

ANDEAN CHEMICALS LTD.		
Fundamento	Funciones <sup>1</sup>	Función delegada (SI/NO)
Bye-Laws	<b>OFFICERS</b>	
	<b>30. Officers</b>	
	<b>30.1</b> The Officers of the Company, who may or may not be Directors, may be appointed by the Board at any time. Any person appointed pursuant to this Bye-Law shall hold office for such period and upon such terms as the Board may determine and the Board may revoke or terminate any such appointment. Any such revocation or termination shall be without prejudice to any claim for damages that such Officer any have against the Company or the Company may have against such Officer for any breach of any contract of service between him and the Company which may be involved in such revocation or termination. Save as provided in the Companies Acts or these Bye-Laws, the powers and duties of the Officers of the Company shall be such (if any) as are determined from time to time by the Board.	
	<b>30.2</b> The provisions of these Bye-Laws as to resignation and disqualification of Directors shall <i>mutatis mutandi</i> apply to the resignation and disqualification of Officers.	
	<b>SECRETARY AND RESIDENT REPRESENTATIVE</b>	
	<b>30. Secretary and Resident Representative</b>	
	<b>32.1</b> The Secretary (including one or more deputy or assistant secretaries) and, if required, the Resident Representative, shall be appointed by the Board at such remuneration (if any) and upon such terms as it may think fit and any Secretary and Resident Representative so appointed may be removed by the Board. The duties of the Secretary and the duties of the Resident Representative shall be those prescribed by the Companies Acts together with such other duties as shall from time to time be prescribed by the Board.	
<b>32.2</b> A provision of the Companies Acts or these Bye-Laws requiring or authorizing a thing to be done by or to a Director and the Secretary shall not be satisfied by its being done by or to the same person acting both as a Director and as, or in the place of, the Secretary.		

<sup>1</sup> Los estatutos consagran los denominados *officers, Secretary y Resident Representative*. No obstante, teniendo en cuenta que la sociedad se encuentra constituida de conformidad con las leyes de Bermuda, no se puede afirmar que alguna de dichas figuras corresponde exactamente con la del representante legal, según las leyes colombianas.