Form **8937**(December 2011) Department of the Treasury Internal Revenue Service

Report of Organizational Actions Affecting Basis of Securities

OMB No. 1545-2224

➤ See separate instructions.

Part Reporting Is	suer			
1 Issuer's name			2 Issuer's employer identification number (EIN)	
Rockwood Holdings Inc.		•	52-2277366	
3 Name of contact for addi	tional information	4 Telephone No. of contact	5 Email address of contact	
Timothy McKenna		609-734-6430	tmckenna@rocksp.com	
6 Number and street (or P.	O, box if mail is not	delivered to street address) of conta	7 City, town, or post office, state, and Zip code of contact	
100 Overlook Center			Princeton, NJ 08540	
8 Date of action		9 Classification and description		
December 18, 2012		Distribution of cash		
10 CUSIP number	11 Serial number(s	s) 12 Ticker symbol	13 Account number(s)	
	•	B1/A	N/A	
Pari II Organizatio	nal Action Attac	N/A h additional statements if needs	d. See back of form for additional questions.	
14 Describe the organizati	onal action and, if a	policable, the date of the action or t	ne date against which shareholders' ownership is measured for	
			distribution of \$0.35 per share for a total of \$27,412,744	
to its shareholders of reco		ALL ALL LEVEL CONTROL		
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W-1-4000-1000-1000-1000-1000-1000-1000-1	Make 12 (1997)		Language and the second and the seco	
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46 Describe the aventitati	us affect of the area	inizational action on the basis of the	security in the hands of a U.S. taxpayer as an adjustment per	
			5. \$0 per share is estimated to be a taxable	
			in the stock basis in each share. To the extent the tax	
			is in that share is recognized as capital gain.	
Dasis in the share is less to	nan şu.şə per sitar	e, the excess of Quot Over the bas	13 III dide share to coodynized do supride garin	
			calculation, such as the market values of securities and the	
			ty) is made by a corporation, it is treated as a taxable	
dividend to the extent of th	e current and accu	mulated earnings and profits ("E8	P") of that corporation at the date of the distribution or, in	
			order to determine what portion of this cash distribution	
should be treated as a taxable dividend versus return of capital/capital gain, Rockwood Holdings Inc. completed a computation of E&P as of				
December 31, 2011 with an estimate of the current year E&P for the year ended December 31, 2012. According to this computation,				
Rockwood Holdings Inc. had approximately \$0 of E&P per outstanding share of stock. As a result, the distribution of \$0.35 per				
share resulted in a dividend of \$0 per share (with no effect on basis) and a reduction in basis of up to \$0.35 per share.				
2112121212	d of \$0 per share (v	vith no effect on basis) and a redu	ction in basis of up to \$0.35 per snare.	
	d of \$0 per share (v	vith no effect on basis) and a redu	ction in basis of up to \$0.35 per snare.	
	d of \$0 per share (v	vith no effect on basis) and a redu	ction in basis of up to \$0.35 per snare.	

F 800	7 (5	12-2011)	Page 2
Part		Organizational Action (continued)	
Rediga	m ,	organizational Action (continued)	
17 LI:	st the	applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based	d 🗠
		316 - Dividend defined	
***************************************	***************************************	317 - Property defined	
IRC Sec	tions	301(c) - Distributions defined	
		312 - Effect on earnings and profits	
The second secon		.1502-33- Earnings and profits	
Other s	ection	s further defining adjustments to E&P that are not contained in Section 312	

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	egeneration, occasion		
18 C	an any	resulting loss be recognized? ► This distribution would not create a loss.	
			The second secon
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			40-40-40-40-40-40-40-40-40-40-40-40-40-4
<u> </u>	<del></del>		
19 Pr	rovide	any other information necessary to implement the adjustment, such as the reportable tax year > The	adjustment to basis
		en into account in the tax year of the shareholder during which the distribution was received (e	
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Parket Stranger	***************************************		
			2/10/10/10/10/10/10/10/10/10/10/10/10/10/
*			
	Unde	penalties of perjury, I declare that I have examined this return, including accompanying schedules and statement it is true, correct, and complete, Declaration of preparer (other than officer) is based on all information of which pr	its, and to the best of my knowledge and
Δ	Dener	(1)	11 1
Sign Here		ture > Date >	11/2013
Here	Signa	ture > Date >	
	D	your name > SIMON TONES Title > V-1	cax
prog. R e	t runt	Print/Type preparer's name Preparer's signature Date	Terms
Paid		Michael D. Huston 01/10/2013	Check if ring poof self-employed
Prepa Use C		Firm's name ▶ Deloitte Tax LLP	Firm's EIN ► 86-1065772
	-itiy	Firm's address ▶ 111 South Wacker Drive, Chicago, IL 60606	Phone no. 312-486-1000

Send Form 8937 (including accompanying statements) to: Department of the Treasury, Internal Revenue Service, Ogden, UT 84201-0054

# Form **8937** (December 2011) Department of the Treasury Internal Revenue Service

#### Report of Organizational Actions Affecting Basis of Securities

OMB No. 1545-2224

➤ See separate instructions.

Part I Reporting Issuer		
1 Issuer's name		2 Issuer's employer identification number (EIN)
es autoria de fitatilla com form		52-2277366
Rockwood Holdings Inc.  3 Name of contact for additional information	4 Telephone No. of contact	5 Email address of contact
	•	
Timothy McKenna	609-734-6430	tmckenna@rocksp.com
6 Number and street (or P.O. box if mail is no	t delivered to street address) of contact	7 City, town, or post office, state, and Zip code of contact
100 Overlook Center		Princeton, NJ 08540
8 Date of action	9 Classification and description	
	Distribution of again	
September 5, 2012  10 CUSIP number 11 Serial number	(s) Distribution of cash (s) 12 Ticker symbol	13 Account number(s)
10 Octon manual		
N/A	N/A	N/A
Part II Organizational Action Atta	ch additional statements if needed. Se	e back of form for additional questions.
14 Describe the organizational action and, if	applicable, the date of the action or the date	against which shareholders' ownership is measured for
the action ► On September 5, 2012, Ro	ockwood Holdings Inc. made a cash distri	bution of \$0.35 per share for a total of \$27,172,953
to its shareholders of record on August 17,	2012.	
		· · ·
share or as a percentage of old basis > 7	The distribution per share was \$0.35. \$0 p	ty in the hands of a U.S. taxpayer as an adjustment per er share is estimated to be a taxable stock basis in each share. To the extent the tax
basis in the share is less than \$0.35 per sha	re, the excess of \$0.35 over the basis in t	hat share is recognized as capital gain.
Dusta in the state to test than the pot one		10-00-ASSESSED
The state of the s		
		ation, such as the market values of securities and the nade by a corporation, it is treated as a taxable
dividend to the extent of the current and acc	umulated earnings and profits ("F.P.D") of	that corporation at the date of the distribution or, in
contain cases, at the end of the tay year in w	high the distribution was made. In order	to determine what portion of this cash distribution
certain cases, at the end of the tax year in w	the return of canital/canital cain. Pocketor	od Holdings inc. completed a computation of E&P as of
Should be treated as a taxable dividend vers	turant year FSP for the year ended Decer	nber 31, 2012. According to this computation,
Rockwood Holdings Inc. had approximately	th of EVD per outstanding share of stock	As a result, the distribution of \$0.35 per
ROCKWOOD HOIDINGS INC. Had approximately	Author offert on basis and a reduction	in hasis of un to \$0.35 per share
share resulted in a dividend of \$0 per share	twith no effect on basis) and a reduction	iii uasis vi up to 40.55 per silare.
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Form 8937	(Rev. 12-2011)	rage a
Panisil		
477   1 to 6	the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶	
	ons 316 - Dividend defined	
	ons 317 - Property defined	
	ons 301(c) - Distributions defined	
IRC Secti	ons 312 - Effect on earnings and profits	
Reg Sect	ion 1.1502-33- Earnings and profits	
Other sec	ctions further defining adjustments to E&P that are not contained in Section 312	
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<u> </u>		
18 Car	n any resulting loss be recognized? This distribution would not create a loss.	
10 04	Tary rooming location and a second se	
	4	
		The state of the s
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******		photographic control of the control
19 Pro	ovide any other information necessary to implement the adjustment, such as the reportable tax year ▶ The ad	ljustment to basis
would be	e taken into account in the tax year of the shareholder during which the distribution was received (e.g.	2012).
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		and the best of my boundedge and
	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer	and to the best of my knowledge and arer has any knowledge.
	belief, it is true, correct, and complete. Declaration of preparer (other trian officer) is based on all midmators of which preparer	1
Sign		112
Here	Signature № Date ➤	[15
	Signature V V Date	* The state of the
	Print your name > SIMON   ONES Title > V-P	1000
	Pate	PTIN
Paid	Print/Type preparer's name  Preparer's signature  01/10/2013	Check [ ] II
Prepa	rer Michael D. Huston	
Use C	nly Firm's name ► Deloitte Tax LLP	Firm's EIN ▶ 86-1065772
	Firm's address > 111 South Wacker Drive, Chicago, IL 60606	Phone no. 312-486-1000
Send Fo	rm 8937 (including accompanying statements) to: Department of the Treasury, Internal Revenue Service, Ogc	den, UT 84201-0054
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### Form **8937**(December 2011) Department of the Treasury

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

OMB No. 1545-2224

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Part   Reporting	ssuer			in the second se
1 Issuer's name				2 Issuer's employer identification number (EIN)
Rockwood Holdings Inc.				52-2277366
3 Name of contact for add	ditional information	4 Telephon	e No. of contact	5 Email address of contact
Timathy Makana			609-734-6430	tmckenna@rocksp.com
Timothy McKenna 6 Number and street (or F	O. box if mail is not	delivered to s		
100 Overlook Center	A			Princeton, NJ 08540
8 Date of action		9 Class	ification and description	
July 11, 2012		Distribut	ion of cash	
10 CUSIP number	11 Serial number	(s)	12 Ticker symbol	13 Account number(s)
#116	A CANADA		N/A	N/A
N/A Part II Organizatio	nal Action Atta	ch additional		See back of form for additional questions.
14 Describe the propriet	tional action and if	applicable the	date of the action or the	date against which shareholders' ownership is measured for
				ution of \$0.35 per share for a total of \$27,172,953
to its shareholders of rec			iic, maue a cash distribu	action of \$0.00 per Strate for a total of \$271727000
to its snareholders of rec	ora on June 20, 201	14.		
		E-E-MANUSCONE - Gropping		
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3				
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dE Describe the gunstite	tive offeet of the ora	anizational ac	lion on the basis of the se	curity in the hands of a U.S. taxpayer as an adjustment per
15 Describe the quantita	age of old basis le to	to distributio	on on the basis of the se	\$0 per share is estimated to be a taxable
State of do a percent	s beele). The remai	ne distribution	r chare is a reduction in	the stock basis in each share. To the extent the tax
dividend (with no effect of	a pasis). The remai	mily solosi pe	of \$0.25 over the bacic	in that share is recognized as capital gain.
basis in the share is less	tnan \$0.35 per Sna	ie, the excess	01 30.33 Over the basis	In that share is readyneed as outside gon.
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Acceptance of the second secon				
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		manoratory .		19 mm
				A STATE OF THE STA
dC Danadha iba salaylat	ion of the change is	basis and the	data that supports the ca	liculation, such as the market values of securities and the
16 Describe the calculat	ion or the change in	basis and the	distribution of property)	is made by a corporation, it is treated as a taxable
Valuation dates - WY	en a cash distribut	ion (or other	nings and profits ("E&D	") of that corporation at the date of the distribution or, in
dividend to the extent of t	ne current and acc	umuiateu ear	hution was made. In or	der to determine what portion of this cash distribution
certain cases, at the end	or the tax year in wi	nich the distri	unitellegated asia. Dock	twood Holdings Inc. completed a computation of E&P as of
should be treated as a tax	able dividend vers	us return of c	apitancapitan gam, Rock	ocombor 31, 2012. According to this computation
December 31, 2011 with a	n estimate of the ci	urrent year E	ke for the year ended be	ecember 31, 2012. According to this computation,
Rockwood Holdings Inc. I	nad approximately	outh no effe	t on basis) and a radust	tock. As a result, the distribution of \$0.35 per
snare resulted in a divide	na or su per snare i	(Mitti no enec	t on pasis) ditu a reduct	ion in basis of up to \$0.35 per share.
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Form 8937	(Rev. 12-2011)	Page 2
Part II		
(Authorities (Control of Control	A contract of the second secon	
17 List	the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶	Name of the Control o
IRC Sect	ons 316 - Dividend defined	
	ons 317 - Property defined	
	ons 301(c) - Distributions defined	
	ions 312 - Effect on earnings and profits	a di disa di sa dana dana dana dana dana dana dana d
Reg Sec	ion 1.1502-33- Earnings and profits ctions further defining adjustments to E&P that are not contained in Section 312	
Otner se	ctions further defining adjustments to Ear that are not contained in Section 312	
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18 Ca	n any resulting loss be recognized? ► This distribution would not create a loss.	-
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Account		
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<b>19</b> Pr	ovide any other information necessary to implement the adjustment, such as the reportable tax year ▶ The ad-	fjustment to basis
would b	e taken into account in the tax year of the shareholder during which the distribution was received (e.g.	2012).
would b	Staken into account in the tax your or the shareholder dailing	
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9/2-4/77-00-00-00-00-00-00-00-00-00-00-00-00-0		
		4
-	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements,	and to the best of my knowledge and
	belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer	rer has any knowledge.
Sign		2017
Here	Signature ▶ Date ▶	2013
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	Print your name ► 51MON ONES Title ► V P	PTIN
Paid	Print/type preparer's rianie	Check [] II
Prepa	rer Michael D. Huston 01/10/2013	self-employed P00634208
Use C	Inly Firm's name Deloitte Tax LLP	Firm's EIN ▶ 86-1065772
	Firm's address ▶ 111 South Wacker Drive, Chicago, IL 60606	Phone no. 312-486-1000
Send Fo	rm 8937 (including accompanying statements) to: Department of the Treasury, Internal Revenue Service, Ogc	IEII, U I O42U I LUDA