Subsequent events are events or transactions that occur after the balance sheet date, but before the financial statements are issued or are available to be issued. Management has evaluated subsequent events through September 24, 2010, the date on which the financial statements were available to be issued.

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SUPPLEMENTARY FINANCIAL INFORMATION

RETIREMENT PLAN OF SYBRON
CHEMICALS INC. FOR UNION EMPLOYEES

EIN: 51-0301280
PLAN NUMBER: 002

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)

(a)	(b) Identity of Issue, Borrower, Lessor or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value	(d) Cost	(e) Current Value
*	Vanguard Fiduciary Trust Company	Vanguard Total Bond Market Index Fund Investor	\$1,926,871	\$1,964,762
*	Vanguard Fiduciary Trust Company	Vanguard Intermediate-Term Investment Grade Investor	1,199,477	1,193,320
*	Vanguard Fiduciary Trust Company	Vanguard Short-Term Investment Grade	786,652	791,822
*	Vanguard Fiduciary Trust Company	Vanguard Total Stock Market Index Fund Investor	714,829	695,172
*	Vanguard Fiduciary Trust Company	Vanguard Windsor Fund Investor	425,688	347,881
*	Vanguard Fiduciary Trust Company	Vanguard PRIMECAP Fund Investor	366,247	347,473
*	Vanguard Fiduciary Trust Company	Vanguard Total International Stock Index Fund	350,822	349,984
*	Vanguard Fiduciary Trust Company	Vanguard Prime Money Market Fund	31,822	31,822
			<u>\$5,802,408</u>	<u>\$5,722,236</u>

* Represents a party in interest

See independent auditors' report.

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RETIREMENT PLAN OF SYBRON
CHEMICALS INC. FOR UNION EMPLOYEES
Pittsburgh, Pennsylvania

Financial Statements
and
Supplementary Financial Information
As of December 31, 2009 and 2008
and for the years ended December 31, 2009 and 2008

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INDEPENDENT AUDITORS' REPORT

To the Plan Administrator
Retirement Plan of Sybron Chemicals Inc. for Union Employees
Pittsburgh, Pennsylvania

We were engaged to audit the accompanying statements of net assets available for benefits of Retirement Plan of Sybron Chemicals Inc. for Union Employees (Plan) as of December 31, 2009 and 2008, and the related statements of changes in net assets available for benefits for the years then ended and the supplemental schedule of assets (held at end of year). These financial statements and schedule are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 (ERISA), the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information referred to in Note 9, which was certified by Vanguard Fiduciary Trust Company, the trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedule. We have been informed by the Plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained certification from the trustee as of and for the years ended December 31, 2009 and 2008 that the information provided to the Plan administrator by the trustee is complete and accurate.

Because of the significance of the information in the Plan's financial statements that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements and supplemental schedule taken as a whole. The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

Schneider Downs & Co., Inc.

Pittsburgh, Pennsylvania
September 24, 2010

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RETIREMENT PLAN OF SYBRON
CHEMICALS INC. FOR UNION EMPLOYEES

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

	December 31	
	2009	2008
ASSETS		
Investments, at fair value:		
Registered investment companies	\$5,690,414	\$5,190,095
Interest-bearing cash	31,822	25,836
NET ASSETS AVAILABLE FOR BENEFITS	<u>\$5,722,236</u>	<u>\$5,215,931</u>

See notes to financial statements.

RETIREMENT PLAN OF SYBRON
CHEMICALS INC. FOR UNION EMPLOYEES

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEARS ENDED DECEMBER 31, 2009 AND 2008

	<u>2009</u>	<u>2008</u>
ADDITIONS:		
Employer contributions	-	\$ 559,344
Investment income:		
Interest and dividends	\$ 206,647	241,927
Net appreciation in fair value of investments	<u>647,146</u>	<u>-</u>
Total Additions	853,793	801,271
DEDUCTIONS:		
Net depreciation in fair value of investments	-	950,758
Benefits paid to participants	332,488	331,566
Administrative expenses	<u>15,000</u>	<u>12,170</u>
Total Deductions	<u>347,488</u>	<u>1,294,494</u>
Net Increase (Decrease)	506,305	(493,223)
NET ASSETS AVAILABLE FOR BENEFITS:		
Beginning of year	<u>5,215,931</u>	<u>5,709,154</u>
End of year	<u><u>\$5,722,236</u></u>	<u><u>\$5,215,931</u></u>

See notes to financial statements.

RETIREMENT PLAN OF SYBRON
CHEMICALS INC. FOR UNION EMPLOYEES

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2009 AND 2008

NOTE 1 - DESCRIPTION OF PLAN

The following brief description of the Retirement Plan of Sybron Chemicals Inc. for Union Employees (Plan) is provided for general information purposes only. Participants should refer to the plan document or the summary plan description for more complete information.

General - Effective January 1, 2003, Bayer Corporation in the United States reorganized into independent operating subsidiaries, including Bayer Chemicals Corporation (Bayer). On July 1, 2004, Bayer Corporation established a new operating subsidiary, LANXESS Corporation. LANXESS Corporation was spun-off from Bayer Corporation on January 28, 2005. The Plan is a defined benefit retirement plan that provides benefits to full-time employees of Sybron Chemicals Inc., a subsidiary of LANXESS Corporation (Company or LANXESS), who are members of the United Steelworkers of America Union, AFL-CIO-CLC, Local Number 12238 and Local Number 13939 at the Birmingham, New Jersey plant. The Company is responsible for the administration of the Plan. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Effective May 2, 2008, LANXESS Corporation's wholly owned subsidiary LANXESS Sybron Chemicals discontinued production at its facility in Birmingham, New Jersey. As a result of this event, the Plan was frozen and participants will not accrue additional benefits after May 2, 2008. Additionally, participants became 100% vested as of May 2, 2008.

Vesting and Benefits - Normal retirement age under the Plan is 65. The Plan permits early retirement with actuarially reduced benefits at age 62 and ten years of service. Participants may elect to receive their pension benefits in the form of a qualified joint and survivor annuity or any of the optional forms of benefits payments set for in the Plan, including a single life annuity. Monthly benefits under the Plan accrued based upon years of benefit service, as defined by the Plan, multiplied by a retirement income factor determined by date of termination up until May 2, 2008.

The monthly benefit payable to a participant who retires on the participant's normal retirement date on or after January 1, 2004 shall be an amount, commencing as the participant's normal retirement date, determined by multiplying the participant's years of credited service by the applicable amount determined below:

For a participant who retires on or after May 3, 2003 but prior to May 3, 2004, \$31.00
For a participant who retires on or after May 3, 2004 but prior to May 3, 2005, \$32.00
For a participant who retires on or after May 3, 2005 but prior to May 3, 2006, \$33.00
For a participant who retires on or after May 3, 2006 but prior to May 3, 2007, \$34.00
For a participant who retires on or after May 3, 2007 and thereafter, \$35.00

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A summary of significant accounting policies consistently applied by management in the preparation of the accompanying financial statements follows:

Basis of Accounting - The financial statements of the plan are prepared on the accrual basis of accounting.

RETIREMENT PLAN OF SYBRON
CHEMICALS INC. FOR UNION EMPLOYEES

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2009 AND 2008

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

During 2009, the Plan adopted the Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) and its hierarchy of generally accepted accounting principles (GAAP). Effective July 1, 2009, the ASC became the single source of authoritative nongovernmental United States GAAP, superseding existing FASB, American Institute of Certified Public Accountants, Emerging Issues Task Force and related literature. The ASC eliminates the previous GAAP hierarchy and establishes one level of authoritative GAAP. Since the ASC was not intended to change existing GAAP, it did not have any impact on the Plan's financial statements other than the manner in which GAAP is referenced.

Valuation of Investments and Income Recognition - The Plan's investments are stated at fair value, which is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 5 for discussion of fair value measurements.

Purchases and sales of investments are recorded on a trade-date basis. Net appreciation/depreciation in the fair value of investments is composed of the unrealized appreciation (depreciation) on investments held during the year and the realized gain (loss) on investments sold during the year. Interest income is recorded when earned. Dividends are recorded on the ex-dividend date.

Valuation of Accumulated Plan Benefits - Accumulated plan benefits are those future payments attributable under the Plan's provisions to employee service rendered to the valuation date, the date as of which the benefit information is presented. Benefits payable under all circumstances - retirement, death, termination of employment - are included to the extent they are deemed attributable to employee service rendered to the valuation date.

The actuarial present value of accumulated plan benefits has been determined by Hewitt Associates, the Plan's actuary. It is the amount that results from applying actuarial assumptions to adjust the accumulated plan benefits to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements such as for retirement, death, disability or withdrawal) between the valuation date and the expected date of payment. Actuarial valuations are based on demographic information as of the beginning of the plan year.

Among the significant assumptions used in the valuations of accumulated plan benefits were:

	2009	2008
Funding interest rate	8.18%	6.32%
Life expectancy of participants:	2008 PY IRC 430 Generational (Scale AA) Nonannuitant & Annuitant Mortality Revenue Ruling 96-7 Mortality Table for Disability After 12/31/94 - Disabled	2008 Generational Table for Annuitants - Revenue Ruling 96-7 Mortality Table for After 12/31/94 - Disabled
Average retirement age	62	62

RETIREMENT PLAN OF SYBRON
CHEMICALS INC. FOR UNION EMPLOYEES

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2009 AND 2008

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

The foregoing actuarial assumptions are based on the presumption that the Plan will continue. If the Plan were to be terminated, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits.

Use of Estimates - The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities and changes therein, disclosure of contingent assets and liabilities, and the actuarial present value of accumulated plan benefits and changes therein at the date of the financial statements. Actual results could differ from those estimates.

Risks and Uncertainties - The Plan invests in various investment instruments, primarily registered investment companies. Investment securities, in general, are exposed to various risks, such as interest rate, credit and overall market volatility. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the statements of net assets available for benefits.

Plan contributions are made and the actuarial present value of accumulated plan benefits are reported based on certain assumptions pertaining to interest rates, inflation rates and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimations and assumptions process, it is at least reasonably possible that changes in these estimates and assumptions in the near term would be material to the financial statements.

Plan Expenses - The administrative costs and fees of the Plan are generally paid by the Company, with the exception of trustee fees, which are paid by the Plan.

Payment of Benefits - Benefit payments are recorded when paid.

Recent Accounting Pronouncements - As of December 31, 2009, the Plan adopted ASC update, Determining Fair Value When the Volume and Level of Activity for the Asset or Liability Have Significantly Decreased and Identifying Transactions That Are Not Orderly. This update provides guidance on factors to be considered while estimating fair value in accordance with ASC Fair Value Measurements and Disclosures, when there has been a significant decrease in market activity for an asset or liability. This guidance retains the existing "exit price" concept under ASC 820-10 and therefore does not change the objective of fair value measurements, even when there has been a significant decrease in market activity. This update also provides additional guidance on disclosure requirements for defining the major categories of debt and equity securities and the valuation techniques used to measure fair value. See Note 5 for additional disclosures.

RETIREMENT PLAN OF SYBRON
CHEMICALS INC. FOR UNION EMPLOYEES

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2009 AND 2008

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

In January 2010, the FASB issued an Accounting Standards Update, Fair Value Measurements and Disclosures, to require new disclosure for fair value measurements and provide clarification for existing disclosure requirements. More specifically, this update will require (a) an entity to disclose separately the amounts of significant transfers in and out of Levels 1 and 2 fair value measurements and to describe the reasons for the transfers; and (b) information about purchases, sales, issuances and settlements to be presented separately (i.e., present the activity on a gross basis rather than net) in the reconciliation for fair value measurements using significant unobservable inputs (Level 3 inputs). This update clarifies existing disclosure requirements for the level of disaggregation used for classes of assets and liabilities measured at fair value and requires disclosures about the valuation techniques and inputs used to measure fair value for both recurring and nonrecurring fair value measurements using Level 2 and Level 3 inputs. The Plan does not anticipate that the adoption of this statement will materially expand its financial statement footnote disclosures. The new disclosures and clarifications are effective for annual reporting periods beginning after December 15, 2009, except for the disclosures about purchases, sales, issuances and settlements in the roll-forward of activity in Level 3 fair value measurements. Those disclosures are effective for fiscal years beginning after December 15, 2010.

NOTE 3 - ACTUARIAL PRESENT VALUE OF ACCUMULATED PLAN BENEFITS

The actuarial present value of accumulated plan benefits as of January 1, 2009 and 2008 and the changes in the benefits are presented below:

Actuarial present value of accumulated plan benefits, January 1, 2008	\$ 6,109,960
Interest accumulation	416,556
Benefits paid	(331,566)
Plan amendments	(178,136)
Other	<u>(91,606)</u>
Actuarial present value of accumulated plan benefits, January 1, 2009	\$ <u>5,925,208</u>

The composition of the actuarial present value of accumulated plan benefits as of January 1, 2009 is:

Vested benefits:	
Active participants	\$ 2,662,000
Retirees and beneficiaries	<u>3,263,208</u>
Total vested benefits	5,925,208
Nonvested benefits	
	<u>-</u>
	\$ <u>5,925,208</u>

RETIREMENT PLAN OF SYBRON
CHEMICALS INC. FOR UNION EMPLOYEES

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2009 AND 2008

NOTE 4 - INVESTMENTS

The following presents investments that represent 5% or more of the Plan's net assets available for benefits at December 31:

	<u>2009</u>	<u>2008</u>
Investments, at fair value:		
Vanguard Total Bond Market Index Fund Investor	\$ 1,964,762	\$ 1,925,720
Vanguard Intermediate-Term Investment Grade Investor	1,193,320	1,120,054
Vanguard Short-Term Investment Grade	791,822	738,949
Vanguard Total Stock Market Index Fund Investor	695,172	556,783
Vanguard Total International Stock Index Fun	349,984	284,251
Vanguard Windsor Fund Investor	347,881	287,158
Vanguard PRIMECAP Fund Investor	347,473	277,180

NOTE 5 - FAIR VALUE MEASUREMENT

Effective January 1, 2008, the Plan adopted ASC topic Fair Value Measurements, which provides a framework for measuring fair value under generally accepted accounting principles and, among other things, requires enhanced disclosures about assets and liabilities recognized at fair value.

This topic defines fair value as the price that would be received to sell an asset or paid to transfer a liability (i.e., exit price) in an orderly transaction between market participants at the measurement date. This topic requires disclosures that categorize assets and liabilities measured at fair value into one of three different levels depending on the assumptions (i.e., inputs) used in the valuation. Level 1 provides the most reliable measure of fair value, while Level 3 generally requires significant management judgment. Financial assets and liabilities are classified in their entirety based on the lowest level of input significant to the fair value measurement. Fair value hierarchy is defined as follows:

Level 1 - Valuations are based on unadjusted quoted prices in active markets for identical assets or liabilities.

Level 2 - Valuations are based on quoted prices for similar assets or liabilities in active markets, or on quoted prices in markets that are not active, but for which significant inputs are observable, either directly or indirectly.

Level 3 - Valuations are based on prices or valuation techniques that require inputs that are both unobservable and significant to the overall fair value measurement. Inputs reflect management's best estimate of what market participants would use in valuing the asset or liability at the measurement date.

RETIREMENT PLAN OF SYBRON
CHEMICALS INC. FOR UNION EMPLOYEES

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2009 AND 2008

NOTE 5 - FAIR VALUE MEASUREMENT (Continued)

At December 31, 2009 and 2008, the Plan's investments consist of registered investment companies. Shares of registered investment companies are valued at quoted market prices.

The valuations of the Plan's investments at December 31 according to the fair value hierarchy are summarized as follows:

		2009			
		Level 1	Level 2	Level 3	Total
Assets:					
Registered Investment Companies:					
Fixed-income funds	\$	3,949,904	-	-	\$ 3,949,904
Domestic stock funds		1,390,526	-	-	1,390,526
International stock funds		349,984	-	-	349,984
Cash		31,822	-	-	31,822
Total investments at fair value	\$	<u>5,722,236</u>	<u>-</u>	<u>-</u>	\$ <u>5,722,236</u>
		2008			
		Level 1	Level 2	Level 3	Total
Assets:					
Registered investment companies	\$	5,190,095	-	-	\$ 5,190,095
Cash		25,836	-	-	25,836
Total investments at fair value	\$	<u>5,215,931</u>	<u>-</u>	<u>-</u>	\$ <u>5,215,931</u>

NOTE 6 - FUNDING POLICY

Contributions to provide for all participants' and beneficiaries' benefits under the Plan by the time they become eligible to receive such benefits are made solely by the Company. Annual contributions are actuarially computed using the standard unit credit method as of January 1, 2008, which was a change from the projected unit credit cost method. In 2009 and 2008, the Company has met the minimum funding requirements of ERISA.

NOTE 7 - PLAN TERMINATION

Although it has not expressed any intention to do so, the Company has the right under the Plan in certain circumstances to discontinue its contributions at any time and to terminate the Plan subject to the provisions set forth in ERISA.

RETIREMENT PLAN OF SYBRON
CHEMICALS INC. FOR UNION EMPLOYEES

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2009 AND 2008

NOTE 7 - PLAN TERMINATION (Continued)

In the event the Plan is terminated, the Plan's net assets will be allocated in the order of priority set forth by ERISA and its related regulations.

Whether all participants and/or beneficiaries receive their full benefits should the Plan be terminated will depend on the sufficiency of the Plan's net assets, at that time, to pay those benefits and may also depend on the level of benefits guaranteed by the Pension Benefit Guaranty Corporation (PBGC).

If the Plan is terminated, certain pension benefits under the Plan are insured by the PBGC. Generally, the PBGC guarantees most vested normal retirement, early retirement and beneficiary benefits. However, the PBGC does not guarantee all types of benefits under the Plan, and the amount of benefit protection provided by the PBGC is subject to certain limitations. Vested benefits are guaranteed at the level in effect on the date of the Plan's termination, except for those benefits that become nonforfeitable solely because of the Plan termination.

NOTE 8 - TAX STATUS

The IRS has determined and informed the Company by a letter dated April 18, 2002 that the Plan and related trust are designed in accordance with applicable sections of the IRC. The Plan has been amended since receiving the determination letter. However, the plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC and has no income subject to unrelated business income tax. Therefore, no provision for income taxes has been included in the Plan's financial statements.

NOTE 9 - INFORMATION CERTIFIED BY TRUSTEE

The following is a summary of the investment information regarding the Plan included in the Plan's financial statements that was prepared by, or derived from information prepared by, Vanguard Fiduciary Trust Company (Vanguard), the trustee of the Plan, and furnished to the Plan administrator at December 31. The Plan administrator has obtained a certification from Vanguard that such information is complete and accurate.

	<u>2009</u>	<u>2008</u>
Investments, at fair value:		
Registered investment companies	\$ 5,690,414	\$ 5,190,095
Interest-bearing cash	31,822	25,836
Investment income:		
Interest and dividends	206,647	241,926
Net appreciation (depreciation) in fair value of investments	647,146	(950,978)

RETIREMENT PLAN OF SYBRON
CHEMICALS INC. FOR UNION EMPLOYEES

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2009 AND 2008

NOTE 10 - RELATED PARTY TRANSACTIONS

The Plan invests in certain funds managed by Vanguard. As discussed in Note 2, the Company may pay certain administrative expenses or perform administrative functions on behalf of the Plan for which no fees are charged. These transactions qualify as party-in-interest transactions that are allowable under ERISA.

NOTE 11 - SUBSEQUENT EVENTS

Subsequent events are events or transactions that occur after the balance sheet date, but before the financial statements are issued or are available to be issued. Management has evaluated subsequent events through September 24, 2010, the date on which the financial statements were available to be issued.

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SUPPLEMENTARY FINANCIAL INFORMATION

RETIREMENT PLAN OF SYBRON
CHEMICALS INC. FOR UNION EMPLOYEES

EIN: 51-0301280
PLAN NUMBER: 002

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)

(a)	(b)	(c)	(d)	(e)
	Identity of Issue, Borrower, Lessor or Similar Party	Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value	Cost	Current Value
*	Vanguard Fiduciary Trust Company	Vanguard Total Bond Market Index Fund Investor	\$1,926,871	\$1,964,762
*	Vanguard Fiduciary Trust Company	Vanguard Intermediate-Term Investment Grade Investor	1,199,477	1,193,320
*	Vanguard Fiduciary Trust Company	Vanguard Short-Term Investment Grade	786,652	791,822
*	Vanguard Fiduciary Trust Company	Vanguard Total Stock Market Index Fund Investor	714,829	695,172
*	Vanguard Fiduciary Trust Company	Vanguard Windsor Fund Investor	425,688	347,881
*	Vanguard Fiduciary Trust Company	Vanguard PRIMECAP Fund Investor	366,247	347,473
*	Vanguard Fiduciary Trust Company	Vanguard Total International Stock Index Fund	350,822	349,984
*	Vanguard Fiduciary Trust Company	Vanguard Prime Money Market Fund	31,822	31,822
			<u>\$5,802,408</u>	<u>\$5,722,236</u>

* Represents a party in interest

See independent auditors' report.

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