

On Friday 8 July 2011 at 4:00 pm, an Extraordinary General Meeting of

DANISCO A/S

was held at the company's registered office at Langebrogade 1, DK-1411 Copenhagen K, Denmark.

Patrick S. Schriber, Deputy Chairman of the Board of Directors, welcomed and informed the audience that pursuant to Article 15.1 of the Articles of Association, the Board of Directors had appointed Henrik Wedell-Wedellsborg, Attorney-at-Law, as Chairman of the meeting.

The Chairman of the meeting ascertained that the Extraordinary General Meeting had been convened on 23 June 2011 by way of notice in the Danish Commerce and Companies Agency's electronic system on 23 June 2011 as well as on Danisco's website and intranet on 23 June 2011. The Chairman of the meeting also ascertained that all shareholders registered in the Register of Shareholders, who had so requested, had been notified by email and letter dated 23 June 2011. Subsequently, the Chairman of the meeting ascertained that the Extraordinary General Meeting had been duly convened and formed a quorum in respect of the agenda. 98.26 % of the share capital and 98.26 % of the votes were represented at General Meeting.

The Chairman of the meeting presented the agenda, which was as follows:

1. Ratification of the Board of Directors' resolution to approve intragroup transfer of Danisco Holding USA, Inc.
2. Any other business.

The Chairman referred to the new Act on Companies. According to § 101, Section 5, the number of shares having voted for the decision, the percentage of the share capital having voted for the decision, the total number of valid votes, the number of votes for and against the decision and, if relevant, the number of votes having abstained from voting must be reported at the general meeting in relation to each decision. The Chairman informed the meeting that there, however, was an exemption in Section 6. The full report as mentioned in Section 5 may be omitted if no shareholders require such full report. The result of the voting must in any case be announced to secure that the required majority for the approval of a decision has been met.

The Chairman suggested that the procedure in Section 6 would be the most appropriate when taking decisions without a formal voting in writing.

The Chairman informed that he would see to that the represented share capital and the represented votes were mentioned in the minutes from the meeting. If a decision as result of the postal votes submitted in writing prior to the general meeting could not be approved, this would of course be disclosed to the meeting and accepted.

The Extraordinary General Meeting approved unanimously to follow the proceedings mentioned in § 101, Section 6.

Re item 1. Ratification of the Board of Directors' resolution to approve intragroup transfer of Danisco Holding USA, Inc.

The Chairman of the general meeting gave an account of the strategic rationale behind the transfer of Danisco Holding USA, Inc. and referred to the summary of the Stock Sale Agreement as made available to the shareholders prior to the general meeting.

The Chairman of the general meeting explained:

that Danisco will become a 100 per cent owned subsidiary of the ultimate parent company E. I. du Pont de Nemours and Company ("DuPont") before the end of September 2011, but noted that DuPont already owned more than 98 per cent of the Danisco shares. The Chairman further noted that DuPont already in advance had given its approval of the Stock Sale Agreement;

that by transferring the shares of Danisco Holding USA, Inc., DuPont expects to mitigate the tax exposure of the group's US operations.;

that the purchase price was equal to the fair market value as determined by an appraisal by Duff & Phelps LLC dated 20 June 2011;

that the Agreement has no planned implications for the employees of Danisco Holding USA, Inc., or the employees of any other Danisco operating entity; and

that Danisco already had entered into and effected the Stock Sale Agreement on the basis of an advance approval from DuPont and a decision by the Board of Directors hereon. This decision was subject to the general meeting's ratification.

The decision to enter into the Stock Sale Agreement was hereafter unanimously ratified.

Re item 7. Any other business

The Chairman of the meeting stated that all items of the agenda had been dealt with.

The Extraordinary General Meeting was closed at 4:10 pm.

Chairman of the meeting:

Henrik Wedell-Wedellsborg