



December 10, 2014

**BY CERTIFIED MAIL NO. 7012 3460 0002 8751 6051**

**RETURN RECEIPT REQUESTED**

Top Hat Plan Exemption  
Employee Benefits Security Administration  
Room N-1513  
U. S. Department of Labor  
200 Constitution Ave., N.W.  
Washington, D.C. 20210

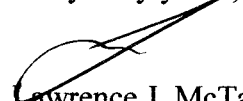
Re: ***Top-Hat Statement for Merichem Company Supplemental Savings Plan***

Dear Sir or Madam:

In accordance with Department of Labor Regulation § 2520.104-23, this letter will serve as the alternative method of compliance with the reporting and disclosure requirements of Part I of Title I of the Employee Retirement Income Security Act of 1974, as amended, for a pension plan for a select group of management or highly compensated employees.

1. Merichem Company, a Delaware corporation (the "*Sponsor*"), maintains and sponsors the Merichem Company Supplemental Savings Plan (the "*Plan*").
2. The address of the Sponsor is 5455 Old Spanish Trail, Houston, TX 77023.
3. The employer identification number assigned by the Internal Revenue Service to the Sponsor is 74-1539883.
4. The Sponsor declares that it maintains the following plans primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees: the Plan, the Merichem Company Employee Supplemental Benefit Plan (the "*SBP*") and the Kenneth F. Currie Retirement Agreement.
5. There are six participants in the Plan. There are two participants in the SBP. There is one participant in the Kenneth F. Currie Retirement Agreement.

Very truly yours,

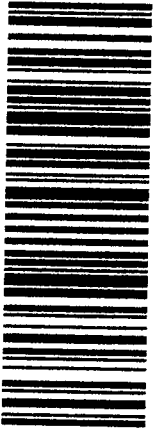
  
Lawrence J. McTague  
Vice President, Chief Financial Officer,  
and Treasurer



**MERICHEM COMPANY**

5455 Old Spanish Trail, Houston, TX 77023

**CERTIFIED MAIL™**



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