

Bluestar Adisseo Company

蓝星安迪苏股份有限公司

Independent Directors’

Prior Approval on

2016 Day-to-day Related-party Transactions

独立董事关于 2016 年度日常关联交易

的事前认可意见

According to *Guidelines for the Establishment of Independent Directors System in Listed Companies*, *Listed Company Governance Guidelines*, Shanghai Stock Exchange *Listing Rules of Stock*, and the *Articles of Association of Bluestar Adisseo Company* (“AOA”), prior to the convening of the 4th meeting of the 6th term of the board, we received materials on Company’s day-to-day related-party transactions of the Company’s trades with Bluestar New Chemical Materials Co. Ltd, Nanjing Company, Gansu Bluestar Cleaning Co., Ltd. and Bluestar Silicones France SAS, and listened to briefings delivered by relevant personneal, as well as conducting deep research in the meeting materials. We issue the prior approval of such matters as follows:

根据《关于在上市公司建立独立董事制度的指导意见》和《上海证券交易所股票上市规则》及《公司章程》的有关规定，作为蓝星安迪苏股份有限公司（以下简称“公司”）的独立董事，我们在公司第六届董事会第四次会议召开前，收到了关于公司与南京蓝星化工新材料有限公司日常关联交易、甘肃蓝星清洗科技有限公司、Bluestar Silicones France SAS 的相关材料，听取了相关人员对该事项的报告，并对会议材料进行了仔细研究，现对该事项发表事前认可意见如下：

This related-party transaction, can satisfy a part of energy and logistics the Company needs for normal production and operation while benefits the purchase of raw materials and sales of products and is good for the benefits of the Company and all shareholders’.

该等交易能持续满足本公司进行正常生产经营所缺的部分能源与后勤服务，有利于本公司的原料采购和货物销售，有利于公司及全体股东的利益。

In the conclusion, we agree to submit the proposal in respect of day-to-day related-party transactions to the Company’s 4th meeting of the 6th term of the board.

综上，同意将与日常关联交易相关的议案提交公司第六届董事会第四次会议审议。

Independent Directors: _____

独立董事: SONG Lixin ZHOU Guomin

宋立新 周国民

Jean Falgoux

April 13, 2016

2016年4月13日