



Fe 156595.
DR. JORGE MACHADO CEVALLOS



2014-17-01- NOTARIA 01 – P04001

No. 4 0 0 1



PROTOCOLIZACION.- TRADUCCION.-
CERTIFICADO DE EXISTENCIA LEGAL
DE LA COMPAÑIA
FLOWSERVE INTERNATIONAL B.V.

CUANTIA INDETERMINADA

QUITO 14 ABRIL 2014

***** IMC *****

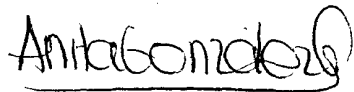
DI 03 COPIAS

Quito, 14 de abril de 2014

SEÑOR NOTARIO:

Al amparo de lo dispuesto en el artículo 18, número 2 de la Ley Notarial, sírvase protocolizar el Certificado de Existencia Legal de la Compañía Flowserve International B.V.

Después de realizada la protocolización, se servirá conferirme tres (3) copias certificadas.



Ana Carolina González Cevallos
Matrícula No. 17-2012-477





ISSUED AS A TRUE COPY, of the relevant pages of the shareholders' register of Flowserve International B.V., a private limited liability company (*besloten vennootschap met beperkte aansprakelijkheid*), having its registered office at Amsterdam, the Netherlands, and its principal place of business at Parallelweg 6, 4878 AH Etten-Leur, the Netherlands, registered with the trade register of the Chamber of Commerce under file number 33302300, which has been shown to me and that has been returned to its presenter after having been compared with the original, by me, Suzanna Juliana Maria Kuit, candidate civil law notary as substitute of Francisca Theodora Henriëtte van Loon-Vercauteren, civil law notary officiating at Rotterdam, the Netherlands.

This statement explicitly contains no judgment as to the contents of the attached document.

Rotterdam, the Netherlands, March 31, 2014 at *fifteen hours and fifty-one minutes.*



APOSTILLE

1. **(Convention de la Haye du 5 Octobre 1961)**
Country: NETHERLANDS
This public document
2. has been signed by S.J.M. Kuit
3. acting in the capacity of junior notary
4. bears the seal/stamp of
mr F.Th.H. van Loon-Vercauteren at Rotterdam
Certified
5. at Rotterdam 6. 31 March 2014
7. by the Clerk of the District Court
(Griffier van de Rechtbank)

No. HA RP 14-1965
Seal/stamp

10. Signature
L. Bourne

REGISTER OF SHAREHOLDERS

of the
private company
with limited liability

FLOWSERVE INTERNATIONAL B.V.

changed on :

changed on :

registered office : Amsterdam

incorporated by deed executed on : 27 April 1998

: Mr. M.W. van der Zanden

in : Eindhoven

registration no. B.V. : 632.796

amendments were amended:

..... by deed executed on :

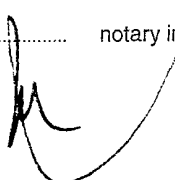
..... before :

..... notary in :

..... by deed executed on :

..... before :

..... notary in :

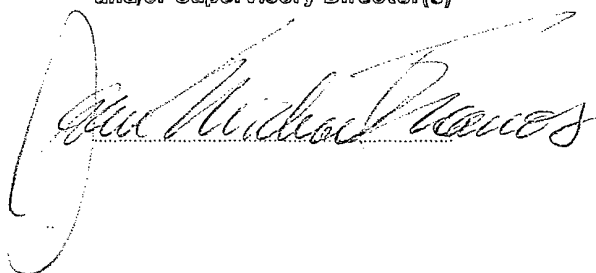


This register comprises twenty numbered and initialled pages, containing particulars of shareholders, usufructuaries and pledgees of shares and holders of depositary receipts issued for shares. This register contains the particulars of the Company

* from the date of its incorporation

XXXXXXXXXXXXXXXXXXXXXXXXXXXX

Signature(s) of Director(s)
and/or Supervisory Director(s)



REGISTER OF SHAREHOLDERS

of the
private company
with limited liability



.....
FLOWSERVE INTERNATIONAL B.V.
.....

name changed on :
name changed on :
registered office : Amsterdam

incorporated by deed executed on : 27 April 1998
before : Mr. M.W. van der Zanden
notary in : Eindhoven
departmental no. B.V. : 632.796

The Articles of Association were amended:

by deed executed on : by deed executed on :
before : before :
notary in : notary in :

by deed executed on : by deed executed on :
before : before :
notary in : notary in :

[Handwritten signature]

This register comprises twenty numbered and initialled
pages, containing particulars of shareholders, usufructuaries
and pledgees of shares and holders of depositary receipts
issued for shares. This register contains the particulars of the
Company

* from the date of its incorporation
XXXXXXXXXXXXXXXXXXXXXXXXXXXX

Signature(s) of Director(s)
and/or Supervisory Director(s)

[Handwritten signature: Jan Willem van der Zanden]

* Delete as appropriate

EXPLANATORY NOTES

1. General

1.1. Contents of the register

Private companies with limited liability only have registered shares and issue no share certificates. In connection with this Section 194, Book 2 of the Netherlands Civil Code requires the directors ('het bestuur' ["management"] in the terminology of the law) to keep a register. It is the duty of the directors to keep the register regularly up to date. The following particulars are to be entered in the register:

- the names and addresses of all shareholders;
- the date when the shareholders acquired their shares and the date when the transaction effecting the acquisition was acknowledged by the company or notice thereof was served upon the company (see part 4 of these notes);
- the names and addresses of persons who possess usufruct of shares or a pledge on shares;
- the date when usufructuaries and pledgees acquired their interest in shares and the date when that acquisition was acknowledged by the company or notice thereof was served upon the company (see part 4 of these notes);
- which rights vest in usufructuaries and pledgees (see part 2 of these notes);
- the amount paid on each share;
- each release from liability granted in respect of monies unpaid and not yet called on shares.

The company's articles of association may contain further regulations as regards the contents of the register and the manner in which it is to be kept.

Failure to comply with these statutory duties is an indictable offence (Section 1 [4] of the "Wet op de economische delicten").

1.2. Inspection of and extracts¹ from the register

Each shareholder is entitled to inspect the register in its entirety, for which purpose the directors must make the register available at the office of the company.

Upon request the directors shall issue to the shareholder free of charge an extract from the register in respect of his rights to shares.

The particulars in the register relating to partly-paid shares must be open to the inspection of any member of the public; a copy of or extract from such particulars shall be issued by the directors at a charge not exceeding cost to any member of the public requesting such copy or extract.

For further information concerning partly-paid shares, also see part 3 of these notes.

2. Details relating to shares that are encumbered with usufruct or a pledge

2.1. Rights of usufructuaries and pledgees

The most important right which may vest in the usufructuary or the pledgee is the right to vote attached to the shares.

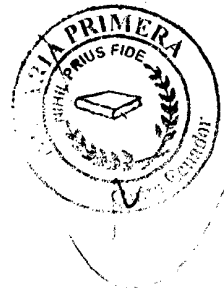
If he is entitled to vote the usufructuary or pledgee will also possess the rights which the law confers upon holders of depositary receipts issued for shares with the cooperation of the company.

The most important of these rights are the rights to receive notice of the general meetings of shareholders, the right to attend and to take the floor at the general meetings, and to obtain free of charge copies of the company's annual accounts, the annual report and the particulars to be added thereto pursuant to Section 392 [1], Book 2 of the Netherlands Civil Code, as well as the right to inspect and obtain copies of or extracts from the resolutions of the general meetings of shareholders (Section 230 [4]), Book 2 of the Netherlands Civil Code)² These statutory rights may vest in the usufructuary or pledgee even if he does not have the right to vote. This will be the case if the articles of association so provide and the contrary has not been stipulated at the acquisition of the usufruct or pledge.

If a shareholder does not have the right to vote because it is vested in the usufructuary or pledgee, that shareholder shall likewise possess the above-mentioned statutory rights.

2.2. Inspection of and extracts from the register

Persons who possess usufruct of or a pledge on shares and who with respect to those shares have the rights which the law confers upon holders of depositary receipts issued for shares with the cooperation of the company, are – just like shareholders – entitled to inspect the register in its entirety.



4.2 Creation and transfer of usufruct of shares; creation of a pledge on shares

For these purposes, too, a notarial deed is required, as is acknowledgment or service as referred to in 4.1. There are no specific statutory requirements as to the contents of an extract, to be presented to the company, from the deed whereby usufruct is created or a pledge is given or whereby usufruct is transferred. Of course the nature of these transactions entails that such extract should at least contain the particulars which are required to be recorded in the register of shareholders.

4.3. Apportionment of shares

In cases of change of ownership of shares due to apportionment resulting from the division of a community of property or joint estate, a notarial deed is likewise required, as is acknowledgment or service as referred to in 4.1.

4.4. Wills – parental division of property

A form of will frequently made in the Netherlands is the so-called parental division of property. If by such a will a shareholder has bequeathed his or her shares to his or her spouse and/or descendants, the spouse and/or descendants will acquire the shareholder's shares by his or her death. The will itself constitutes the notarial deed of acquisition and any further notarial deed is not needed. The beneficiary under the will who has so become a shareholder cannot exercise his rights until acknowledgment or service as referred to in 4.1. has taken place. Also see part 5. of these notes.

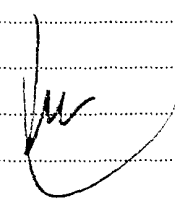
5. Transfer restrictions

All articles of association of private companies contain rules to restrict the transferability of shares. Such transfer restrictions may also contain provisions relating to the transmission of shares on the shareholder's death and to the apportionment of shares belonging to a joint estate, as well as provisions concerning the control of shares, for example in cases where a shareholder is adjudged bankrupt or placed under compulsory guardianship. In such cases it is advisable to consult the applicable statutes and the company's articles of association. A transfer of shares made without due observance or in contravention of the provisions laid down in the transfer restrictions will be null and void.

¹ Specimen extracts are provided at the back of this book.

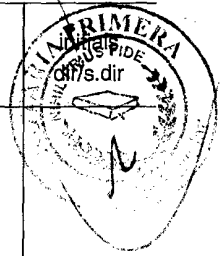
² See Register of Resolutions of Shareholders (Minute Book), English version, Kluwer, Deventer, ISBN 90 268 2395 9.

AUTHORISED CAPITAL

Number (and class) of shares; identifying numbers (if any)	nominal value per share	total amount (per class)	initials dir/s.dir
200 shares	NLG 1,000	NLG 200,000	
.....	NLG	NLG	
.....	NLG	NLG	
.....	NLG	NLG	
.....	NLG	NLG	
.....	NLG	NLG	
Authorised capital as at 27 April 1998	total NLG 200,000		
Authorised capital after increase or reduction of capital, following alteration of the nominal value amount or the class of shares			initials dir/s.dir
.....	NLG	NLG	
.....	NLG	NLG	
.....	NLG	NLG	
.....	NLG	NLG	
.....	NLG	NLG	
.....	NLG	NLG	
Authorised capital as at	total NLG		
Authorised capital after increase or reduction of capital, following alteration of the nominal value amount or the class of shares			initials dir/s.dir
.....	NLG	NLG	
.....	NLG	NLG	
.....	NLG	NLG	
.....	NLG	NLG	
.....	NLG	NLG	
.....	NLG	NLG	
Authorised capital as at	total NLG		
Authorised capital after increase or reduction of capital, following alteration of the nominal value amount or the class of shares			initials dir/s.dir
.....	NLG	NLG	
.....	NLG	NLG	
.....	NLG	NLG	
.....	NLG	NLG	
.....	NLG	NLG	
.....	NLG	NLG	
Authorised capital as at	total NLG		

ISSUED CAPITAL (continued)

Issued capital after issue of shares, after reduction of capital,
after alteration of the nominal value amount or the class of shares



.....	NLG	NLG
.....	NLG	NLG
.....	NLG	NLG
.....	NLG	NLG
.....	NLG	NLG
.....	NLG	NLG
Issued capital as at	total NLG	

Issued capital after issue of shares, after reduction of capital,
after alteration of the nominal value amount or the class of shares

initials
dir/s.dir

.....	NLG	NLG
.....	NLG	NLG
.....	NLG	NLG
.....	NLG	NLG
.....	NLG	NLG
.....	NLG	NLG
Issued capital as at	total NLG	

Issued capital after issue of shares, after reduction of capital,
after alteration of the nominal value amount or the class of shares

initials
dir/s.dir

.....	NLG	NLG
.....	NLG	NLG
.....	NLG	NLG
.....	NLG	NLG
.....	NLG	NLG
.....	NLG	NLG
Issued capital as at	total NLG	

Issued capital after issue of shares, after reduction of capital,
after alteration of the nominal value amount or the class of shares

initials
dir/s.dir

.....	NLG	NLG
.....	NLG	NLG
.....	NLG	NLG
.....	NLG	NLG
.....	NLG	NLG
.....	NLG	NLG
Issued capital as at	total NLG	

PARTICULARS OF EACH SHAREHOLDER

page 1

(fully paid shares)

SHAREHOLDER

name : BW/IP INTERNATIONAL, INC.
 address : 200 Oceangate Suite 900, Long Beach, California
 change of address/name* : 90802, USA
 as at initials
 change of address/name* :
 as at initials

FIRST REGISTRATION

event or instrument
 underlying the acquisition : issue at the incorporation of the
 Company
 date of acquisition : 27 April 1998
 date of acknowledgment/service* : not applicable
 concerns the shares
 number (and class) : 40 shares
 each of a nominal value of : NLG 1,000
 identifying nos. (if any) : 1 through 40
 date of registration : 27 April 1998

SPECIAL DETAILS : signature(s)

CHANGE**

event or instrument underlying
 acquisition/alienation* : deed of transfer, executed before Mr. M.W. van
 der Zanden, notary in Eindhoven
 date of acquisition/alienation* : 27 April 1998
 date of acknowledgment/service* : 27 April 1998
 concerns the shares
 number (and class) : 40 shares
 each of a nominal value of : NLG 1,000
 identifying nos. (if any) : 1 through 40

shares held following change
 number (and class) : -
 each of a nominal value of : -
 identifying nos. (if any) : -
 date of registration : 27 April 1998

SPECIAL DETAILS : signature(s)

CHANGE**

event or instrument underlying
 acquisition/alienation* :
 date of acquisition/alienation* :
 date of acknowledgment/service* :
 concerns the shares
 number (and class) :
 each of a nominal value of :
 identifying nos. (if any) :

shares held following change
 number (and class) :
 each of a nominal value of :
 identifying nos. (if any) :

date of registration :
 SPECIAL DETAILS : signature(s)

CHANGES CONTINUED OVERLEAF

INITIALS TO AUTHENTICATE

PAGE 1

delete as appropriate
 for examples see specimen register at the back of this book

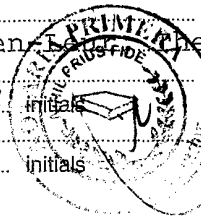
PARTICULARS OF EACH SHAREHOLDER

page 2

(fully paid shares)

SHAREHOLDER

name : BW/IP INTERNATIONAL B.V.
 address : Parallelweg 6, 4878 AH Etten-Leur, Netherlands
 change of address/name* : Flouwerie B.V.
 as at 14-08-1998
 change of address/name* :
 as at



FIRST REGISTRATION

event or instrument underlying the acquisition : deed of transfer, executed before Mr. M.W. van der Zanden, notary in Eindhoven
 date of acquisition : 27 April 1998
 date of acknowledgment/service* : 27 April 1998
 concerns the shares
 number (and class) : 40 shares
 each of a nominal value of : NLG 1,000
 identifying nos. (if any) : 1 through 40
 date of registration : 27 April 1998
 SPECIAL DETAILS : signature(s)

CHANGE**

event or instrument underlying acquisition/alienation : deed of transfer, executed before a Subshire of R.W. Clumpekens, notaries in Amsterdam
 date of acquisition/alienation* : 12 July 2010
 date of acknowledgment/service* : 12 July 2010
 concerns the shares
 number (and class) : 40 shares
 each of a nominal value of : NLG 1,000
 identifying nos. (if any) : 1 through 40
 shares held following change
 number (and class) : 0
 each of a nominal value of :
 identifying nos. (if any) :
 date of registration :
 SPECIAL DETAILS : signature(s)

CHANGE**

event or instrument underlying acquisition/alienation* :
 date of acquisition/alienation* :
 date of acknowledgment/service* :
 concerns the shares
 number (and class) :
 each of a nominal value of :
 identifying nos. (if any) :
 shares held following change
 number (and class) :
 each of a nominal value of :
 identifying nos. (if any) :
 date of registration :
 SPECIAL DETAILS : signature(s)

CHANGES CONTINUED OVERLEAF

INITIALS TO AUTHENTICATE
 PAGE 2

delete as appropriate
 for examples see specimen register at the back of this book

PARTICULARS OF EACH SHAREHOLDER

page 3

(fully paid shares)

SHAREHOLDER

name : Flowserve Luxembourg Holdings Sàrl
 address : 2-8 Avenue Charles de Gaulle, L-1653, Luxembourg
 change of address/name* :
 as at initials
 change of address/name* :
 as at initials

FIRST REGISTRATION

event or instrument underlying the acquisition : deed of transfer executed before a substitute of R.W. Clumphiens, notaris in Amsterdam
 date of acquisition : 12 July 2010
 date of acknowledgment/service* : 12 July 2010
 concerns the shares
 number (and class) : 40 shares
 each of a nominal value of : €16,000
 identifying nos. (if any) : 1 through 40
 date of registration :
 SPECIAL DETAILS : signature(s)

CHANGE**

event or instrument underlying acquisition/alienation* :
 date of acquisition/alienation* :
 date of acknowledgment/service* :
 concerns the shares
 number (and class) :
 each of a nominal value of :
 identifying nos. (if any) :
 shares held following change
 number (and class) :
 each of a nominal value of :
 identifying nos. (if any) :
 date of registration :
 SPECIAL DETAILS : signature(s)

CHANGE**

event or instrument underlying acquisition/alienation* :
 date of acquisition/alienation* :
 date of acknowledgment/service* :
 concerns the shares
 number (and class) :
 each of a nominal value of :
 identifying nos. (if any) :
 shares held following change
 number (and class) :
 each of a nominal value of :
 identifying nos. (if any) :
 date of registration :
 SPECIAL DETAILS : signature(s)

CHANGES CONTINUED OVERLEAF

INITIALS TO AUTHENTICATE
 PAGE 3

* delete as appropriate
 ** for examples see specimen register at the back of this book

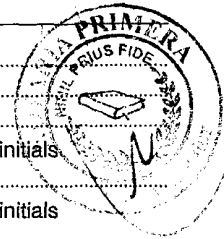
PARTICULARS OF EACH SHAREHOLDER

page 4

(fully paid shares)

SHAREHOLDER

name :
address :
change of address/name* :
as at initials
change of address/name* :
as at initials



FIRST REGISTRATION

event or instrument
underlying the acquisition :
date of acquisition :
date of acknowledgment/service* :
concerns the shares
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
date of registration :
SPECIAL DETAILS : signature(s)

CHANGE**

event or instrument underlying
acquisition/alienation* :
date of acquisition/alienation* :
date of acknowledgment/service* :
concerns the shares
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
shares held following change
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
date of registration :
SPECIAL DETAILS : signature(s)

CHANGE**

event or instrument underlying
acquisition/alienation* :
date of acquisition/alienation* :
date of acknowledgment/service* :
concerns the shares
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
shares held following change
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
date of registration :
SPECIAL DETAILS : signature(s)

CHANGES CONTINUED OVERLEAF

INITIALS TO AUTHENTICATE

PAGE 4

delete as appropriate
for examples see specimen register at the back of this book

PARTICULARS OF EACH SHAREHOLDER

page 5

(fully paid shares)

SHAREHOLDER

name :
address :
change of address/name* :
as at initials
change of address/name* :
as at initials

FIRST REGISTRATION

event or instrument
underlying the acquisition :
date of acquisition :
date of acknowledgment/service* :
concerns the shares
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
date of registration :
SPECIAL DETAILS : signature(s)

CHANGE**

event or instrument underlying
acquisition/alienation* :
date of acquisition/alienation* :
date of acknowledgment/service* :
concerns the shares
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
shares held following change
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
date of registration :
SPECIAL DETAILS : signature(s)

CHANGE**

event or instrument underlying
acquisition/alienation* :
date of acquisition/alienation* :
date of acknowledgment/service* :
concerns the shares
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
shares held following change
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
date of registration :
SPECIAL DETAILS : signature(s)

CHANGES CONTINUED OVERLEAF

INITIALS TO AUTHENTICATE

PAGE 5

delete as appropriate

for examples see specimen register at the back of this book

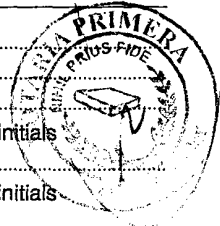
PARTICULARS OF EACH SHAREHOLDER

page 6

(fully paid shares)

SHAREHOLDER

name :
address :
change of address/name* :
change of address/name* :
as at initials
as at initials



FIRST REGISTRATION

event or instrument
underlying the acquisition :
date of acquisition :
date of acknowledgment/service* :
concerns the shares
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
date of registration :
SPECIAL DETAILS : signature(s)

CHANGE**

event or instrument underlying
acquisition/alienation* :
date of acquisition/alienation* :
date of acknowledgment/service* :
concerns the shares
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
shares held following change
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
date of registration :
SPECIAL DETAILS : signature(s)

CHANGE**

event or instrument underlying
acquisition/alienation* :
date of acquisition/alienation* :
date of acknowledgment/service* :
concerns the shares
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
shares held following change
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
date of registration :
SPECIAL DETAILS : signature(s)

CHANGES CONTINUED OVERLEAF

delete as appropriate
for examples see specimen register at the back of this book

INITIALS TO AUTHENTICATE
PAGE 6

PARTICULARS OF EACH SHAREHOLDER

page 7

(fully paid shares)

SHAREHOLDER

name :
address :
change of address/name* :
as at initials
change of address/name* :
as at initials

FIRST REGISTRATION

event or instrument
underlying the acquisition :
date of acquisition :
date of acknowledgment/service* :
concerns the shares
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
date of registration :
SPECIAL DETAILS : signature(s)

CHANGE**

event or instrument underlying
acquisition/alienation* :
date of acquisition/alienation* :
date of acknowledgment/service* :
concerns the shares
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
shares held following change
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
date of registration :
SPECIAL DETAILS : signature(s)

CHANGE**

event or instrument underlying
acquisition/alienation* :
date of acquisition/alienation* :
date of acknowledgment/service* :
concerns the shares
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
shares held following change
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
date of registration :
SPECIAL DETAILS : signature(s)

CHANGES CONTINUED OVERLEAF

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INITIALS TO AUTHENTICATE
PAGE 7

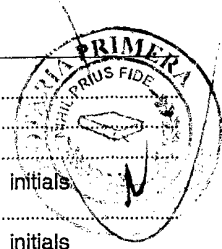
PARTICULARS OF EACH SHAREHOLDER

page 8

(fully paid shares)

SHAREHOLDER

name :
address :
change of address/name* :
as at initials
change of address/name* :
as at initials



FIRST REGISTRATION

event or instrument
underlying the acquisition :
date of acquisition :
date of acknowledgment/service* :
concerns the shares
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
date of registration :
SPECIAL DETAILS : signature(s)

CHANGE**

event or instrument underlying
acquisition/alienation* :
date of acquisition/alienation* :
date of acknowledgment/service* :
concerns the shares
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
shares held following change
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
date of registration :
SPECIAL DETAILS : signature(s)

CHANGE**

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acquisition/alienation* :
date of acquisition/alienation* :
date of acknowledgment/service* :
concerns the shares
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
shares held following change
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
date of registration :
SPECIAL DETAILS : signature(s)

CHANGES CONTINUED OVERLEAF

INITIALS TO AUTHENTICATE

PAGE 8

* delete as appropriate

** for examples see specimen register at the back of this book

PARTICULARS OF EACH SHAREHOLDER

page 9

(fully paid shares)

SHAREHOLDER

name :
address :
change of address/name* :
..... as at initials
change of address/name* :
..... as at initials

FIRST REGISTRATION

event or instrument
underlying the acquisition :
date of acquisition :
date of acknowledgment/service* :
concerns the shares
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
date of registration :
SPECIAL DETAILS : signature(s)

CHANGE**

event or instrument underlying
acquisition/alienation* :
date of acquisition/alienation* :
date of acknowledgment/service* :
concerns the shares
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
shares held following change
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
date of registration :
SPECIAL DETAILS : signature(s)

CHANGE**

event or instrument underlying
acquisition/alienation* :
date of acquisition/alienation* :
date of acknowledgment/service* :
concerns the shares
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
shares held following change
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
date of registration :
SPECIAL DETAILS : signature(s)

CHANGES CONTINUED OVERLEAF

INITIALS TO AUTHENTICATE

PAGE 9

delete as appropriate
for examples see specimen register at the back of this book

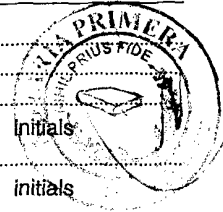
PARTICULARS OF EACH SHAREHOLDER

page 10

(fully paid shares)

SHAREHOLDER

name :
address :
change of address/name* :
change of address/name* :
as at :
as at :
Initials :
Initials :



FIRST REGISTRATION

event or instrument
underlying the acquisition :
date of acquisition :
date of acknowledgment/service* :
concerns the shares
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
date of registration :
SPECIAL DETAILS : signature(s)

CHANGE**

event or instrument underlying
acquisition/alienation* :
date of acquisition/alienation* :
date of acknowledgment/service* :
concerns the shares
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
shares held following change
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
date of registration :
SPECIAL DETAILS : signature(s)

CHANGE**

event or instrument underlying
acquisition/alienation* :
date of acquisition/alienation* :
date of acknowledgment/service* :
concerns the shares
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
shares held following change
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
date of registration :
SPECIAL DETAILS : signature(s)

CHANGES CONTINUED OVERLEAF

INITIALS TO AUTHENTICATE

PAGE 10

delete as appropriate
for examples see specimen register at the back of this book

PARTICULARS OF EACH SHAREHOLDER

page 11

(fully paid shares)

SHAREHOLDER

name :
address :
change of address/name* :
..... as at initials
change of address/name* :
..... as at initials

FIRST REGISTRATION

event or instrument
underlying the acquisition :
date of acquisition :
date of acknowledgment/service* :
concerns the shares
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
date of registration :
SPECIAL DETAILS : signature(s)

CHANGE**

event or instrument underlying
acquisition/alienation* :
date of acquisition/alienation* :
date of acknowledgment/service* :
concerns the shares
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
shares held following change
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
date of registration :
SPECIAL DETAILS : signature(s)

CHANGE**

event or instrument underlying
acquisition/alienation* :
date of acquisition/alienation* :
date of acknowledgment/service* :
concerns the shares
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
shares held following change
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
date of registration :
SPECIAL DETAILS : signature(s)

CHANGES CONTINUED OVERLEAF

INITIALS TO AUTHENTICATE

PAGE 11

* delete as appropriate

** for examples see specimen register at the back of this book

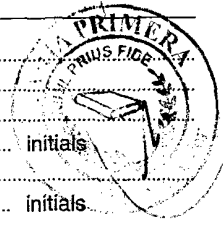
PARTICULARS OF EACH SHAREHOLDER

page 12

(fully paid shares)

SHAREHOLDER

name :
address :
change of address/name* :
as at : initials :
change of address/name* :
as at : initials :



FIRST REGISTRATION

event or instrument
underlying the acquisition :
date of acquisition :
date of acknowledgment/service* :
concerns the shares
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
date of registration :
SPECIAL DETAILS : signature(s)

CHANGE**

event or instrument underlying
acquisition/alienation* :
date of acquisition/alienation* :
date of acknowledgment/service* :
concerns the shares
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
shares held following change
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
date of registration :
SPECIAL DETAILS : signature(s)

CHANGE**

event or instrument underlying
acquisition/alienation* :
date of acquisition/alienation* :
date of acknowledgment/service* :
concerns the shares
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
shares held following change
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
date of registration :
SPECIAL DETAILS : signature(s)

CHANGES CONTINUED OVERLEAF

INITIALS TO AUTHENTICATE
PAGE 12

* delete as appropriate
** for examples see specimen register at the back of this book

name	:		
address	:		
change of address/name*	:		
		 as at	initials
change of address/name*	:		
		 as at	initials
change of address/name*	:		
		 as at	initials

event or instrument	:	
underlying the acquisition	:	
(of the usufruct/pledge)*	:	
date of acquisition	:	
date of acknowledgment/service*	:	
concerns the shares	:	
number (and class)	:	
each of a nominal value of	:	
identifying nos. (if any)	:	
date of registration	:	

the usufructuary/pledgee* has :

- * the right to vote
- * the rights which the law confers upon holders of depositary receipts issued for shares with the cooperation of the company
- * neither the right to vote nor the rights which the law confers upon holders of depositary receipts issued for shares with the cooperation of the company

date of registration :

SPECIAL DETAILS : signature(s)

[illegible]

event or instrument underlying the change	:	
date of the change	:	
consequences of this change	:	

date of registration :

SPECIAL DETAILS : signature(s)

[illegible]

INITIALS TO AUTHENTICATE

PAGE 13

* delete as appropriate

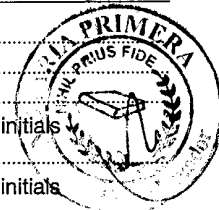
for examples see **specimen register** at the back of this book

PARTICULARS OF EACH USUFRUCTUARY/PLEDGE*

page 14

USUFRUCTUARY/PLEDGE*

name :
 address :
 change of address/name* :
 change of address/name* : as at initials
 change of address/name* : as at initials
 change of address/name* : as at initials



FIRST REGISTRATION**

event or instrument
 underlying the acquisition :
 (of the usufruct/pledge)* :
 date of acquisition :
 date of acknowledgment/service* :
 concerns the shares
 number (and class) :
 each of a nominal value of :
 identifying nos. (if any) :
 date of registration :

RIGHTS VESTED IN THE USUFRUCTUARY/PLEDGE*

the usufructuary/pledgee* has :
 * the right to vote
 * the rights which the law confers upon holders of depositary receipts issued for shares with the cooperation of the company
 * neither the right to vote nor the rights which the law confers upon holders of depositary receipts issued for shares with the cooperation of the company

date of registration :
 SPECIAL DETAILS : signature(s)

CHANGE**

event or instrument underlying
 the change :
 date of the change :
 consequences of this change :

date of registration :
 SPECIAL DETAILS : signature(s)

CHANGES CONTINUED OVERLEAF

INITIALS TO AUTHENTICATE

PAGE 14

* delete as appropriate

** for examples see specimen register at the back of this book

**PARTICULARS CONCERNING A STATUTORY
LIEN ON SHARES**

(Section 259, Book 3 of the Netherlands Civil Code)

page 15

By deed executed before , notary in ,
on , the following shares in the capital of the Company:
number (and class) :
each of a nominal value of :
identifying numbers (if any):
were transferred in trust against depositary receipts issued to the original shareholders.

This transfer of shares in trust against depositary receipts has taken place **with the cooperation** of the Company; consequently the joint holders of depositary receipts issued for the above-mentioned shares possess a statutory lien on said shares.

To this statutory lien no other rights are attached than the right of enforcement as defined in Section 259 [3], Book 3 of the Netherlands Civil Code.

The names and addresses of the holders of depositary receipts who possess the statutory lien are recorded in this register/in the register of holders of depositary receipts* which is kept by the Company and is part of this register of shareholders.**

DATE OF REGISTRATION : SIGNATURE(S)

SPECIAL DETAILS :

.....
.....
.....
.....
.....
.....

By deed executed before , notary in ,
on , the following shares in the capital of the Company:
number (and class) :
each of a nominal value of :
identifying numbers (if any):
were transferred in trust against depositary receipts issued to the original shareholders.

This transfer of shares in trust against depositary receipts has taken place **with the cooperation** of the Company; consequently the joint holders of depositary receipts issued for the above-mentioned shares possess a statutory lien on said shares.

To this statutory lien no other rights are attached than the right of enforcement as defined in Section 259 [3], Book 3 of the Netherlands Civil Code.

The names and addresses of the holders of depositary receipts who possess the statutory lien are recorded in this register/in the register of holders of depositary receipts* which is kept by the Company and is part of this register of shareholders.**

DATE OF REGISTRATION : SIGNATURE(S)

SPECIAL DETAILS :

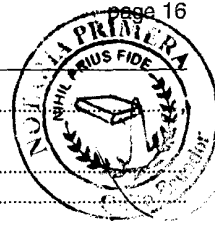
.....
.....
.....
.....
.....
.....

INITIALS TO AUTHENTICATE
PAGE 15

* see part 2.3 of the Explanatory Notes
** delete as appropriate

**PARTICULARS CONCERNING A STATUTORY
LIEN ON SHARES**

(Section 259, Book 3 of the Netherlands Civil Code)



By deed executed before _____, notary in _____
on _____, the following shares in the capital of the Company:
number (and class) : _____
each of a nominal value of : _____
identifying numbers (if any): _____
were transferred in trust against depositary receipts issued to the original shareholders.

This transfer of shares in trust against depositary receipts has taken place **with the cooperation** of the Company; consequently the joint holders of depositary receipts issued for the above-mentioned shares possess a statutory lien on said shares.

To this statutory lien no other rights are attached than the right of enforcement as defined in Section 259 [3], Book 3 of the Netherlands Civil Code.

The names and addresses of the holders of depositary receipts who possess the statutory lien are recorded in this register/in the register of holders of depositary receipts* which is kept by the Company and is part of this register of shareholders.**

DATE OF REGISTRATION : _____ SIGNATURE(S)
SPECIAL DETAILS : _____

By deed executed before _____, notary in _____,
on _____, the following shares in the capital of the Company:
number (and class) : _____
each of a nominal value of : _____
identifying numbers (if any): _____
were transferred in trust against depositary receipts issued to the original shareholders.

This transfer of shares in trust against depositary receipts has taken place **with the cooperation** of the Company; consequently the joint holders of depositary receipts issued for the above-mentioned shares possess a statutory lien on said shares.

To this statutory lien no other rights are attached than the right of enforcement as defined in Section 259 [3], Book 3 of the Netherlands Civil Code.

The names and addresses of the holders of depositary receipts who possess the statutory lien are recorded in this register/in the register of holders of depositary receipts* which is kept by the Company and is part of this register of shareholders.**

DATE OF REGISTRATION : _____ SIGNATURE(S)
SPECIAL DETAILS : _____

INITIALS TO AUTHENTICATE
PAGE 16

* see part 2.3 of the Explanatory Notes
** delete as appropriate

PARTICULARS OF EACH SHAREHOLDER

page 17

(partly-paid shares)

SHAREHOLDER

name :
address :
change of address/name* :
..... as at initials
change of address/name* :
..... as at initials
change of address/name* :
..... as at initials

FIRST REGISTRATION

event or instrument
underlying the acquisition :
date of acknowledgment/service* :
concerns the shares
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
capital paid on each share :
date of registration :
SPECIAL DETAILS : signature(s)

amount subsequently called
on each share :
date of payment of call : initials
RELEASE FROM LIABILITY IN RESPECT MONIES UNPAID AND NOT YET CALLED ON SHARES
granted on : initials
SPECIAL DETAILS : signature(s)

CHANGE**

event or instrument underlying
acquisition/alienation* :
date of acquisition/alienation* :
date of acknowledgment/service* :
concerns the shares
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
capital paid on each share :
date of registration :
SPECIAL DETAILS : signature(s)

amount subsequently called
on each share :
date of payment of call : initials
RELEASE FROM LIABILITY IN RESPECT MONIES UNPAID AND NOT YET CALLED ON SHARES
granted on : initials
SPECIAL DETAILS : signature(s)

CHANGES CONTINUED OVERLEAF

INITIALS TO AUTHENTICATE
PAGE 17

* delete as appropriate
** for examples see specimen register at the back of this book

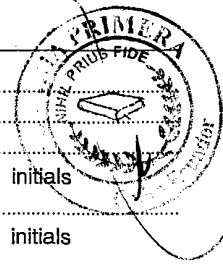
PARTICULARS OF EACH SHAREHOLDER

page 18

(partly-paid shares)

SHAREHOLDER

name :
address :
change of address/name* :
change of address/name* : as at initials
change of address/name* : as at initials
change of address/name* : as at initials

**FIRST REGISTRATION**

event or instrument
underlying the acquisition :
date of acknowledgment/service* :
concerns the shares
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
capital paid on each share :
date of registration :
SPECIAL DETAILS : signature(s)

amount subsequently called
on each share :
date of payment of call : initials
RELEASE FROM LIABILITY IN RESPECT MONIES UNPAID AND NOT YET CALLED ON SHARES
granted on : initials
SPECIAL DETAILS : signature(s)

CHANGE**

event or instrument underlying
acquisition/alienation* :
date of acquisition/alienation* :
date of acknowledgment/service* :
concerns the shares
number (and class) :
each of a nominal value of :
identifying nos. (if any) :
capital paid on each share :
date of registration :
SPECIAL DETAILS : signature(s)

amount subsequently called
on each share :
date of payment of call : initials
RELEASE FROM LIABILITY IN RESPECT MONIES UNPAID AND NOT YET CALLED ON SHARES
granted on : initials
SPECIAL DETAILS : signature(s)

CHANGES CONTINUED OVERLEAF

INITIALS TO AUTHENTICATE

PAGE 18

* delete as appropriate

** for examples see specimen register at the back of this book

PARTICULARS OF EACH HOLDER OF DEPOSITARY RECEIPTS

(depositary receipts issued for fully paid shares)

page 19

HOLDER OF DEPOSITARY RECEIPTS

name :
address :
change of address/name* :
..... as at initials
change of address/name* :
..... as at initials
change of address/name* :
..... as at initials

FIRST REGISTRATION

by deed of transfer/by succession* the above-named person acquired
..... as at
and consequently is the holder of : depositary receipts, each of a nominal value
of NLG
identifying nos. (if any) :
date of registration : signature(s)
SPECIAL DETAILS :
.....
.....

CHANGE**

event or instrument underlying the change :
..... as at
consequently the above-named
person is the holder of : depositary receipts, each of a nominal value
of NLG
identifying nos. (if any) :
date of registration : signature(s)
SPECIAL DETAILS :
.....
.....

CHANGE**

event or instrument underlying the change :
..... as at
consequently the above-named
person is the holder of : depositary receipts, each of a nominal value
of NLG
identifying nos. (if any) :
date of registration : signature(s)
SPECIAL DETAILS :
.....
.....

CHANGE**

event or instrument underlying the change :
..... as at
..... as at
consequently the above-named
person is the holder of : depositary receipts, each of a nominal value
of NLG
identifying nos. (if any) :
date of registration : signature(s)
SPECIAL DETAILS :
.....
.....

INITIALS TO AUTHENTICATE

PAGE 19

* delete as appropriate

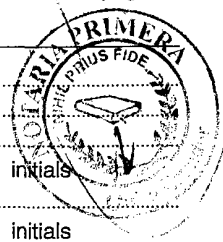
PARTICULARS OF EACH HOLDER OF DEPOSITARY RECEIPTS

(depository receipts issued for fully paid shares)

page 20

HOLDER OF DEPOSITARY RECEIPTS

name :
address :
change of address/name* :
..... as at initials
change of address/name* :
..... as at initials
change of address/name* :
..... as at initials



FIRST REGISTRATION

by deed of transfer/by succession* the above-named person acquired
..... as at
and consequently is the holder of : depository receipts, each of a nominal value
of NLG
identifying nos. (if any) :
date of registration : signature(s)
SPECIAL DETAILS :
.....
.....

CHANGE**

event or instrument underlying the change :
..... as at
consequently the above-named
person is the holder of : depository receipts, each of a nominal value
of NLG
identifying nos. (if any) :
date of registration : signature(s)
SPECIAL DETAILS :
.....
.....

CHANGE**

event or instrument underlying the change :
..... as at
consequently the above-named
person is the holder of : depository receipts, each of a nominal value
of NLG
identifying nos. (if any) :
date of registration : signature(s)
SPECIAL DETAILS :
.....
.....

CHANGE**

event or instrument underlying the change :
..... as at
..... as at
consequently the above-named
person is the holder of : depository receipts, each of a nominal value
of NLG
identifying nos. (if any) :
date of registration : signature(s)
SPECIAL DETAILS :
.....
.....

INITIALS TO AUTHENTICATE

PAGE 20

* delete as appropriate

SPECIMEN COMPLETED REGISTER

SHAREHOLDER

name : *John Doe*
address : *Register 4, 4321 CL Deventer*
change of address/name* :
..... as at initials
change of address/name* :
..... as at initials

FIRST REGISTRATION

event or instrument underlying the acquisition	:	<i>issue at incorporation of the Company</i>
date of acquisition	:	<i>15-01-93</i>
date of acknowledgment/service*	:	<i>not applicable</i>
concerns the shares		
number (and class)	:	<i>4,000 ordinary shares and 1 priority share</i>
each of a nominal value of	:	<i>NLG 100</i>
identifying nos. (if any)	:	<i>1 through 4000 and P1, respectively</i>
date of registration	:	<i>15-01-1993</i>
SPECIAL DETAILS	:	<i>none</i>
		signature(s)

[Incorporation]

CHANGE

event or instrument underlying acquisition/ alienation *	:	<i>deed of issue executed on 29-01-1993 before X, notary in Z</i>
date of acquisition/ alienation *	:	<i>29-01-1993.</i>
date of acknowledgment/service*	:	<i>not applicable.</i>
concerns the shares		
number (and class)	:	<i>2,000 ordinary shares and 1 priority share</i>
each of a nominal value of	:	<i>NLG 100</i>
identifying nos. (if any)	:	<i>4001 through 6000 and P2, respectively.</i>
shares held following change		
number (and class)	:	<i>6000 ordinary shares and 2 priority shares.</i>
each of a nominal value of	:	<i>NLG 100</i>
identifying nos. (if any)	:	<i>1 through 6000 and P1 and P2, respectively</i>
date of registration	:	<i>29-01-1993.</i>
SPECIAL DETAILS	:	<i>shares were issued by resolution</i> signature(s)
<i>of the G.M.S. passed on 28-01-1993 on a proposal of the meeting of holders</i>		
<i>of priority shares</i>		

[Issue]

CHANGE

event or instrument underlying acquisition/alienation*	change	:	alteration of the nominal value of each ordinary share by amendment of the Articles of Association on 10-05-1993
date of acquisition/alienation*		:	10-05-1993
date of acknowledgment/service*		:	not applicable
concerns the shares			
number (and class)		:	6000 ordinary shares and 2 priority shares
each of a nominal value of		:	NLG 100
identifying nos. (if any)		:	1 through 6000 and P1 and P2, respectively
shares held following change			
number (and class)		:	600,000 ordinary shares and 2 priority shares
each of a nominal value of		:	NLG 1 and NLG 100, respectively
identifying nos. (if any)		:	1 through 600,000 and P1 and P2, respectively
date of registration		:	10-05-1993
SPECIAL DETAILS		:	none
		:	signature(s)

[Change of nominal value]

CHANGES CONTINUED OVERLEAF

* delete as appropriate



EXTRACT FROM THE REGISTER OF SHAREHOLDERS

of the private company with limited liability

registered office :

departmental number : B.V.

The Director(s) of the Company certifies (certify) that on the date hereof/on **
the register of shareholders of the Company contains the record of registration of:

surname and initials: ,

full address: ,

as holder of (number and class): shares***,

identifying numbers (if any): ,

each of a nominal value of: ,

all of which shares have been paid in full/on which shares the following capital payment has been made**:

and which shares were acquired on as follows:

With respect to these shares the register contains no record of any usufruct or pledge.

THIS EXTRACT IS A NON-NEGOTIABLE DOCUMENT

EXTRACT ISSUED

place :

date :

signature(s) :

* see also the specimen extract on the next page

** delete as appropriate

*** the shareholder may demand that he be issued an extract in respect of only one or in respect of several of his shares.

INDEX

[illegible]



SE EMITE COMO COPIA VERDADERA de las páginas pertinentes del registro de accionistas de Flowserve International B.V., compañía limitada privada (*besloten vennootschap met beperkte aansprakelijkheid*) con oficinas registradas situadas en Amsterdam, Países Bajos, y lugar principal de negocios en Parallelweg 6, 4878 AH Etten-Leur, Países Bajos, y registrada en el registro comercial de la Cámara de Comercio bajo el número de archivo 33302300, las que me han sido mostradas y luego devueltas al emisor después de haber sido comparadas con el original por mí, Suzanna Juliana Maria Kuit, candidata a notario civil como substituta de Francisca Theodora Henriette van Loon-Vercauteren, notario civil, con funciones en Rotterdam, Países Bajos.

Explícitamente, esta declaración no contiene ningún juicio respecto del contenido del documento adjunto.

Rotterdam, Países Bajos, 31 de marzo de 2014, a las quince horas y cincuenta minutos.

[firma] ilegible

[sello] Sr. F.Th.H. van Loon-Vercauteren, Notario de Rotterdam.

APOSTILLA

1. (Convención de La Haya de 5 de octubre de 1961)
País: Países Bajos
Este documento público
2. ha sido firmado por S.J.M. Kuit
3. actuando en calidad de notario junior
4. tiene el sello/timbre del Sr. F.Th.H. van Loon-Vercauteren en Rotterdam

CERTIFICADO

5. en Rotterdam
6. el 31 de marzo de 2014
7. por el Secretario de la Corte de Distrito (*Griffier van de Rechtbank*)
8. No. HA RP 14-1965
9. Sello/timbre: Sr. F.Th.H. van Loon-Vercauteren, Notario de Rotterdam
10. Firma: L. Bourne

[Sello]



REGISTRO DE ACCIONISTAS
de la compañía privada de responsabilidad limitada
FLOWERVE INTERNATIONAL B.V.

Cambio de nombre en -
 Cambio de nombre en -
 Oficinas registradas: Amsterdam
 Constituida mediante escritura otorgada el 27 de abril de 1998
 ante: Sr. M.W. van der Zanden
 Notario de Eindhoven
 No. departamental B.V. 632.796

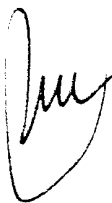
Escritura constitutiva enmendada
 en -
 mediante escritura otorgada el -
 ante -
 Notario de -

Este registro comprende veinte páginas numeradas y rubricadas que contienen detalles de los accionistas, usufructuarios y acreedores prendarios de acciones y de los tenedores de recibos de depósito emitidos por las acciones. Este registro contiene detalles de la compañía desde la fecha de su constitución.

Firma del/los Director(es) y/o Director(es) Supervisor(es): Ilegible

REGISTRO DE ACCIONISTAS
 de la compañía privada de responsabilidad limitada
 FLOWSERVE INTERNATIONAL B.V.

Cambio de nombre en -
 Cambio de nombre en -
 Oficinas registradas: Amsterdam
 Constituida mediante escritura otorgada el 27 de abril de 1998
 ante: Sr. M.W. van der Zanden
 Notario de Eindhoven
 No. departamental B.V. 632.796

 Escritura constitutiva enmendada
 en -
 mediante escritura otorgada el -
 ante -
 Notario de -

Este registro comprende veinte páginas numeradas y rubricadas que contienen detalles de los accionistas, usufructuarios y acreedores prendarios de acciones y de los tenedores de recibos de depósito emitidos por las acciones. Este registro contiene detalles de la compañía desde la fecha de su constitución.

Firma del/los Director(es) y/o Director(es) Supervisor(es): Ilegible



NOTAS EXPLICATIVAS

1. General

1.1 Contenido del registro

Las compañías privadas de responsabilidad limitada únicamente tienen acciones nominativas y no emiten títulos de acciones. Con relación a ello, la Sección 194, Libro 2, del Código Civil de los Países Bajos requiere que los directores ("*het bestuur*" – la administración según la terminología legal) mantengan un registro. Es deber de los directores mantener el registro regularmente actualizado. Se deben incluir los siguientes detalles en el registro:

- Nombres y direcciones de los accionistas.
- La fecha en que los accionistas adquirieron sus acciones y la fecha en la que la transacción fue reconocida por la compañía o se la notificó a la compañía (ver la parte 4 de estas Notas).
- Nombres y direcciones de las personas que poseen el usufructo de las acciones o una prenda sobre las acciones.
- La fecha en que los usufructuarios o acreedores prendarios adquirieron su participación en las acciones y la fecha en la que dicha adquisición fue reconocida por la compañía o se la notificó a la compañía (ver la parte 4 de estas Notas).
- Qué derechos tienen los usufructuarios y acreedores prendarios (ver la parte 2 de estas Notas).
- El monto pagado por cada acción.
- Cada liberación de responsabilidad otorgada con respecto de dineros impagos y aún no requeridos por las acciones.

La carta constitutiva de la compañía podrá contener otras regulaciones con respecto del contenido del registro y la forma en que se lo debe mantener.

El incumplimiento de estos deberes legales es un delito susceptible de procesamiento (Sección 1(4) del "*wet op de economische delicten*").

1.2 Inspección y extractos¹ del registro

Cada accionista tiene derecho a inspeccionar el registro en su totalidad, para cuyo propósito los directores deberán mantener el registro disponible en las oficinas de la compañía.

A pedido, los directores emitirán a los accionistas, sin costo alguno, un extracto del registro con relación a sus derechos sobre las acciones.

Los detalles en el registro con respecto a acciones parcialmente pagadas deben estar abiertos para ser inspeccionados por cualquier miembro del público. Los directores

¹ En el dorso del libro se presentan muestras de tales extractos.

emitirán una copia o extracto de esos detalles por un costo que no excederá el costo para ningún miembro del público que pida dicha copia o extracto.

Para más información respecto de las acciones parcialmente pagadas, ver además la parte 3 de estas Notas.

2. Detalles relacionados con acciones afectadas por un usufructo o prenda:

2.1 Derechos de los usufructuarios o acreedores prendarios:

El derecho más importante que puede tener un usufructuario o acreedor prendario es el derecho a voto que contienen las acciones.

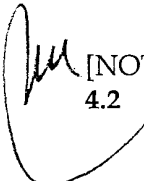
Si tiene derecho a votar, el usufructuario o acreedor prendario también posee los derechos que confiere la ley a los tenedores de recibos de depósito emitidos por las acciones con cooperación de la compañía.

Los más importantes de estos derechos son el derecho a ser convocados a juntas generales de accionistas, derecho a asistir y tomar la palabra en las juntas generales, y el derecho a obtener, sin costo, copias de las cuentas anuales de la compañía, el informe anual y los detalles que se añaden a ellos de conformidad con la Sección 392(1), Libro 2 del Código Civil de los Países Bajos, así como el derecho a inspeccionar y obtener copias o extractos de las resoluciones adoptadas en las juntas generales de accionistas (Sección 230(4) Libro 2 del Código Civil de los Países Bajos². Estos derechos establecidos por ley pueden ser otorgados a los usufructuarios o acreedores prendarios aún si no tienen derecho a votar. Esto sería el caso si la carta constitutiva así lo establece y si no se ha indicado lo contrario al momento de adquisición del usufructo o prenda.

Si un accionista no tiene derecho a votar porque ese derecho se ha dado al usufructuario o acreedor prendario, ese accionista igualmente poseerá los derechos establecidos por ley arriba mencionados.

2.2 Inspección del registro y extractos del mismo

Las personas que poseen el usufructo o una prenda sobre las acciones y quienes con respecto de esas acciones tienen los derechos que la ley confiere a los tenedores de recibos de depósito emitidos por acciones con cooperación de la compañía, tienen, al igual que los accionistas, derecho a inspeccionar el registro en su totalidad.

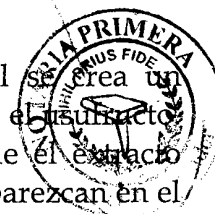
 [NOTA DE LA TRADUCCIÓN: FALTA UNA PÁGINA EN EL ORIGINAL]

4.2 Creación y transferencia del usufructo de acciones; creación de prenda sobre las acciones:

Para estos propósitos también se requiere una escritura notarial puesto que es un reconocimiento de los servicios mencionados en el párrafo 4.1. No existen requisitos legales específicos respecto del contenido de un extracto que se

² Ver Registro de Resoluciones de los Accionistas (Libro de Actas), versión en inglés. Kluwer, Deventer, ISBN 90 268 2395 9.

presenten a la compañía mediante la escritura según la cual se crea un usufructo o se establece una prenda o según la cual se transfiere el usufructo. Por supuesto, la naturaleza de esas transacciones significa que el extracto deberá contener por lo menos los detalles que se requiere que aparezcan en el registro de accionistas.



4.3 Distribución de las acciones:

En el caso de cambio de propiedad de las acciones debido a la distribución resultante de la división de una comunidad de bienes o de una propiedad conjunta, también se requiere una escritura notarial puesto que es un reconocimiento o un servicio como se indica en el párrafo 4.1.

4.4 Testamentos – división patrimonial de los bienes:

Una forma de testamento frecuentemente utilizada en los Países Bajos es la llamada división patrimonial de los bienes. Si, debido a esa clase de testamento, un accionista ha legado sus acciones a su cónyuge y/o descendientes, el(la) cónyuge y/o los descendientes adquirirán las acciones de ese accionista por motivo de su fallecimiento. Esto, en sí mismo, equivale a una escritura notarial de adquisición y no se necesita ninguna otra escritura. El beneficiario que de acuerdo al testamento se haya convertido en accionista puede ejercer sus derechos hasta que haya tenido lugar el reconocimiento o servicio indicado en el párrafo 4.1. Ver además la parte 5 de estas notas.

5. Restricciones a las transferencias:

Todas las escrituras constitutivas de compañías privadas contienen normas que restringen la transferibilidad de acciones. Esas restricciones a la transferencia también pueden incluir disposiciones relacionadas con la transmisión de acciones al ocurrir el fallecimiento del accionista y a la distribución de acciones que pertenecen a una propiedad conjunta, así como disposiciones respecto del control de las acciones, por ejemplo en casos en que se declara a un accionista en quiebra o si se lo somete a tutela obligatoria. En tales casos, es recomendable consultar las leyes aplicables así como la escritura constitutiva de la compañía. Una transferencia de acciones sin la debida observación de las estipulaciones establecidas en las restricciones de transferencia o en contravención de ellas será nula y sin valor.

CAPITAL AUTORIZADO

Número y clase de acciones; números de identificación (si los hubiere)	Valor nominal por acción	Monto total (por clase)	Iniciales dir./dir. s.
200 acciones	NLG 1.000	NLG 200.000	
Capital autorizado al 27 de abril de 1998	Total	NLG 200.000	ilegible

Capital autorizado después de cambio o reducción de capital luego de alteración del valor nominal o la clase de las acciones.	Iniciales dir./dir. s.
Capital autorizado al - NLG - NLG - Total NLG -	ilegible

[NOTA DE LA TRADUCCIÓN: A CONTINUACIÓN SIGUE UNA PÁGINA Y MEDIA
CON LA INFORMACIÓN EN BLANCO EN EL TEXTO ORIGINAL]

[página 1]

DETALLES DE CADA ACCIONISTA (acciones totalmente pagadas)

ACCIONISTA:

Nombre: BW/IP International, Inc.
Dirección: 200 Oceangate Suite 900, Long Beach, California 90802, E.E.U.U.
Cambio de dirección/nombre: -

PRIMER REGISTRO:

Evento o instrumento que fundamenta la adquisición: Emisión al momento de constituirse la compañía
Fecha de la adquisición: 27 de abril de 1998
Respecto de las acciones,
número (y clase): 40 acciones
valor nominal de c/u: NLG 1.000
Nos. de identificación (si los hubiere): 1 al 40
Fecha de registro: 27 de abril de 1998
Detalles especiales: -
[firma] Dos firmas ilegibles

CAMBIO:

Evento o instrumento que fundamenta la enajenación: escritura de transferencia suscrita ante el Sr. M.W. van der Zanden, Notario de Eindhoven
Fecha de la enajenación: 27 de abril de 1998
Fecha de reconocimiento: 27 de abril de 1998
Respecto de las acciones,
número (y clase): 40 acciones
valor nominal de c/u: NLG 1.000
Nos. de identificación (si los hubiere): 1 al 40
Acciones después del cambio
Número (y clase) -
cada una de un valor nominal de: -
Nos. de identificación (si los hubiere): -
Fecha de registro: 27 de abril de 1998
Detalles especiales: -
[firma] Dos firmas ilegibles

CAMBIO: -

DETALLES DE CADA ACCIONISTA

(acciones totalmente pagadas)


ACCIONISTA:

Nombre: BW/IP International B.V..
 Dirección: Parallelweg 6, 4878 AH Etten-Leur, Países Bajos
 Cambio de dirección/nombre: Flowserve B.V., el 14-08-1998

PRIMER REGISTRO:

Evento o instrumento que fundamenta la adquisición: Escritura de transferencia otorgada ante el Sr. M.W. van der Zanden, Notario de Eindhoven
 Fecha de la adquisición: 27 de abril de 1998
 Fecha de reconocimiento: 27 de abril de 1998
 Respecto de las acciones,
 número (y clase): 40 acciones
 valor nominal de c/u: NLG 1.000
 Nos. de identificación (si los hubiere): 1 al 40
 Fecha de registro: 27 de abril de 1998
 Detalles especiales: -
 [firma] Dos firmas ilegibles

CAMBIO:

Evento o instrumento que fundamenta la enajenación: escritura de transferencia suscrita ante un substituto de R.W. Clumpliens, Notario de Amsterdam
 Fecha de la enajenación: 12 de julio de 2010
 Fecha de reconocimiento: 12 de julio de 2010
 Respecto de las acciones,
 número (y clase): 40 acciones
 valor nominal de c/u: NLG 1.000
 Nos. de identificación (si lo hubiere): 1 al 40
 Acciones después del cambio:
 Número (y clase) - 0
 cada una de un valor nominal de: -
 Fecha de registro: -
 Detalles especiales: -
 [firma] Firma ilegible

CAMBIO: -

[página 3]

DETALLES DE CADA ACCIONISTA

(acciones totalmente pagadas)

ACCIONISTA:

Nombre: Flowserve Luxemburg Holdings Sarl.
 Dirección: 2-8 Avenue Charles de Gaulle, L-1653, Luxemburgo
 Cambio de dirección/nombre: -

PRIMER REGISTRO:

Evento o instrumento que fundamenta la adquisición: Escritura de transferencia otorgada ante un substituto del Sr. R.W. Clumpliens, Notario de Amsterdam

Fecha de la adquisición: 12 de julio de 2010
 Fecha de reconocimiento: 12 de julio de 2010
 Respecto de las acciones,
 número (y clase): 40 acciones
 valor nominal de c/u: NLG 1.000
 Nos. de identificación (si los hubiere): 1 al 40
 Fecha de registro: -
 Detalles especiales: -
 [firma] Firma ilegible

[NOTA DE LA TRADUCCIÓN: EN EL TEXTO ORIGINAL LA INFORMACIÓN ESTÁ EN BLANCO EN LA PÁGINA 3 HASTA LA PÁGINA 12 (DETALLES DE CADA ACCIONISTA - ACCIONES TOTALMENTE PAGADAS), EN LAS PÁGINAS 13 Y 14 (DETALLES DE CADA USUFRUCTUARIO/ACREEDOR PRENDARIO), EN LAS PÁGINAS 15 Y 16 (DETALLES SOBRE GRAVÁMENES SOBRE LAS ACCIONES), EN LAS PÁGINAS 17 Y 18 (DETALLES DE CADA ACCIONISTA - ACCIONES PARCIALMENTE PAGADAS) Y EN LAS PÁGINAS 19 Y 20 (DETALLES DE CADA TENEDOR DE RECIBOS DE DEPÓSITO).

MUESTRA DE CÓMO LLENAR EL REGISTRO

ACCIONISTA:

Nombre: John Doe
 Dirección: Registro 4, 4321 CL Deventer
 Cambio de dirección/nombre: -

PRIMER REGISTRO:

Evento o instrumento que fundamenta la adquisición: Emitido al momento de constituir la compañía
 Fecha de la adquisición: 15-01-93
 Fecha de reconocimiento: no aplicable
 Respecto de las acciones,
 número (y clase): 4.000 acciones ordinarias y 1 acción preferida
 valor nominal de c/u: NLG 100
 Nos. de identificación (si los hubiere): 1 al 4.000 y P1 respectivamente
 Fecha de registro: 15-01-1993
 Detalles especiales: ninguno
 Firma

CAMBIO:

Evento o instrumento que fundamenta la adquisición: escritura de emisión otorgada el 29-01-1993 ante X, notario de Z
 Fecha de la adquisición: 29-01-1993
 Fecha de reconocimiento: no aplicable
 Respecto de las acciones,
 número (y clase): 2.000 acciones ordinarias y 1 acción preferida
 valor nominal de c/u: NLG 100
 Nos. de identificación (si lo hubiere): 4001 al 6000 y P2 respectivamente
 Acciones después del cambio:
 Número (y clase) - cada una de un valor nominal de: 6000 acciones ordinarias y 2 acciones preferidas
 Nos. de identificación: 1 al 6000 y P1 y P2 respectivamente
 Fecha de registro: 29-01-1993
 Detalles especiales: las acciones fueron emitidas mediante resolución del G.M.S. emitida el 28-01-1993 luego de propuesta de la junta de titulares de las acciones preferidas
 Firma

**CAMBIO:**

Evento o instrumento que fundamenta el cambio:

alteración del valor nominal de cada acción ordinaria mediante enmienda de la Escritura Constitutiva el 10-05-1993

Fecha de la adquisición:

10-05-1993

Fecha de reconocimiento:

no aplicable

Respecto de las acciones,

número (y clase):

6000 acciones ordinarias y 2 acciones preferidas

valor nominal de c/u:

NLG 100

Nos. de identificación (si lo hubiere):

1 al 6000 y P1 y P2 respectivamente

Acciones después del cambio:

Número (y clase) -

600.000 acciones ordinarias y 2 acciones preferidas

cada una de un valor nominal de:

NGL 100

Nos. de identificación

1 al 6000 y P1 y P2 respectivamente

Fecha de registro:

10-05-1993

Detalles especiales:

ninguno

Firma

EXTRACTO DEL REGISTRO DE ACCIONISTAS
de la compañía privada con responsabilidad limitada

oficinas registradas -----

número departamental B.V. -----

El(Los) Director(es) de la compañía certifica(n) que en la fecha de este instrumento - el registro de accionistas de la Compañía contiene el registro de:

apellido e iniciales: -

dirección completa: -

como titular de (número y clase) --- acciones

cada una de un valor nominal de ---

todas las cuales han sido pagadas en su totalidad/sobre las cuales se ha efectuado el siguiente pago de capital: ---

y fueron adquiridas en ---, de la manera siguiente: ---

Con respecto de estas acciones, el registro no indica ningún usufructo o prenda.

Este extracto es un documento no negociable.

El extracto se emitió el ---

Lugar: ---

Fecha: ---

Firma: ---

(ver muestra del extracto en la siguiente página)

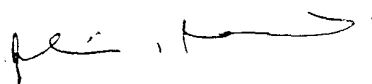
(eliminar si es apropiado)

(el accionista puede pedir que se le entregue un extracto con relación a una o con respecto a varias acciones suyas)

ÍNDICE

Nombre del accionista, usufructuario, acreedor prendario, tenedor de recibos de depósito	Página

[NOTA DE LA TRADUCCIÓN: LA INFORMACIÓN EN EL TEXTO ORIGINAL ESTÁ EN BLANCO]



Alicia de Reed
Traductora
C.I. 0901000083



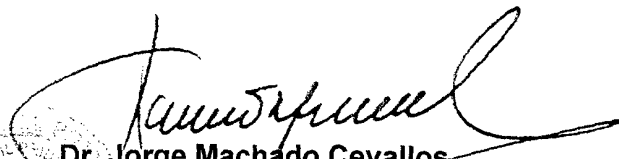


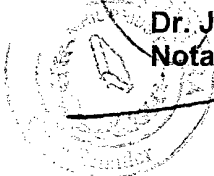
DR. JORGE MACHADO CEVALLOS

2014-17-01-NOTARIA 01-D02545



NOTARIA PRIMERA DE QUITO: AUTENTICACION DE FIRMA.-
DILIGENCIA NUMERO DOS MIL QUINIENTOS CUARENTA Y CINCO.- (No. 2545).- En la ciudad de San Francisco de Quito, Distrito Metropolitano, Capital del la República del Ecuador; hoy, día lunes catorce de abril de dos mil catorce; ante mi doctor **Jorge Machado Cevallos**, Notario Primero de este cantón; comparece la señora **Alicia del Carmen Coloma Mena**, de estado civil viuda, portadora de la cédula de identidad ecuatoriana No. 090100008-3, por sus propios y personales derechos.- La compareciente es mayor de edad, domiciliada en este Distrito, legalmente capaz, quien declara conocer el idioma inglés, a quien de conocer doy fe; y, en mi presencia firmó la traducción del Certificado de Existencia Legal de la Compañía FLOWERVE INTERNATIONAL B.V., que antecede, por lo que **CERTIFICO LA AUTENTICIDAD Y LEGITIMIDAD DE SU FIRMA**. Asimismo declara la compareciente que el documento que antecede fue traducido por ella, del idioma inglés, al idioma español.- Extiendo la presente diligencia, al amparo de lo dispuesto en el artículo dieciocho de la ley Notarial y del artículo veinticuatro de la Ley de Modernización.- Se archiva una fotocopia de la presente diligencia, en el libro correspondiente de esta Notaria.-
Imc/ Fc No.156595


Dr. Jorge Machado Cevallos,
Notario Primero del Cantón Quito



REPÚBLICA DEL ECUADOR
DIRECCIÓN GENERAL DE REGISTRO CIVIL
IDENTIFICACIÓN Y CEBULACIÓN

CEBULA DE CIUDADANIA No. 090100008-3

COLOMA MENA ALICIA DEL CARMEN

NOMBRES Y APELLIDOS /PERU/

LUGAR DE NACIMIENTO 31 ENERO 1934

FECHA DE NACIMIENTO 0026 00002 F

PICHINCHA/QUITO

GONZALEZ SUAREZ 1934

PEZAN DEL CEBULADO



EQUATORIANA***** VE443V4222

FRANCIS REED BORJA

SECUNDARIA QUEHACER DOMESTICOS

DESAR COLOMA

CECILIA DE MENA

BOITO 11/01/2010

FECHA DE EMISSION 11/01/2010

FECHA DE CADUCIDAD

TORRAN No. REN 2230455

PLUGAR CERECHO



REPÚBLICA DEL ECUADOR
CONSEJO NACIONAL ELECTORAL

CERTIFICADO DE VOTACIÓN
ELECCIONES SECCIONALES 23-FEB-2014

012 012-0071 0901000083

NUMERO DE CERTIFICADO CEDULA

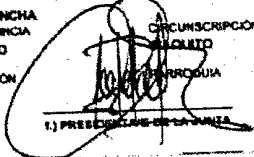
COLOMA MENA ALICIA DEL CARMEN

PICHINCHA CIRCUNSCRIPCION 1

PROVINCIA QUITO 4

CANTON ZONA

1.) PRESIDENTE DEL COMITÉ



NOTARIA PRIMERA DE QUITO
EN APLICACION A LA LEY DE MODERNIZACION
Y A LA LEY NOTARIAL

DOY FE que la fotocopia que ANTECEDE está
conforme con su original que me fue presentado

en _____ Fojas _____ Util(es)

Quito a 14 ABR. 2014

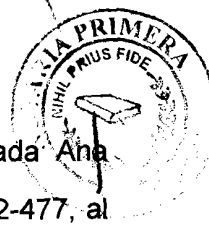


Dr. Jorge Machado Cevallos
Notario Público del Cantón QUITO



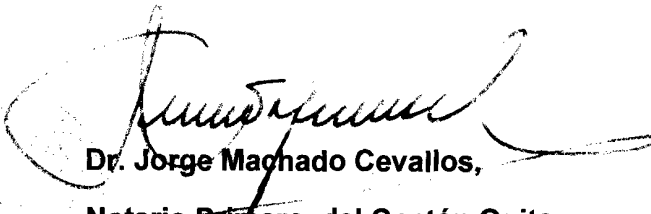


DR. JORGE MACHADO CEVALLOS



RAZON DE PROTOCOLIZACION.- A petición de la abogada Ana González Cevallos, con matrícula profesional número 17-2012-477, al Foro de Abogados, con esta fecha, y en cuarenta y cinco fojas útiles; protocolizo en el registro de escrituras públicas de la Notaría Primera de este cantón actualmente a mi cargo, la Traducción del Certificado de Existencia Legal de la Compañía FLOWSERVE INTERNATIONAL B.V., que antecede.- Quito, catorce de abril de dos mil catorce.- El Notario Primero, (firmado) doctor Jorge Machado C...- (sigue un sello)

Es fiel y, PRIMERA COPIA CERTIFICADA de los documentos que anteceden, protocolizados hoy, ante mí; y, en fe de ello, la confiero debidamente sellada y firmada en Quito, catorce de abril de dos mil catorce.-


Dr. Jorge Machado Cevallos,
Notario Primero del Cantón Quito

