

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan 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), 6057(b), and 6058(a) of the Internal Revenue Code (the Code). <p style="text-align: center;">▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	OMB Nos. 1210-0110 1210-0089 <div style="text-align: center; font-size: 1.5em; font-weight: bold;">2012</div> This Form is Open to Public Inspection
---	---	--

Part I	Annual Report Identification Information
For calendar plan year 2012 or fiscal plan year beginning <u>01/01/2012</u> and ending <u>12/31/2012</u>	
A This return/report is for:	☐ a multiemployer plan; ☐ a multiple-employer plan; or ☒ a single-employer plan; ☐ a DFE (specify) ____
B This return/report is:	☐ the first return/report; ☐ the final return/report; ☐ an amended return/report; ☐ a short plan year return/report (less than 12 months).
C If the plan is a collectively-bargained plan, check here.	☐
D Check box if filing under:	☒ Form 5558; ☐ automatic extension; ☐ the DFVC program; ☐ special extension (enter description)

Part II	Basic Plan Information —enter all requested information				
1a Name of plan <u>CHEMETALL CORPORATION RETIREMENT PLAN</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;"><u>002</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>01/01/1992</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>002</u>	1c Effective date of plan <u>01/01/1992</u>	
1b Three-digit plan number (PN) ▶	<u>002</u>				
1c Effective date of plan <u>01/01/1992</u>					
2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan) <u>CHEMETALL US, INC.</u> <u>675 CENTRAL AVENUE</u> <u>NEW PROVIDENCE, NJ 07974-1560</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td>2b Employer Identification Number (EIN) <u>22-3140731</u></td> </tr> <tr> <td>2c Sponsor's telephone number <u>908-464-6900</u></td> </tr> <tr> <td>2d Business code (see instructions) <u>325100</u></td> </tr> </table>	2b Employer Identification Number (EIN) <u>22-3140731</u>	2c Sponsor's telephone number <u>908-464-6900</u>	2d Business code (see instructions) <u>325100</u>	
2b Employer Identification Number (EIN) <u>22-3140731</u>					
2c Sponsor's telephone number <u>908-464-6900</u>					
2d Business code (see instructions) <u>325100</u>					

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. Signature of plan administrator	10/10/2013 Date	JUDY HABBART Enter name of individual signing as plan administrator
SIGN HERE	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
Preparer's name (including firm name, if applicable) and address; include room or suite number. (optional)			Preparer's telephone number (optional)

3a Plan administrator's name and address ☒ Same as Plan Sponsor Name ☐ Same as Plan Sponsor Address		3b Administrator's EIN 3c Administrator's telephone number <div style="background-color: #cccccc; height: 40px; width: 100%;"></div>
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		4b EIN 4c PN
5 Total number of participants at the beginning of the plan year		5 353
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	124
b Retired or separated participants receiving benefits.....	6b	96
c Other retired or separated participants entitled to future benefits.....	6c	114
d Subtotal. Add lines 6a , 6b , and 6c	6d	334
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e	17
f Total. Add lines 6d and 6e	6f	351
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
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 1A 1G 1I 3H		
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics 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
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)

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	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 2012 This Form is Open to Public Inspection
--	--	---

For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

▶ **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 <u>CHEMETALL CORPORATION RETIREMENT PLAN</u>	B Three-digit plan number (PN) ▶ <u>002</u>
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF <u>CHEMETALL US, INC.</u>	D Employer Identification Number (EIN) <u>22-3140731</u>
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>01</u> Day <u>01</u> Year <u>2012</u>	
2 Assets:	
a Market value	2a <u>15173325</u>
b Actuarial value	2b <u>15194297</u>
3 Funding target/participant count breakdown:	
a For retired participants and beneficiaries receiving payment.....	3a <u>109</u> <u>6539805</u>
b For terminated vested participants.....	3b <u>111</u> <u>3508323</u>
c For active participants:	
(1) Non-vested benefits.....	3c(1) <u>147171</u>
(2) Vested benefits.....	3c(2) <u>6147657</u>
(3) Total active	3c(3) <u>133</u> <u>6294828</u>
d Total	3d <u>353</u> <u>16342956</u>
4 If the plan is in at-risk status, check the box and complete lines (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 in at-risk status for fewer than five consecutive years and disregarding loading factor	4b
5 Effective interest rate	5 <u>7.02</u> %
6 Target normal cost.....	6 <u>0</u>

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		<u>10/03/2013</u>
	Signature of actuary	Date
<u>CHRISTOPHER J. YURWITZ</u>		<u>11-06958</u>
	Type or print name of actuary	Most recent enrollment number
<u>HEWITT ASSOCIATES, LLC.</u>		<u>312-381-4800</u>
	Firm name	Telephone number (including area code)
<u>200 E RANDOLPH, SUITE 1400</u> <u>CHICAGO, IL 60601</u>		
	Address of the firm	

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) 2012
v. 120126

Part II Beginning of Year Carryover Prefunding Balances		
	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	0	0
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	0
9 Amount remaining (line 7 minus line 8)	0	0
10 Interest on line 9 using prior year's actual return of <u>3.93</u> %		
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year)		110
b Interest on (a) using prior year's effective interest rate of <u>6.30</u> % except as otherwise provided (see instructions)		7
c Total available at beginning of current plan year to add to prefunding balance		117
d Portion of (c) to be added to prefunding balance		
12 Other reductions in balances due to elections or deemed elections	0	0
13 Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	0

Part III Funding Percentages		
14 Funding target attainment percentage	14	92.97 %
15 Adjusted funding target attainment percentage	15	92.97 %
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	77.73 %
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
04/12/2012	189634				
07/13/2012	189634				
09/10/2013	54837				
			Totals ►	18(b)	434105
				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 contributions 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	417919
20 Quarterly contributions and liquidity shortfalls:		
a Did the plan have a "funding shortfall" for the prior year? ☒ Yes ☐ No		
b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☒ Yes ☐ No		
c If line 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: 5.54%	2nd segment: 6.85%	3rd segment: 7.52 %	☐ N/A, full yield curve used
b Applicable month (enter code).....				21b 4
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 subject to 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 contributions for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a).....	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6)	31a	0	
b Excess assets, if applicable, but not greater than line 31a	31b	0	
32 Amortization installments:	Outstanding Balance	Installment	
a Net shortfall amortization installment	1148659	417874	
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 (lines 31a - 31b + 32a + 32b - 33)...	34	417874	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement.....	0	0	0
36 Additional cash requirement (line 34 minus line 35)	36	417874	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	37	417919	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	45	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0	
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0	
40 Unpaid minimum required contributions for all years.....	40	0	

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41 If an election was made to use PRA 2010 funding relief for this plan:			
a Schedule elected	☐ 2 plus 7 years ☐ 15 years		
b Eligible plan year(s) for which the election in line 41a was made	☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011		
42 Amount of acceleration adjustment	42		
43 Excess installment acceleration amount to be carried over to future plan years	43		

SCHEDULE D (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small>	DFE/Participating Plan Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ► File as an attachment to Form 5500.	OMB No. 1210-0110 <hr/> 2012 <hr/> This Form is Open to Public Inspection.
---	--	--

For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

A Name of plan <u>CHEMETALL CORPORATION RETIREMENT PLAN</u>	B Three-digit plan number (PN) ►	<u>002</u>
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>CHEMETALL US, INC.</u>	D Employer Identification Number (EIN) <u>22-3140731</u>	

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
---------------	--

a Name of MTIA, CCT, PSA, or 103-12 IE: ROCKWOOD SPECIALTIES INC. MT

b Name of sponsor of entity listed in (a): ROCKWOOD SPECIALTIES INC.

c EIN-PN <u>22-2269008-001</u>	d Entity code <u>M</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>16752069</u>
---------------------------------------	-------------------------------	---

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
-----------------	----------------------	---

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
-----------------	----------------------	---

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
-----------------	----------------------	---

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
-----------------	----------------------	---

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
-----------------	----------------------	---

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
-----------------	----------------------	---

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

a Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN

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
		2012
		This Form is Open to Public Inspection

For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012		
A Name of plan CHEMETALL CORPORATION RETIREMENT PLAN	B Three-digit plan number (PN) ►	002
C Plan sponsor's name as shown on line 2a of Form 5500 CHEMETALL US, INC.	D Employer Identification Number (EIN) 22-3140731	

Part I	Asset and Liability Statement
---------------	--------------------------------------

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)	380377	54837
(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)		
(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)	14803260	16752069
(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)		
(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	15183637	16806906

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	15183637	16806906
---	-----------	----------	----------

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) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	434105	
(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)		434105
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(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)		0
(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)		
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		0
(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
(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

		(a) Amount	(b) Total
(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)		1834767
(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)		
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		2268872

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	645603	
(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)		645603
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)		
(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)		0
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		645603

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d.....	2k		1623269
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: WITHUM, SMITH & BROWN

(2) EIN: 22-2027092

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 lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

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.).....

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.).....

	Yes	No	Amount
4a		X	
4b		X	

	Yes	No	Amount
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		15000000
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)

Part V Trust Information (optional)

6a Name of trust

6b Trust's EIN

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 2012 This Form is Open to Public Inspection.
---	--	--

For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

A Name of plan <u>CHEMETALL CORPORATION RETIREMENT PLAN</u>	B Three-digit plan number (PN) ▶ <u>002</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>CHEMETALL US, INC.</u>	D Employer Identification Number (EIN) <u>22-3140731</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>04-3581074</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 (include any prior year accumulated funding deficiency not waived)	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 or other authority 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. 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

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 lines 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 lines 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 lines 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 lines 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 lines 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 lines 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 line 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 lines (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 line 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify): _____



WithumSmith+Brown
A Professional Corporation
Certified Public Accountants and Consultants

CHEMETALL CORPORATION RETIREMENT PLAN

Financial Statements

December 31, 2012

With Independent Auditors' Report

Chemetall Corporation Retirement Plan
Table of Contents
December 31, 2012 and 2011

Independent Auditors' Report	1-2
---	------------

Financial Statements

Statements of Net Assets Available for Plan Benefits.....	3
Statements of Changes in Net Assets Available for Plan Benefits	4
Statement of Accumulated Plan Benefits	5
Statement of Changes in Accumulated Plan Benefits.....	6
Notes to Financial Statements	7-14



WithumSmith+Brown, PC
Certified Public Accountants and Consultants

One Spring Street
New Brunswick, NJ 08901
732.828.1614 . fax 732.828.5156

www.withum.com

Additional Offices in New Jersey,
New York, Pennsylvania, Maryland
Florida, and Colorado

Independent Auditors' Report

To the Trustees,
Chemetall Corporation Retirement Plan:

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of the Chemetall Corporation Retirement Plan (the "Plan"), which comprise the statements of net assets available for Plan benefits as of December 31, 2012 and 2011, the related statements of changes in net assets available for Plan benefits for the years ended December 31, 2012 and 2011, the statement of accumulated Plan benefits as of January 1, 2012, and the related statement of changes in accumulated Plan benefits for the year then ended and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audits in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

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, the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 8, which was certified by Russell Trust Company, the trustee of the Plan, except for comparing such information with the related information included in the financial statements. 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 a certification from the trustee as of December 31, 2012 and 2011, and for the years then ended, that the information provided to the Plan administrator by the trustee is complete and accurate.

**Disclaimer of Opinion**

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Report on Form and Content in Compliance With DOL Rules and Regulations

The form and content of the information included in the financial statements and supplemental schedules, 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 the Employee Retirement Income Security Act of 1974.

A handwritten signature in blue ink that reads "WithumSmith+Brown, PC".

October 3, 2013
New Brunswick, NJ

Chemetall Corporation Retirement Plan
Statements of Net Assets Available for Plan Benefits
December 31, 2012 and 2011

	2012	2011
Assets		
Plan interest in Rockwood Specialties, Inc. Master Pension Trust, at fair value	\$ 16,752,069	\$ 14,803,260
Contributions receivable - employer	<u>54,837</u>	<u>380,377</u>
Net assets available for Plan benefits	<u>\$ 16,806,906</u>	<u>\$ 15,183,637</u>

The Notes to Financial Statements are integral part of these statements.

Chemetall Corporation Retirement Plan
Statements of Changes in Net Assets Available for Plan Benefits
Years Ended December 31, 2012 and 2011

	2012	2011
Additions		
Additions to net assets attributed to		
Investment income		
Plan's interest in Rockwood Specialties Inc.		
Master Pension Trust net appreciation	\$ 1,920,119	\$ 556,981
Employer contributions	<u>434,105</u>	<u>804,505</u>
	2,354,224	1,361,486
Deductions		
Deductions from net assets attributed to		
Benefits paid	645,603	609,203
Plan expenses	<u>85,352</u>	<u>81,632</u>
	<u>730,955</u>	<u>690,835</u>
Net change in Plan's net assets	1,623,269	670,651
Net assets available for Plan benefits, beginning of year	<u>15,183,637</u>	<u>14,512,986</u>
Net assets available for Plan benefits, end of year	<u><u>\$ 16,806,906</u></u>	<u><u>\$ 15,183,637</u></u>

The Notes to Financial Statements are integral part of these statements.

Chemetall Corporation Retirement Plan
Statement of Accumulated Plan Benefits
January 1, 2012

Actuarial present value of accumulated Plan benefits

Vested benefits

Participants receiving benefits

\$ 5,996,380

Vested benefits for other participants

8,590,502

14,586,882

Nonvested Plan benefits

131,598

Total actuarial present value of accumulated Plan benefits

\$ 14,718,480

Chemetall Corporation Retirement Plan
Statement of Changes in Accumulated Plan Benefits
Year Ended January 1, 2012

Actuarial present value of accumulated Plan benefits at beginning of year	\$ 13,833,194
Increase (decrease) during the year attributable to	
Benefits accumulated	(21,627)
Benefits paid	(609,203)
Change in actuarial assumptions	399,509
Interest	<u>1,116,607</u>
Net increase	<u>885,286</u>
Actuarial present value of accumulated Plan benefits at end of year	<u>\$ 14,718,480</u>

The Notes to Financial Statements are integral part of this statement.

Chemetall Corporation Retirement Plan

Notes to Financial Statements

December 31, 2012

1. Description of Plan

The following is a brief description of the Chemetall Corporation Retirement Plan (the "Plan") and is provided for general information only. Participants should refer to the Plan Agreement for more complete information.

General

The Plan is a defined benefit pension plan covering substantially all eligible employees of Chemetall Corporation (the "Company"). It is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA"). The Plan is administered by the Employee Benefits Committee (the "Committee") as appointed by the Company.

Russell Trust Company, the Trustee, maintains the Plan's assets, administers the Master Trust and, under the direction of the Committee, invests all Company contributions, reinvests investment earnings and makes benefit payments to retired and terminated participants.

On November 4, 2004, the Company adopted a resolution that became effective December 31, 2004 to "freeze" the Plan. No other employees have been considered for Plan participation after this date, and the Plan ceased all future accruals of benefits after that date.

Pension Benefits

Normal Retirement - Participants with five or more years of service are entitled to annual pension benefits beginning at the normal retirement age of 65. The annual benefit is equal to approximately 1.067 percent of such Member's Average Compensation plus .533 percent of the member's Covered Compensation, multiplied by the Credited Service. Average Compensation is defined as the compensation of a member averaged over the five consecutive completed calendar years which produces the highest average of the 10 prior completed calendar years. Covered Compensation is defined as the average of the Social Security Taxable Wage Bases over the 35 year period ending with the calendar year in which the Participant attains his/her Social Security retirement age. Credited service is up to a maximum of 30 years.

Deferred Retirement - Participants who reach normal retirement may elect to postpone receiving benefits until a later date.

Early Retirement - If a participant completes ten years of credited service and has attained age 55, the employee may retire early and choose to receive a reduced benefit at early retirement. In addition, there are other provisions in the Plan that limit the benefits paid.

Disability Retirement - Disability retirement after competing two years of service entitles the participant to receive 100 percent of their accrued pension benefit to begin at their normal retirement date.

The accrued benefits are calculated in accordance with the provisions and definitions contained in the Plan document.

Death Benefits

Upon the death of an Active or Inactive participant after becoming a vested member but before the normal retirement date, a 50 percent survivor annuity shall be provided to the protected spouse commencing as of the earliest commencement date. If the participant is not survived by a protected spouse, there shall be no benefits payable under the Plan.

Vested Benefits

Participants are only entitled to their accrued benefits after achieving five years of credited service.

Eligibility

Each eligible employee becomes a member of the Plan on the later of January or July 1 following the completion of one year (at least 1,000 hours of service during any consecutive 12 month period) of service and obtaining the age of 21. As of December 31, 2004 future participation in the Plan is frozen.

Chemetall Corporation Retirement Plan
Notes to Financial Statements
December 31, 2012

Administration of Plan

The Plan is administrated by the Company. The assets of the Plan are managed by Russell Investment Group. The trust agreement provides, among other things, that the custodian, Russell Investment Group, shall keep account of investments, receipts, disbursements and other transactions. All investment advisor and brokerage fees are charged to the Plan; all other expenses incurred in the administration of the Plan are paid by the Company.

2. Summary of Significant Accounting Policies

Basis of Accounting

The accompanying financial statements are prepared under the accrual method of accounting.

Valuation of Investments

Investments, including the Plan's interest in the Master Trust, are stated at fair value. Investment transactions are recorded on the trade date. Dividends are recorded on the ex-dividend date. Interest income is recognized when earned. Net appreciation includes the Plan's gains on investments bought and sold as well as held during the year.

Benefit Payments

Benefit payments to participants are recorded upon distribution.

Estimates

The preparation of financial statements in conformity with United States generally accepted accounting principles 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 at the date of the financial statements. Actual results could differ from those estimates.

Risks and Uncertainties

The Plan's assets are invested in various securities, including mutual funds held in a common collective trust. Investment securities, in general, are exposed to various risks, such as interest rate risk, credit risk 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 those changes could materially affect the amounts reported in the financial statements.

3. Actuarial Present Value of Accumulated Plan Benefits

Accumulated Plan benefits are those future periodic payments that are attributable under the Plan's provisions to the service employees have rendered and have been calculated by an enrolled actuary. Accumulated Plan benefits include benefits expected to be paid to: (a) retired or terminated employees or their beneficiaries; (b) beneficiaries of employees who have died; and (c) present employees or their beneficiaries. Benefits under the Plan are based on the employees' five highest years of consecutive defined compensation, during their last ten years of credited service up to December 31, 2004. The accumulated Plan benefits for active employees are based on their average compensation during the five years ending on the date which the benefit information is presented (the valuation date) up to December 31, 2004. Benefits payable under all circumstances: retirement; death; and termination of employment, are included, to the extent they are deemed attributable to employee service rendered to the valuation date. Benefits to be provided via annuity contracts excluded from Plan assets, are excluded from accumulated Plan benefits.

Chemetall Corporation Retirement Plan
Notes to Financial Statements
December 31, 2012

The actuarial present value of accumulated Plan benefits is determined by the Plan actuary and 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 death, withdrawal or retirement) between the valuation date and expected date of payment. The significant actuarial assumptions used in the valuation as of January 1, 2012, were as follows:

- (a) Life expectancy of the participants: 2012 Static Mortality Table for Annuitants and Non-Annuitants.
- (b) Retirement age assumptions: Assumed retirement age is 65.
- (c) Discount rate: 6.57 percent per year.
- (d) Compensation increases: none.
- (e) Investment return: 8.00 percent

The foregoing actuarial assumptions are based on the presumptions that the Plan will continue. Should the Plan terminate, different actuarial assumptions and other factors might be applied in determining the present value of accumulated Plan benefits.

For the Plan year 2012, the interest rate used for funding was changed from segment rates with a four-month look back (3.78 percent, 6.32 percent, 6.57 percent as of September 2010) to segment rates with four-month look back (as of September 2011), each adjusted as needed to fall within the 25-year average interest rate corridor under MAP-21 (5.54 percent, 6.85 percent, and 7.52 percent). The mortality table changed from the 2011 Static Mortality Table for Annuitants and Non-Annuitants to the 2012 Static Mortality Table for Annuitants and Non-Annuitants. A change in the interest rate from 8.25 percent to 8.00 percent was made. Changes to the actuarial calculation were made to provide a more accurate actuarial present value of accumulated Plan benefits.

4. Funding Policy

The Company's funding policy is to make annual contributions to the Plan so that all participant benefits will be fully provided for upon retirement. The Company's contributions for 2012 and 2011 were sufficient to meet the minimum funding requirements of ERISA. At December 31, 2012 and 2011, contributions receivable from the Company amounted to \$54,837 and \$380,377, respectively.

5. Plan Termination

Should the Plan terminate at some future time, the net assets of the Plan will be allocated based upon Plan provisions. Whether a particular participant's accumulated Plan benefits will be paid depends on both the priority of those benefits and the level of benefits guaranteed by the Pension Benefit Guaranty Corporation ("PBGC", a U.S. Government Agency) at that time. Some benefits may be fully or partially provided for by the then existing assets of the Plan and the PBGC's benefit guarantee, while other benefits may not be provided for at all. The Plan provides that benefits will be provided in the following order: (1) Trust funds attributable to a member's voluntary contributions, if any; (2) Annuity benefits of members or their beneficiaries that were in a pay status as of the beginning of the three-year period ending on the termination date or employees eligible to be in pay status as of the beginning of the three-year period; (3) Vested benefits insured by the PBGC; (4) all other vested benefits; (5) all nonvested benefits.

Additional information about the vesting and benefit provisions, and the PBGC's benefit guarantee are contained in the Plan Agreement.

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

Chemetall Corporation Retirement Plan
Notes to Financial Statements
December 31, 2012

6. Investments (Unaudited)

For the purpose of maintaining the beneficial interests of the Participating Trusts in the Investment Funds, the investment funds shall be divided into units of participation ("Units"), and the beneficial interest of each participating trust in each investment fund shall be expressed by the number of units and fractions of a unit allocated to it as hereinafter set forth. Each participating retirement Plan has an undivided interest in the Master Trust. The Plan's interest in the Master Trust as a percentage of net assets of the Master Trust was approximately 72.9 and 73.4 percent as of December 31, 2012 and 2011, respectively. As of each valuation date, the trustee shall determine the value of each investment fund by determining the total value of the assets of each investment fund on the basis of the valuation rules set forth in the master trust agreement and reducing such total by all expenses (including, but not limited to, the Trustee's management fees), deductions and charges of such investment fund due or accrued as of the valuation date, as well as any other charge, reserve, liability, or debited item which is an appropriate deduction under accepted accounting principles.

The Master Trust as of December 31, 2012 and 2011 also includes the investment assets of the Chemetall Corp. Salaried Retirement Plan and the Chemetall Corp. Hourly Retirement Plan. Plan investments at December 31, 2012 and 2011 consist entirely of participation in the Master Trust. Condensed financial information of the Master Trust is as follows:

	2012	2011
Total value of Master Trust	<u>\$ 22,981,615</u>	<u>\$ 20,166,058</u>
Plan's share of Master Trust	<u>\$ 16,752,069</u>	<u>\$ 14,803,260</u>

Condensed financial information of the Master Trust – Russell Trust Company:

	2012	2011
Common Collective Trust Funds, at fair value		
Russell Alt Int Markets Fund	\$ 1,199,841	\$ 2,889,691
Russell Fixed Income I Fund	4,600,777	5,009,463
Russell 1000 Index Fund SR I	8,004,997	7,224,445
Russell Emerging Markets Fund	1,215,254	958,603
Russell Long Credit Fixed Fund	--	1,552,853
Russell Long Dur Fixed Income Fund	3,418,093	1,534,624
Russell Small Cap Fund*	1,176,769	996,379
Russell TR CO Commingled Russell 16 YR LDI Fixed	466,885	--
Russell TR CO Commingled Russell 14 YR LDI Fixed	1,189,865	--
Russell TR CO Commingled Russell 12 YR LDI Fixed	902,261	--
Russell TR CO Commingled Russell 10 YR LDI Fixed	335,478	--
Russell TR CO Commingled Russell 8 YR LDI Fixed	235,349	--
Russell TR CO Commingled Russell 6 YR LDI Fixed	236,046	--
Total common collective trust funds, at fair value	<u>\$ 22,981,615</u>	<u>\$ 20,166,058</u>

Chemetall Corporation Retirement Plan
Notes to Financial Statements
December 31, 2012

	2012	2011
Realized gains		
Fixed income funds	\$ 717,797	\$ 456,220
Index funds	162,353	31,597
Small cap funds	42,103	59,084
International/emerging market funds	<u>(363,346)</u>	<u>(6,303)</u>
	558,907	540,598
Unrealized gains		
Fixed income funds	145,168	700,431
Index funds	1,025,168	111,270
Liability driven investments	23,494	-
Small cap funds	126,818	(51,611)
International/emerging market funds	<u>739,416</u>	<u>(547,568)</u>
	2,060,064	212,522
Total investment income	<u>\$ 2,618,971</u>	<u>\$ 753,120</u>
Plan's share of investment income	<u>\$ 1,920,119</u>	<u>\$ 556,981</u>

The following investments at December 31, 2012 and 2011 represent 5 percent or more of the Plan's net assets:

	2012	2011
Russell Alt Int Markets Fund	\$ 874,604	\$ 2,121,230
Russell Fixed Income I Fund	3,353,660	3,677,287
Russell 1000 Index Fund SR I	5,835,110	5,303,235
Russell Emerging Markets Fund	885,839	703,680 *
Russell Long Credit Fixed Fund	-- *	1,139,900
Russell Long Dur Fixed Income Fund	2,491,562	1,126,519
Russell Small Cap Fund	857,786	731,409 *
Russell TR CO Commingled Russell 14 YR LDI Fixed	867,332	-- *

*Shown for comparative purposes.

7. Fair Value Measurements (Unaudited)

The Financial Accounting Standards Board established a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are described below:

Level 1 – Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Level 2 - Observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities.

Level 3 - Unobservable inputs that are supported by little or no market activity and that are financial instruments whose values are determined using pricing models, discounted cash flow methodologies, or similar techniques, as well as instruments for which the determination of fair value requires significant judgment or estimation.

Chemetall Corporation Retirement Plan
Notes to Financial Statements
December 31, 2012

The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

The following is a description of the valuation methodologies used for the Plan's assets measured at fair value.

Common collective trust funds: Shares of common collective trust funds are valued based on the fair market value of the underlying investments in the fund.

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2012:

	<u>Total</u>	<u>Quoted Prices in Active Markets for Identical Assets (Level 1)</u>	<u>Significant Other Observable Inputs (Level 2)</u>	<u>Significant Unobservable Inputs (Level 3)</u>
Common Collective Trusts				
Fixed income funds	\$ 5,845,222	\$ --	\$ 5,845,222	\$ --
Index funds	5,835,110	--	5,835,110	--
Liability driven investments	2,453,508	--	2,453,508	--
Small cap funds	857,786	--	857,786	--
International/emerging market funds	<u>1,760,443</u>	<u>--</u>	<u>1,760,443</u>	<u>--</u>
	<u>\$ 16,752,069</u>	<u>\$ --</u>	<u>\$ 16,752,069</u>	<u>\$ --</u>

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2011:

	<u>Total</u>	<u>Quoted Prices in Active Markets for Identical Assets (Level 1)</u>	<u>Significant Other Observable Inputs (Level 2)</u>	<u>Significant Unobservable Inputs (Level 3)</u>
Common Collective Trusts				
Fixed income funds	\$ 5,943,706	\$ --	\$ 5,943,706	\$ --
Index funds	5,303,235	--	5,303,235	--
Small cap funds	731,409	--	731,409	--
International/emerging market funds	<u>2,824,910</u>	<u>--</u>	<u>2,824,910</u>	<u>--</u>
	<u>\$ 14,803,260</u>	<u>\$ --</u>	<u>\$ 14,803,260</u>	<u>\$ --</u>

Chemetall Corporation Retirement Plan
Notes to Financial Statements
December 31, 2012

8. Information Certified by Trustee (Unaudited)

No auditing procedures were performed by the independent public accountants as permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA with respect to information certified as complete and accurate by the Trustee. Based on information provided and certified by the Trustee, there are no fixed income obligations, leases, or debt instruments in default or deemed uncollectible, as defined by ERISA, as of December 31, 2012 and 2011.

The following information as of and for the years ended December 31, was prepared from reports certified by the Trustee:

	2012	2011
Plan's interest in Rockwood Specialties Inc. Master Pension Trust, at fair value	\$ 16,752,069	\$ 14,803,260
Plan's interest in Rockwood Specialties Inc. Master Pension Trust net appreciation	\$ 1,920,119	\$ 556,981

9. Income Taxes

The Plan is exempt from federal income taxes under Section 501(a) of the Internal Revenue Code. The Plan obtained its latest determination letter in June 2012, in which the Internal Revenue Service stated that the Plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code. Because the Plan is being operated in compliance with the applicable requirements of the Internal Revenue Code, no provision for income taxes has been included in the Plan's financial statements.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service. The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2012 and 2011 there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan administrator believes it is no longer subject to income tax examinations for years prior to 2009. In addition, there have been no tax related interest or penalties for periods presented in these financial statements.

10. Party-In-Interest

Certain Plan investments are shares of common collective trust funds managed by Russell Trust Company. In addition the Plan has incurred investment and administrative expenses with Russell Trust Company. Russell Trust Company is the Trustee as defined by the Plan and, therefore, these transactions qualify as party-in-interest transactions. Fees paid by the Plan for administrative fees amounted to \$85,352 and \$81,632 for the years ended December 31, 2012 and 2011, respectively.

11. Pension Protection Act

The Pension Protection Act of 2006 ("PPA") as amended by the Worker, Retiree and Employer Recovery Act of 2008 ("WRERA") imposes certain benefit restrictions for qualified defined benefit plans that do not meet certain funding thresholds. The "At-Risk" status is referred to as the Funding Target Attainment Percentage ("FTAP"). A plan's funded percentage is referred to as the Adjusted Funding Target Attainment Percentage ("AFTAP"). The 2012 AFTAP for the Plan is 77.33 percent. Because the Plan's FTAP equals or exceeds 70 percent, the Plan is deemed to be not at risk and is not subject to any benefit restrictions.

Chemetall Corporation Retirement Plan
Notes to Financial Statements
December 31, 2012

12. Subsequent Events

The Plan has evaluated subsequent events occurring after the statement of net assets available for Plan benefits date through the date of October 3, 2013, the date for which the financial statements were available to be released. Based upon this evaluation, the Plan has determined that no subsequent events other than those already disclosed have occurred which require disclosure in or adjustment to the financial statements.

SCHEDULE SB (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <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 2012 This Form is Open to Public Inspection
---	--	---

For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

► **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 Chemetall Corporation Retirement Plan	B Three-digit plan number (PN) ► <u>002</u>
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF Chemetall US, Inc.	D Employer Identification Number (EIN) 22-3140731
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>2012</u>			
2 Assets:			
a Market value	2a		15,173,325
b Actuarial value	2b		15,194,297
3 Funding target/participant count breakdown:			
		(1) Number of participants	(2) Funding Target
a For retired participants and beneficiaries receiving payment.....	3a	109	6,539,805
b For terminated vested participants.....	3b	111	3,508,323
c For active participants:			
(1) Non-vested benefits	3c(1)		147,171
(2) Vested benefits	3c(2)		6,147,657
(3) Total active.....	3c(3)	133	6,294,828
d Total.....	3d	353	16,342,956
4 If the plan is in at-risk status, check the box and complete lines (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 in at-risk status for fewer than five consecutive years and disregarding loading factor.....	4b		
5 Effective interest rate	5	7.02 %	
6 Target normal cost	6	0	

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;"> Christopher J. Yurwitz <small>Signature of actuary</small> </div> <div style="text-align: center;"> Christopher J. Yurwitz <small>Type or print name of actuary</small> </div> <div style="text-align: center;"> Hewitt Associates, LLC. <small>Firm name</small> </div> <div style="text-align: center;"> 200 E Randolph, Suite 1400 Chicago IL 60601 <small>Address of the firm</small> </div>	<div style="text-align: center;"> 10/3/2013 <small>Date</small> </div> <div style="text-align: center;"> 11-06958 <small>Most recent enrollment number</small> </div> <div style="text-align: center;"> (312) 381-4800 <small>Telephone number (including area code)</small> </div>
------------------	---	--

Part V Assumptions Used to Determine Funding Target and Target Normal Cost

21 Discount rate:			
a Segment rates:	1st segment: 5.54 %	2nd segment: 6.85 %	3rd segment: 7.52 %
			☐ N/A, full yield curve used
b Applicable month (enter code).....			21b 4
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 subject to 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 contributions for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a).....	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6).....		31a	0
b Excess assets, if applicable, but not greater than line 31a		31b	0
32 Amortization installments:		Outstanding Balance	Installment
a Net shortfall amortization installment.....		1,148,659	417,874
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 (lines 31a - 31b + 32a + 32b - 33)...		34	417,874
		Carryover balance	Prefunding balance
35 Balances elected for use to offset funding requirement.....		0	0
36 Additional cash requirement (line 34 minus line 35).....		36	417,874
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c).....		37	417,919
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)		38a	45
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances		38b	0
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)		39	0
40 Unpaid minimum required contributions for all years		40	0

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41 If an election was made to use PRA 2010 funding relief for this plan:			
a Schedule elected		☐ 2 plus 7 years ☐ 15 years	
b Eligible plan year(s) for which the election in line 41a was made		☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011	
42 Amount of acceleration adjustment		42	
43 Excess installment acceleration amount to be carried over to future plan years		43	

Schedule SB Attachment (Form 5500)—2012 Plan Year
Chemetall Corporation Retirement Plan
EIN: 22-3140731 PN: 002

Schedule SB, line 19—Discounted Employer Contributions
Year applied for contributions: 2012

Date	Amount	Interest Rate	Days to Discount to 1/1/2012	Interest Adjusted Contribution
April 12, 2012	\$ 189,634	7.02%	102	\$ 186,082
July 13, 2012	189,634	7.02%	194	182,936
September 10, 2013	<u>54,837</u>	7.02%	618	<u>48,901</u>
Total Contribution	\$ 434,105			\$ 417,919

Schedule SB Attachment (Form 5500)—2012 Plan Year
Chemetall Corporation Retirement Plan
EIN: 22-3140731 PN: 002

Schedule SB, line 22—Description of Weighted Average Retirement Age

The average retirement age shown in line 22 has been calculated by assuming the following retirement rates and no decrements other than retirement for this calculation. All retirements are assumed to occur at mid-year, except for the 100% retirement age.

(a) Age	(b) Rate	(c) Weight	(d) Product (a) × (b) × (c)
55.5	5.00%	1.0000	2.78
56.5	5.00%	0.9500	2.68
57.5	5.00%	0.9025	2.59
58.5	5.00%	0.8574	2.51
59.5	5.00%	0.8145	2.42
60.5	5.00%	0.7738	2.34
61.5	5.00%	0.7351	2.26
62.5	30.00%	0.6983	13.09
63.5	10.00%	0.4888	3.10
64.5	15.00%	0.4400	4.26
65	100.00%	0.3740	24.31
Weighted Average			62.34

Schedule SB Attachment (Form 5500)—2012 Plan Year
Chemetall Corporation Retirement Plan
EIN: 22-3140731 PN: 002

Schedule SB, line 23—Information on Use of Multiple Mortality Tables

For healthy participants, we assume mortality rates using the 2012 Static Mortality for Annuitants and Non-Annuitants per Section 1.430(h)(3)-1(e). For disabled participants, we assume mortality rates using the Revenue Ruling 96-7 Mortality Table for Disability after December 31, 1994

Schedule SB Attachment (Form 5500)—2012 Plan Year
Chemetall Corporation Retirement Plan
EIN: 22-3140731 PN: 002

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

For ERISA Requirements

Interest Rates for Minimum Funding Purposes

Based on segment rates with a four-month lookback (as of September 2011), each adjusted as needed to fall within the 25-year average interest rate corridor under MAP-21

1st Segment Rate	5.54%
2nd Segment Rate	6.85%
3rd Segment Rate	7.52%

Interest Rates for Maximum Tax Purposes

Based on segment rates with a four-month lookback (as of September 2011), without regard to the MAP-21 interest rate corridor

1st Segment Rate	2.06%
2nd Segment Rate	5.25%
3rd Segment Rate	5.32%

Optional Payment Form Election Percentage

100% life annuity

Retirement Age

Active Participants

See Table 1

Terminated Vested Participants

Age 65

Mortality Rates

Healthy

2012 static mortality table for annuitants and non-annuitants per §1.430(h)(3)-1(e)

Disabled

Revenue Ruling 96-7 Mortality Table for Disability After December 31, 1994

Withdrawal Rates

See Table 2

Schedule SB Attachment (Form 5500)—2012 Plan Year
Chemetall Corporation Retirement Plan
EIN: 22-3140731 PN: 002

For ERISA Requirements

Disability Rates	See Table 3
Decrement Timing	Middle of year decrements, with 100% retirement occurring at beginning of year
Surviving Spouse Benefit	It is assumed that 80% of males and 80% of females have an eligible spouse, and that males are three years older than their spouses.
Benefit Limits	Projected benefits are limited by the current IRC section 415 maximum benefit of \$200,000.
Valuation of Plan Assets	<p>Smoothed fair market value of assets over the current and prior two years, adjusted for contributions, benefit payments, administrative expenses, and expected earnings. The average value of assets calculated in this manner is further limited to not less than 90% nor more than 110% of fair market value.</p> <p>A characteristic of this method is that the expected distribution of the value of plan assets is skewed toward understatement relative to the corresponding market values for expected long-term rates of return in excess of the third segment rate under IRC section 430(h)(2)(C)(iii).</p>
Expected Return on Assets	
2010 Plan Year	6.82%
2011 Plan Year	6.57%
Trust Expenses Included in Target Normal Cost	None
Actuarial Method	Standard unit credit cost method
Valuation Date	January 1, 2012

Schedule SB Attachment (Form 5500)—2012 Plan Year
Chemetall Corporation Retirement Plan
EIN: 22-3140731 PN: 002

Actuarial Assumptions and Methods

Table 1

Retirement Rates

Age	Years of Service	
	0-9	10+
55	0.00%	5.00%
56	0.00%	5.00%
57	0.00%	5.00%
58	0.00%	5.00%
59	0.00%	5.00%
60	0.00%	5.00%
61	0.00%	5.00%
62	0.00%	30.00%
63	0.00%	10.00%
64	0.00%	15.00%
65+	100.00%	100.00%

Schedule SB Attachment (Form 5500)—2012 Plan Year
Chemetall Corporation Retirement Plan
EIN: 22-3140731 PN: 002

Table 2—Page 1 of 2

Withdrawal Rates

Age	Years of Service					
	0	1	2	3	4	5+
20	20.000%	15.000%	10.000%	7.500%	5.000%	5.440%
21	20.000%	15.000%	10.000%	7.500%	5.000%	5.424%
22	20.000%	15.000%	10.000%	7.500%	5.000%	5.397%
23	20.000%	15.000%	10.000%	7.500%	5.000%	5.369%
24	20.000%	15.000%	10.000%	7.500%	5.000%	5.339%
25	20.000%	15.000%	10.000%	7.500%	5.000%	5.290%
26	20.000%	15.000%	10.000%	7.500%	5.000%	5.272%
27	20.000%	15.000%	10.000%	7.500%	5.000%	5.233%
28	20.000%	15.000%	10.000%	7.500%	5.000%	5.189%
29	20.000%	15.000%	10.000%	7.500%	5.000%	5.141%
30	20.000%	15.000%	10.000%	7.500%	5.000%	5.070%
31	20.000%	15.000%	10.000%	7.500%	5.000%	5.028%
32	20.000%	15.000%	10.000%	7.500%	5.000%	4.962%
33	20.000%	15.000%	10.000%	7.500%	5.000%	4.890%
34	20.000%	15.000%	10.000%	7.500%	5.000%	4.812%
35	20.000%	15.000%	10.000%	7.500%	5.000%	4.700%
36	20.000%	15.000%	10.000%	7.500%	5.000%	4.618%
37	20.000%	15.000%	10.000%	7.500%	5.000%	4.428%
38	20.000%	15.000%	10.000%	7.500%	5.000%	4.174%
39	20.000%	15.000%	10.000%	7.500%	5.000%	3.874%
40	20.000%	15.000%	10.000%	7.500%	5.000%	3.500%
41	20.000%	15.000%	10.000%	7.500%	5.000%	3.198%
42	20.000%	15.000%	10.000%	7.500%	5.000%	2.847%
43	20.000%	15.000%	10.000%	7.500%	5.000%	2.500%
44	20.000%	15.000%	10.000%	7.500%	5.000%	2.164%
45	20.000%	15.000%	10.000%	7.500%	5.000%	1.770%
46	20.000%	15.000%	10.000%	7.500%	5.000%	1.535%
47	20.000%	15.000%	10.000%	7.500%	5.000%	1.246%
48	20.000%	15.000%	10.000%	7.500%	5.000%	0.978%
49	20.000%	15.000%	10.000%	7.500%	5.000%	0.739%

Schedule SB Attachment (Form 5500)—2012 Plan Year
Chemetall Corporation Retirement Plan
EIN: 22-3140731 PN: 002

Table 2—Page 2 of 2

Withdrawal Rates

Age	Years of Service					
	0	1	2	3	4	5+
50	20.000%	15.000%	10.000%	7.500%	5.000%	0.400%
51	20.000%	15.000%	10.000%	7.500%	5.000%	0.382%
52	20.000%	15.000%	10.000%	7.500%	5.000%	0.275%
53	20.000%	15.000%	10.000%	7.500%	5.000%	0.217%
54	20.000%	15.000%	10.000%	7.500%	5.000%	0.201%
55	20.000%	15.000%	10.000%	7.500%	5.000%	0.000%
56	20.000%	15.000%	10.000%	7.500%	5.000%	0.000%
57	20.000%	15.000%	10.000%	7.500%	5.000%	0.000%
58	20.000%	15.000%	10.000%	7.500%	5.000%	0.000%
59	20.000%	15.000%	10.000%	7.500%	5.000%	0.000%
60	20.000%	15.000%	10.000%	7.500%	5.000%	0.000%
61	20.000%	15.000%	10.000%	7.500%	5.000%	0.000%
62	20.000%	15.000%	10.000%	7.500%	5.000%	0.000%
63	20.000%	15.000%	10.000%	7.500%	5.000%	0.000%
64	20.000%	15.000%	10.000%	7.500%	5.000%	0.000%
65+	20.000%	15.000%	10.000%	7.500%	5.000%	0.000%

Schedule SB Attachment (Form 5500)—2012 Plan Year
Chemetall Corporation Retirement Plan
EIN: 22-3140731 PN: 002

Table 3
Disability Rates

Age	Rate	Age	Rate
20	0.030%	50	0.230%
21	0.030%	51	0.285%
22	0.030%	52	0.345%
23	0.030%	53	0.400%
24	0.030%	54	0.455%
25	0.030%	55	0.510%
26	0.030%	56	0.565%
27	0.030%	57	0.625%
28	0.030%	58	0.685%
29	0.030%	59	0.745%
30	0.030%	60	1.600%
31	0.030%	61	1.775%
32	0.030%	62	2.000%
33	0.030%	63	2.250%
34	0.035%	64	2.050%
35	0.035%	65+	0.975%
36	0.040%		
37	0.040%		
38	0.045%		
39	0.050%		
40	0.055%		
41	0.065%		
42	0.075%		
43	0.085%		
44	0.095%		
45	0.110%		
46	0.125%		
47	0.140%		
48	0.165%		
49	0.190%		

Schedule SB Attachment (Form 5500)—2012 Plan Year
Chemetall Corporation Retirement Plan
EIN: 22-3140731 PN: 002

Schedule SB, Part V—Summary of Plan Provisions

Adoption Date January 1, 1960

Plan Freeze Date Benefit accruals and eligibility for participation were frozen December 31, 2004.

Participation Each employee of Chemetall US, Inc., excluding any member subject to a collective bargaining agreement, is eligible to become a participant on the first day of January or July next following the later of the attainment of age 21, and completion of 1,000 hours of service during any consecutive 12-month period commencing on the date of employment or any anniversary thereof. Eligibility for participation in the Plan was frozen on December 31, 2004.

Accrued Benefit The annual benefit payable at Normal Retirement Date is:

1. 1.0667% of Average Compensation multiplied by years of Credited Service; plus
2. 0.533% of Average Compensation in excess of Covered Compensation level, multiplied by years of Credited Service to a maximum of 30.

The Covered Compensation level is the average of the Social Security Taxable Wage Base for 35 years prior to Normal Retirement.

As of December 31, 2004, benefit accruals under the plan were frozen.

Normal Retirement Eligibility Age 65 and 5th anniversary of participation in the plan.

Benefit Amount Accrued Benefit, payable as of the Normal Retirement Date.

Early Retirement Eligibility Age 55 and 10 years of service.

Benefit Amount Accrued Benefit, actuarially reduced from age 65.

Schedule SB Attachment (Form 5500)—2012 Plan Year
Chemetall Corporation Retirement Plan
EIN: 22-3140731 PN: 002

Late Retirement Eligibility	Retirement after the normal retirement date.
Benefit	The greater of the Accrued Benefit at actual retirement date and the actuarial equivalent of his normal retirement benefit at his actual retirement date.
Deferred Vested Retirement Eligibility	Five years of service.
Benefit Amount	Accrued Benefit, actuarially reduced from age 65 if commenced early. Participant may elect to commence payment at age 55 with 10 years of service.
Disability Retirement Eligibility	Two years of service
Benefit Amount	Accrued Benefit, actuarially reduced from age 65.
Surviving Spouse Benefit Eligibility	Vested participant survived by an eligible spouse.
Benefit Amount	The spouse will receive a monthly benefit equal to 50% of the pension which would have been payable had the participant separated on the date of death, survived to the earliest retirement age (if later), commenced payments under the 50% joint and survivor form, and died the next day.
Normal Payment Form	Single life annuity, subject to the qualified joint and survivor annuity.
Qualified Joint and Survivor Annuity	For married participants, an Actuarially Equivalent 50% joint and survivor annuity.
Optional Payment Forms	<p>The following Actuarially Equivalent payment forms are available:</p> <ul style="list-style-type: none">▪ Single life annuity▪ 50% joint and survivor annuity▪ 66 2/3% joint and survivor annuity▪ 100% joint and survivor annuity▪ 5 year certain and life annuity▪ 10 year certain and life annuity▪ 15 year certain and life annuity

Schedule SB Attachment (Form 5500)—2012 Plan Year
Chemetall Corporation Retirement Plan
EIN: 22-3140731 PN: 002

IRC Limits

The Plan's maximum benefit is limited by IRC Section 415 as specified by the Tax Reform Act of 1986 as amended by RPA '94, SBJPA, and EGTRRA. The limit is actuarially reduced at 5.0% for early commencement. Compensation is limited by the IRC Section 401(a)(17). Compensation earned after December 31, 2004 is not included in the calculation of a participant's benefit.

Definitions

Actuarial Equivalent

1983 Group Annuity Mortality Table and 8.00% interest.

Average Compensation

The average of the highest five consecutive years of compensation paid during the ten years preceding termination of employment. Compensation earned after December 31, 2004 is not included in the calculation of the Accrued Benefit.

Service

A year of service shall be earned for each year commencing on the date an employee first completes a year of service during which the employee completes 1,000 hours of service.

For benefit accruals, service prior to September 1, 1991 shall be excluded for all participants except former employees of Brent America. For former Brent America employees, benefit service prior to July 1, 2000 shall be excluded. Service after December 31, 2004 is not included in the calculation of the Accrued Benefit.

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

Due to software limitations with the electronic filing process, information filed electronically cannot be controlled by the Enrolled Actuary. The values on the signed Schedule SB will govern to the extent there are any differences in the entries filed electronically and the actual data contained on the signed Schedule SB.

Schedule SB Attachment (Form 5500)—2012 Plan Year
Chemetall Corporation Retirement Plan
EIN: 22-3140731 PN: 002

Schedule SB, line 26—Schedule of Active Participant Data as of January 1, 2012

Attained Age	Number of Participants Years of Credited Service									
	<1	1-4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40+
<25										
25-29										
30-34				1						
35-39				6	1	1				
40-44			2	7	2	1				
45-49			3	6	6	7	4	1		
50-54			3	5	5	4	5	2		
55-59			1	7	2	9	3	2	3	1
60-64			1	7	3	5	4	3	1	1
65-69					1	1	2		1	
70+					2		1			

N-133

Schedule SB Attachment (Form 5500)—2012 Plan Year
Chemetall Corporation Retirement Plan
EIN: 22-3140731 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	\$739,844	January 1, 2008	3	\$260,025
Shortfall	\$72,096	January 1, 2009	4	\$19,507
Shortfall	\$981,270	January 1, 2010	5	\$217,967
Shortfall	\$1,362,593	January 1, 2011	6	\$261,037
Shortfall	(\$2,007,144)	January 1, 2012	7	(\$340,662)

Schedule SB Attachment (Form 5500)—2012 Plan Year
Chemetall Corporation Retirement Plan
EIN: 22-3140731 PN: 002

Schedule SB, line 19—Discounted Employer Contributions

Year applied for contributions: 2012

Date	Amount	Interest Rate	Days to Discount to 1/1/2012	Interest Adjusted Contribution
April 12, 2012	\$ 189,634	7.02%	102	\$ 186,082
July 13, 2012	189,634	7.02%	194	182,936
September 10, 2013	<u>54,837</u>	7.02%	618	<u>48,901</u>
Total Contribution	\$ 434,105			\$ 417,919

Schedule SB Attachment (Form 5500)—2012 Plan Year
Chemetall Corporation Retirement Plan
EIN: 22-3140731 PN: 002

Schedule SB, line 22—Description of Weighted Average Retirement Age

The average retirement age shown in line 22 has been calculated by assuming the following retirement rates and no decrements other than retirement for this calculation. All retirements are assumed to occur at mid-year, except for the 100% retirement age.

(a) Age	(b) Rate	(c) Weight	(d) Product (a) × (b) × (c)
55.5	5.00%	1.0000	2.78
56.5	5.00%	0.9500	2.68
57.5	5.00%	0.9025	2.59
58.5	5.00%	0.8574	2.51
59.5	5.00%	0.8145	2.42
60.5	5.00%	0.7738	2.34
61.5	5.00%	0.7351	2.26
62.5	30.00%	0.6983	13.09
63.5	10.00%	0.4888	3.10
64.5	15.00%	0.4400	4.26
65	100.00%	0.3740	24.31
Weighted Average			62.34

Schedule SB Attachment (Form 5500)—2012 Plan Year
Chemetall Corporation Retirement Plan
EIN: 22-3140731 PN: 002

Schedule SB, line 23—Information on Use of Multiple Mortality Tables

For healthy participants, we assume mortality rates using the 2012 Static Mortality for Annuitants and Non-Annuitants per Section 1.430(h)(3)-1(e). For disabled participants, we assume mortality rates using the Revenue Ruling 96-7 Mortality Table for Disability after December 31, 1994

Schedule SB Attachment (Form 5500)—2012 Plan Year
Chemetall Corporation Retirement Plan
EIN: 22-3140731 PN: 002

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

For ERISA Requirements

Interest Rates for Minimum Funding Purposes	Based on segment rates with a four-month lookback (as of September 2011), each adjusted as needed to fall within the 25-year average interest rate corridor under MAP-21
1st Segment Rate	5.54%
2nd Segment Rate	6.85%
3rd Segment Rate	7.52%
Interest Rates for Maximum Tax Purposes	Based on segment rates with a four-month lookback (as of September 2011), without regard to the MAP-21 interest rate corridor
1st Segment Rate	2.06%
2nd Segment Rate	5.25%
3rd Segment Rate	5.32%
Optional Payment Form Election Percentage	100% life annuity
Retirement Age	
Active Participants	See Table 1
Terminated Vested Participants	Age 65
Mortality Rates	
Healthy	2012 static mortality table for annuitants and non-annuitants per §1.430(h)(3)-1(e)
Disabled	Revenue Ruling 96-7 Mortality Table for Disability After December 31, 1994
Withdrawal Rates	See Table 2

Schedule SB Attachment (Form 5500)—2012 Plan Year
Chemetall Corporation Retirement Plan
EIN: 22-3140731 PN: 002

For ERISA Requirements

Disability Rates	See Table 3
Decrement Timing	Middle of year decrements, with 100% retirement occurring at beginning of year
Surviving Spouse Benefit	It is assumed that 80% of males and 80% of females have an eligible spouse, and that males are three years older than their spouses.
Benefit Limits	Projected benefits are limited by the current IRC section 415 maximum benefit of \$200,000.
Valuation of Plan Assets	<p>Smoothed fair market value of assets over the current and prior two years, adjusted for contributions, benefit payments, administrative expenses, and expected earnings. The average value of assets calculated in this manner is further limited to not less than 90% nor more than 110% of fair market value.</p> <p>A characteristic of this method is that the expected distribution of the value of plan assets is skewed toward understatement relative to the corresponding market values for expected long-term rates of return in excess of the third segment rate under IRC section 430(h)(2)(C)(iii).</p>
Expected Return on Assets	
2010 Plan Year	6.82%
2011 Plan Year	6.57%
Trust Expenses Included in Target Normal Cost	None
Actuarial Method	Standard unit credit cost method
Valuation Date	January 1, 2012

Schedule SB Attachment (Form 5500)—2012 Plan Year
Chemetall Corporation Retirement Plan
EIN: 22-3140731 PN: 002

Actuarial Assumptions and Methods

Table 1

Retirement Rates

Age	Years of Service	
	0-9	10+
55	0.00%	5.00%
56	0.00%	5.00%
57	0.00%	5.00%
58	0.00%	5.00%
59	0.00%	5.00%
60	0.00%	5.00%
61	0.00%	5.00%
62	0.00%	30.00%
63	0.00%	10.00%
64	0.00%	15.00%
65+	100.00%	100.00%

Schedule SB Attachment (Form 5500)—2012 Plan Year
Chemetall Corporation Retirement Plan
EIN: 22-3140731 PN: 002

Table 2—Page 1 of 2

Withdrawal Rates

Age	Years of Service					
	0	1	2	3	4	5+
20	20.000%	15.000%	10.000%	7.500%	5.000%	5.440%
21	20.000%	15.000%	10.000%	7.500%	5.000%	5.424%
22	20.000%	15.000%	10.000%	7.500%	5.000%	5.397%
23	20.000%	15.000%	10.000%	7.500%	5.000%	5.369%
24	20.000%	15.000%	10.000%	7.500%	5.000%	5.339%
25	20.000%	15.000%	10.000%	7.500%	5.000%	5.290%
26	20.000%	15.000%	10.000%	7.500%	5.000%	5.272%
27	20.000%	15.000%	10.000%	7.500%	5.000%	5.233%
28	20.000%	15.000%	10.000%	7.500%	5.000%	5.189%
29	20.000%	15.000%	10.000%	7.500%	5.000%	5.141%
30	20.000%	15.000%	10.000%	7.500%	5.000%	5.070%
31	20.000%	15.000%	10.000%	7.500%	5.000%	5.028%
32	20.000%	15.000%	10.000%	7.500%	5.000%	4.962%
33	20.000%	15.000%	10.000%	7.500%	5.000%	4.890%
34	20.000%	15.000%	10.000%	7.500%	5.000%	4.812%
35	20.000%	15.000%	10.000%	7.500%	5.000%	4.700%
36	20.000%	15.000%	10.000%	7.500%	5.000%	4.618%
37	20.000%	15.000%	10.000%	7.500%	5.000%	4.428%
38	20.000%	15.000%	10.000%	7.500%	5.000%	4.174%
39	20.000%	15.000%	10.000%	7.500%	5.000%	3.874%
40	20.000%	15.000%	10.000%	7.500%	5.000%	3.500%
41	20.000%	15.000%	10.000%	7.500%	5.000%	3.198%
42	20.000%	15.000%	10.000%	7.500%	5.000%	2.847%
43	20.000%	15.000%	10.000%	7.500%	5.000%	2.500%
44	20.000%	15.000%	10.000%	7.500%	5.000%	2.164%
45	20.000%	15.000%	10.000%	7.500%	5.000%	1.770%
46	20.000%	15.000%	10.000%	7.500%	5.000%	1.535%
47	20.000%	15.000%	10.000%	7.500%	5.000%	1.246%
48	20.000%	15.000%	10.000%	7.500%	5.000%	0.978%
49	20.000%	15.000%	10.000%	7.500%	5.000%	0.739%

Schedule SB Attachment (Form 5500)—2012 Plan Year
Chemetall Corporation Retirement Plan
EIN: 22-3140731 PN: 002

Table 2—Page 2 of 2

Withdrawal Rates

Age	Years of Service					
	0	1	2	3	4	5+
50	20.000%	15.000%	10.000%	7.500%	5.000%	0.400%
51	20.000%	15.000%	10.000%	7.500%	5.000%	0.382%
52	20.000%	15.000%	10.000%	7.500%	5.000%	0.275%
53	20.000%	15.000%	10.000%	7.500%	5.000%	0.217%
54	20.000%	15.000%	10.000%	7.500%	5.000%	0.201%
55	20.000%	15.000%	10.000%	7.500%	5.000%	0.000%
56	20.000%	15.000%	10.000%	7.500%	5.000%	0.000%
57	20.000%	15.000%	10.000%	7.500%	5.000%	0.000%
58	20.000%	15.000%	10.000%	7.500%	5.000%	0.000%
59	20.000%	15.000%	10.000%	7.500%	5.000%	0.000%
60	20.000%	15.000%	10.000%	7.500%	5.000%	0.000%
61	20.000%	15.000%	10.000%	7.500%	5.000%	0.000%
62	20.000%	15.000%	10.000%	7.500%	5.000%	0.000%
63	20.000%	15.000%	10.000%	7.500%	5.000%	0.000%
64	20.000%	15.000%	10.000%	7.500%	5.000%	0.000%
65+	20.000%	15.000%	10.000%	7.500%	5.000%	0.000%

Schedule SB Attachment (Form 5500)—2012 Plan Year
Chemetall Corporation Retirement Plan
EIN: 22-3140731 PN: 002

Table 3

Disability Rates

Age	Rate	Age	Rate
20	0.030%	50	0.230%
21	0.030%	51	0.285%
22	0.030%	52	0.345%
23	0.030%	53	0.400%
24	0.030%	54	0.455%
25	0.030%	55	0.510%
26	0.030%	56	0.565%
27	0.030%	57	0.625%
28	0.030%	58	0.685%
29	0.030%	59	0.745%
30	0.030%	60	1.600%
31	0.030%	61	1.775%
32	0.030%	62	2.000%
33	0.030%	63	2.250%
34	0.035%	64	2.050%
35	0.035%	65+	0.975%
36	0.040%		
37	0.040%		
38	0.045%		
39	0.050%		
40	0.055%		
41	0.065%		
42	0.075%		
43	0.085%		
44	0.095%		
45	0.110%		
46	0.125%		
47	0.140%		
48	0.165%		
49	0.190%		

Schedule SB Attachment (Form 5500)—2012 Plan Year
Chemetall Corporation Retirement Plan
EIN: 22-3140731 PN: 002

Schedule SB, Part V—Summary of Plan Provisions

Adoption Date	January 1, 1960
Plan Freeze Date	Benefit accruals and eligibility for participation were frozen December 31, 2004.
Participation	Each employee of Chemetall US, Inc., excluding any member subject to a collective bargaining agreement, is eligible to become a participant on the first day of January or July next following the later of the attainment of age 21, and completion of 1,000 hours of service during any consecutive 12-month period commencing on the date of employment or any anniversary thereof. Eligibility for participation in the Plan was frozen on December 31, 2004.
Accrued Benefit	<p>The annual benefit payable at Normal Retirement Date is:</p> <ol style="list-style-type: none">1. 1.0667% of Average Compensation multiplied by years of Credited Service; plus2. 0.533% of Average Compensation in excess of Covered Compensation level, multiplied by years of Credited Service to a maximum of 30. <p>The Covered Compensation level is the average of the Social Security Taxable Wage Base for 35 years prior to Normal Retirement.</p> <p>As of December 31, 2004, benefit accruals under the plan were frozen.</p>
Normal Retirement Eligibility	Age 65 and 5 th anniversary of participation in the plan.
Benefit Amount	Accrued Benefit, payable as of the Normal Retirement Date.
Early Retirement Eligibility	Age 55 and 10 years of service.
Benefit Amount	Accrued Benefit, actuarially reduced from age 65.

Schedule SB Attachment (Form 5500)—2012 Plan Year
Chemetall Corporation Retirement Plan
EIN: 22-3140731 PN: 002

Late Retirement Eligibility	Retirement after the normal retirement date.
Benefit	The greater of the Accrued Benefit at actual retirement date and the actuarial equivalent of his normal retirement benefit at his actual retirement date.
Deferred Vested Retirement Eligibility	Five years of service.
Benefit Amount	Accrued Benefit, actuarially reduced from age 65 if commenced early. Participant may elect to commence payment at age 55 with 10 years of service.
Disability Retirement Eligibility	Two years of service
Benefit Amount	Accrued Benefit, actuarially reduced from age 65.
Surviving Spouse Benefit Eligibility	Vested participant survived by an eligible spouse.
Benefit Amount	The spouse will receive a monthly benefit equal to 50% of the pension which would have been payable had the participant separated on the date of death, survived to the earliest retirement age (if later), commenced payments under the 50% joint and survivor form, and died the next day.
Normal Payment Form	Single life annuity, subject to the qualified joint and survivor annuity.
Qualified Joint and Survivor Annuity	For married participants, an Actuarially Equivalent 50% joint and survivor annuity.
Optional Payment Forms	<p>The following Actuarially Equivalent payment forms are available:</p> <ul style="list-style-type: none">▪ Single life annuity▪ 50% joint and survivor annuity▪ 66 2/3% joint and survivor annuity▪ 100% joint and survivor annuity▪ 5 year certain and life annuity▪ 10 year certain and life annuity▪ 15 year certain and life annuity

Schedule SB Attachment (Form 5500)—2012 Plan Year
Chemetall Corporation Retirement Plan
EIN: 22-3140731 PN: 002

IRC Limits

The Plan's maximum benefit is limited by IRC Section 415 as specified by the Tax Reform Act of 1986 as amended by RPA '94, SBJPA, and EGTRRA. The limit is actuarially reduced at 5.0% for early commencement. Compensation is limited by the IRC Section 401(a)(17). Compensation earned after December 31, 2004 is not included in the calculation of a participant's benefit.

Definitions

Actuarial Equivalent

1983 Group Annuity Mortality Table and 8.00% interest.

Average Compensation

The average of the highest five consecutive years of compensation paid during the ten years preceding termination of employment. Compensation earned after December 31, 2004 is not included in the calculation of the Accrued Benefit.

Service

A year of service shall be earned for each year commencing on the date an employee first completes a year of service during which the employee completes 1,000 hours of service.

For benefit accruals, service prior to September 1, 1991 shall be excluded for all participants except former employees of Brent America. For former Brent America employees, benefit service prior to July 1, 2000 shall be excluded. Service after December 31, 2004 is not included in the calculation of the Accrued Benefit.

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

Due to software limitations with the electronic filing process, information filed electronically cannot be controlled by the Enrolled Actuary. The values on the signed Schedule SB will govern to the extent there are any differences in the entries filed electronically and the actual data contained on the signed Schedule SB.

Schedule SB Attachment (Form 5500)—2012 Plan Year
Chemetall Corporation Retirement Plan
EIN: 22-3140731 PN: 002

Schedule SB, line 26—Schedule of Active Participant Data as of January 1, 2012

Attained Age	Number of Participants									
	Years of Credited Service									
	<1	1-4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40+
<25										
25-29										
30-34				1						
35-39				6	1	1				
40-44			2	7	2	1				
45-49			3	6	6	7	4	1		
50-54			3	5	5	4	5	2		
55-59			1	7	2	9	3	2	3	1
60-64			1	7	3	5	4	3	1	1
65-69					1	1	2		1	
70+					2		1			

N-133

Schedule SB Attachment (Form 5500)—2012 Plan Year
Chemetall Corporation Retirement Plan
EIN: 22-3140731 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	\$739,844	January 1, 2008	3	\$260,025
Shortfall	\$72,096	January 1, 2009	4	\$19,507
Shortfall	\$981,270	January 1, 2010	5	\$217,967
Shortfall	\$1,362,593	January 1, 2011	6	\$261,037
Shortfall	(\$2,007,144)	January 1, 2012	7	(\$340,662)