

Kraton Performance Polymers, Inc.
Form SC 13G
February 12, 2010

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Rule 13d-102)

Information to be Included in Statements Filed
Pursuant to Rule 13d-1(b)(c), and (d) and Amendments thereto
Filed Pursuant to Rule 13d-2(b)

(Amendment No. __)*

Kraton Performance Polymers, Inc.

(Name of Issuer)

Common Stock, \$0.01 Par Value Per Share

(Title of Class of Securities)

50077C 106
(CUSIP Number)

December 31, 2009

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1. Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).

J.P. Morgan Partners (BHCA), L.P.
13-3371826

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)
(b) x

3. SEC Use Only

Citizenship or Place of

4. Organization Delaware

		Sole Voting	
Number of Shares	5.	Power	4,328,179 shares of common stock
Beneficially		Shared Voting	
Owned by Each	6.	Power	n/a
Reporting Person		Sole Dispositive	
With:	7.	Power	4,328,179 shares of common stock
	8.	Shared Dispositive Power	n/a

9. Aggregate Amount Beneficially Owned by Each Reporting Person 4,328,179 shares of common stock

10. Check box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9) 14.1% (1)

12. Type of Reporting Person (See Instructions)

PN

(1) Based on a total of 30,596,196 Shares outstanding, which represent (i) 29,709,114 shares of common stock of the Company outstanding immediately after the Company's initial public offering of common stock (the "Initial Public Offering") pursuant to the Registration Statement on Form S-1 initially filed on October 1, 2009 (as amended) and (ii) 887,082 shares of common stock of the Company issued by the Company on January 7, 2010 pursuant to the exercise of the over-allotment option by the underwriters of the Initial Public Offering, as disclosed on the Company's Current Report on Form 8-K filed on January 8, 2010.

1. Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).

J.P. Morgan Partners Global Investors, L.P.
13-4197054

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)
(b) x

3. SEC Use Only

Citizenship or Place of

4. Organization Delaware

Number of Shares	5.	Sole Voting	
		Power	1,037,530 shares of common stock
Beneficially	6.	Shared Voting	
		Power	n/a
Owned by Each	7.	Sole Dispositive	
		Power	1,037,530 shares of common stock
Reporting Person	8.	Shared Dispositive	n/a
		Power	
With:			

9. Aggregate Amount Beneficially Owned by Each Reporting Person 1,037,530 shares of common stock

10. Check box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9) 3.4% (1)

12. Type of Reporting Person (See Instructions)

PN

(1) Based on a total of 30,596,196 Shares outstanding, which represent (i) 29,709,114 shares of common stock of the Company outstanding immediately after the Company's initial public offering of common stock (the "Initial Public Offering") pursuant to the Registration Statement on Form S-1 initially filed on October 1, 2009 (as amended) and (ii) 887,082 shares of common stock of the Company issued by the Company on January 7, 2010 pursuant to the exercise of the over-allotment option by the underwriters of the Initial Public Offering, as disclosed on the Company's Current Report on Form 8-K filed on January 8, 2010.

1. Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).

JPMP Global Fund/Kraton A, L.P.
04-3782676

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)
(b)

3. SEC Use Only

Citizenship or Place of

4. Organization Delaware

Number of Shares	5.	Sole Voting	159,420 shares of common stock
		Power	
Beneficially	6.	Shared Voting	n/a
		Power	
Owned by Each	7.	Sole Dispositive	159,420 shares of common stock
		Power	
Reporting Person	8.	Shared Dispositive Power	n/a
		Power	
With:			

9. Aggregate Amount Beneficially Owned by Each Reporting Person 159,420 shares of common stock

10. Check box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9) 0.5% (1)

12. Type of Reporting Person (See Instructions)

PN

(1) Based on a total of 30,596,196 Shares outstanding, which represent (i) 29,709,114 shares of common stock of the Company outstanding immediately after the Company's initial public offering of common stock (the "Initial Public Offering") pursuant to the Registration Statement on Form S-1 initially filed on October 1, 2009 (as amended) and (ii) 887,082 shares of common stock of the Company issued by the Company on January 7, 2010 pursuant to the exercise of the over-allotment option by the underwriters of the Initial Public Offering, as disclosed on the Company's Current Report on Form 8-K filed on January 8, 2010.

1. Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).

J.P. Morgan Partners Global Investors (Cayman), L.P.
13-4197057

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)
(b)

3. SEC Use Only

Citizenship or Place of

4. Organization Cayman Islands

Number of Shares	5.	Sole Voting	
		Power	444,268 shares of common stock
Beneficially	6.	Shared Voting	
		Power	n/a
Owned by Each	7.	Sole Dispositive	
		Power	444,268 shares of common stock
Reporting Person	8.	Shared Dispositive Power	n/a

9. Aggregate Amount Beneficially Owned by Each Reporting Person 444,268 shares of common stock

10. Check box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9) 1.5% (1)

12. Type of Reporting Person (See Instructions)

PN

(1) Based on a total of 30,596,196 Shares outstanding, which represent (i) 29,709,114 shares of common stock of the Company outstanding immediately after the Company's initial public offering of common stock (the "Initial Public Offering") pursuant to the Registration Statement on Form S-1 initially filed on October 1, 2009 (as amended) and (ii) 887,082 shares of common stock of the Company issued by the Company on January 7, 2010 pursuant to the exercise of the over-allotment option by the underwriters of the Initial Public Offering, as disclosed on the Company's Current Report on Form 8-K filed on January 8, 2010.

1. Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).

J.P. Morgan Partners Global Investors (Cayman) II, L.P.
26-0005546

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)
(b)

3. SEC Use Only

Citizenship or Place of

4. Organization Cayman Islands

Number of Shares	5.	Sole Voting	
		Power	58,252 shares of common stock
Beneficially	6.	Shared Voting	
		Power	n/a
Owned by Each	7.	Sole Dispositive	
		Power	58,252 shares of common stock
Reporting Person	8.	Shared Dispositive Power	n/a

9. Aggregate Amount Beneficially Owned by Each Reporting Person 58,252 shares of common stock

10. Check box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9) 0.2% (1)

12. Type of Reporting Person (See Instructions)

PN

(1) Based on a total of 30,596,196 Shares outstanding, which represent (i) 29,709,114 shares of common stock of the Company outstanding immediately after the Company's initial public offering of common stock (the "Initial Public Offering") pursuant to the Registration Statement on Form S-1 initially filed on October 1, 2009 (as amended) and (ii) 887,082 shares of common stock of the Company issued by the Company on January 7, 2010 pursuant to the exercise of the over-allotment option by the underwriters of the Initial Public Offering, as disclosed on the Company's Current Report on Form 8-K filed on January 8, 2010.

1. Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).

JPMP Global Fund/Kraton, L.P.
04-3782674

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)
(b) x

3. SEC Use Only

Citizenship or Place of

4. Organization Cayman Islands

Number of Shares	5.	Sole Voting	
		Power	76,619 shares of common stock
Beneficially	6.	Shared Voting	
		Power	n/a
Owned by Each	7.	Sole Dispositive	
		Power	76,619 shares of common stock
Reporting Person	8.	Shared Dispositive Power	n/a

9. Aggregate Amount Beneficially Owned by Each Reporting Person 76,619 shares of common stock

10. Check box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9) 0.3% (1)

12. Type of Reporting Person (See Instructions)

PN

(1) Based on a total of 30,596,196 Shares outstanding, which represent (i) 29,709,114 shares of common stock of the Company outstanding immediately after the Company's initial public offering of common stock (the "Initial Public Offering") pursuant to the Registration Statement on Form S-1 initially filed on October 1, 2009 (as amended) and (ii) 887,082 shares of common stock of the Company issued by the Company on January 7, 2010 pursuant to the exercise of the over-allotment option by the underwriters of the Initial Public Offering, as disclosed on the Company's Current Report on Form 8-K filed on January 8, 2010.

1. Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).

J.P. Morgan Partners Global Investors (Selldown), L.P.
56-2489868

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)
(b)

3. SEC Use Only

Citizenship or Place of

4. Organization Delaware

Number of Shares	5.	Sole Voting	165,984 shares of common stock
		Power	
Beneficially	6.	Shared Voting	n/a
		Power	
Owned by Each	7.	Sole Dispositive	165,984 shares of common stock
		Power	
Reporting Person	8.	Shared Dispositive Power	n/a
		Power	
With:			

9. Aggregate Amount Beneficially Owned by Each Reporting Person 165,984 shares of common stock

10. Check box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9) 0.5% (1)

12. Type of Reporting Person (See Instructions)

PN

(1) Based on a total of 30,596,196 Shares outstanding, which represent (i) 29,709,114 shares of common stock of the Company outstanding immediately after the Company's initial public offering of common stock (the "Initial Public Offering") pursuant to the Registration Statement on Form S-1 initially filed on October 1, 2009 (as amended) and (ii) 887,082 shares of common stock of the Company issued by the Company on January 7, 2010 pursuant to the exercise of the over-allotment option by the underwriters of the Initial Public Offering, as disclosed on the Company's Current Report on Form 8-K filed on January 8, 2010.

1. Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).

J.P. Morgan Partners Global Investors (Selldown) II, L.P.
20-4065857

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)
(b) x

3. SEC Use Only

Citizenship or Place of

4. Organization Delaware

Number of Shares	5.	Sole Voting	
		Power	1,147,467 shares of common stock
Beneficially	6.	Shared Voting	
		Power	n/a
Owned by Each	7.	Sole Dispositive	
		Power	1,147,467 shares of common stock
Reporting Person	8.	Shared Dispositive Power	n/a

9. Aggregate Amount Beneficially Owned by Each Reporting Person 1,147,467 shares of common stock

10. Check box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9) 3.8% (1)

12. Type of Reporting Person (See Instructions)

PN

(1) Based on a total of 30,596,196 Shares outstanding, which represent (i) 29,709,114 shares of common stock of the Company outstanding immediately after the Company's initial public offering of common stock (the "Initial Public Offering") pursuant to the Registration Statement on Form S-1 initially filed on October 1, 2009 (as amended) and (ii) 887,082 shares of common stock of the Company issued by the Company on January 7, 2010 pursuant to the exercise of the over-allotment option by the underwriters of the Initial Public Offering, as disclosed on the Company's Current Report on Form 8-K filed on January 8, 2010.

1. Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).

JPMP Global Fund/Kraton/Selldown, L.P.
37-1504347

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)
(b) x

3. SEC Use Only

Citizenship or Place of

4. Organization Delaware

Number of Shares	5.	Sole Voting	185,305 shares of common stock
		Power	
Beneficially	6.	Shared Voting	n/a
		Power	
Owned by Each	7.	Sole Dispositive	185,305 shares of common stock
		Power	
Reporting Person	8.	Shared Dispositive Power	n/a
		Power	
With:			

9. Aggregate Amount Beneficially Owned by Each Reporting Person 185,305 shares of common stock

10. Check box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9) 0.6% (1)

12. Type of Reporting Person (See Instructions)

PN

(1) Based on a total of 30,596,196 Shares outstanding, which represent (i) 29,709,114 shares of common stock of the Company outstanding immediately after the Company's initial public offering of common stock (the "Initial Public Offering") pursuant to the Registration Statement on Form S-1 initially filed on October 1, 2009 (as amended) and (ii) 887,082 shares of common stock of the Company issued by the Company on January 7, 2010 pursuant to the exercise of the over-allotment option by the underwriters of the Initial Public Offering, as disclosed on the Company's Current Report on Form 8-K filed on January 8, 2010.

1. Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).

JPMP Global Fund/Kraton/Selldown II, L.P.
20-8308462

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)
(b) x

3. SEC Use Only

Citizenship or Place of

4. Organization Delaware

Number of Shares	5.	Sole Voting	
		Power	72,205 shares of common stock
Beneficially	6.	Shared Voting	
		Power	n/a
Owned by Each	7.	Sole Dispositive	
		Power	72,205 shares of common stock
Reporting Person	8.	Shared Dispositive Power	n/a
With:			

9. Aggregate Amount Beneficially Owned by Each Reporting Person 72,205 shares of common stock

10. Check box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9) 0.2% (1)

12. Type of Reporting Person (See Instructions)

PN

(1) Based on a total of 30,596,196 Shares outstanding, which represent (i) 29,709,114 shares of common stock of the Company outstanding immediately after the Company's initial public offering of common stock (the "Initial Public Offering") pursuant to the Registration Statement on Form S-1 initially filed on October 1, 2009 (as amended) and (ii) 887,082 shares of common stock of the Company issued by the Company on January 7, 2010 pursuant to the exercise of the over-allotment option by the underwriters of the Initial Public Offering, as disclosed on the Company's Current Report on Form 8-K filed on January 8, 2010.

Item 1.

(a) Name of Issuer:

Kraton Performance Polymers, Inc.

(b) Address of Issuer's Principal Executive Offices:

15710 John F. Kennedy Boulevard, Suite 300
Houston, Texas 77032

Item 2.

(a) Name of Person Filing:

J.P. Morgan Partners (BHCA), L.P. ("JPMP (BHCA)")
J.P. Morgan Partners Global Investors, L.P. ("JPMP Global")
JPMP Global Fund/Kraton A, L.P. ("JPMP Kraton A")
J.P. Morgan Partners Global Investors (Cayman), L.P. ("JPMP Cayman")
J.P. Morgan Partners Global Investors (Cayman) II, L.P. ("JPMP Cayman II")
JPMP Global Fund/Kraton, L.P. ("JPMP Kraton")
J.P. Morgan Partners Global Investors (Selldown), L.P. ("JPMP Selldown")
J.P. Morgan Partners Global Investors (Selldown) II, L.P. ("JPMP Selldown II")
JPMP Global Fund/Kraton/Selldown, L.P.. ("JPMP Kraton Selldown")
JPMP Global Fund/Kraton/Selldown II, L.P. ("JPMP Kraton Selldown II")

Supplemental information relating to the ownership and control of the person filing this statement is included in Exhibit 2(a) attached hereto.

(b) Address of Principal Business Office or, if none, Residence:

c/o J.P. Morgan Partners, LLC
270 Park Avenue
New York, New York 10017

See also supplemental information relating to principal business office is included in Exhibit 2(a) attached hereto.

(c) Citizenship:

JPMP (BHCA):	Delaware
JPMP Global:	Delaware
JPMP Kraton A:	Delaware
JPMP Cayman:	Cayman Islands
JPMP Cayman II:	Cayman Islands
JPMP Kraton:	Delaware
JPMP Selldown:	Delaware
JPMP Selldown II:	Delaware
JPMP Kraton Selldown:	Delaware
JPMP Kraton Selldown II:	Delaware

(d) Title of Class of Securities (of Issuer):

Common Stock

(e) CUSIP Number:

50077C 106

Item 3. If this statement is filed pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

Not applicable.

Item 4. Ownership

(a)	Amount Beneficially Owned:
JPMP (BHCA) :	4,328,179
JPMP Global:	1,037,530
JPMP Kraton A:	159,420
JPMP Cayman:	444,268
JPMP Cayman II:	58,252
JPMP Kraton:	76,619
JPMP Selldown:	165,984
JPMP Selldown II:	1,147,467
JPMP Kraton Selldown:	185,305
JPMP Kraton Selldown II:	72,205

(b) Percent of Class:

The following percentages are based on a total of 30,596,196 Shares outstanding, which represent (i) 29,709,114 shares of common stock of the Company outstanding immediately after the Company's initial public offering of common stock (the "Initial Public Offering") pursuant to the Registration Statement on Form S-1 initially filed on October 1, 2009 (as amended) and (ii) 887,082 shares of common stock of the Company issued by the Company on January 7, 2010 pursuant to the exercise of the over-allotment option by the underwriters of the Initial Public Offering, as disclosed on the Company's Current Report on Form 8-K filed on January 8, 2010:

JPMP (BHCA):	14.1%
JPMP Global:	3.4%
JPMP Kraton A:	0.5%
JPMP Cayman:	1.5%
JPMP Cayman II:	0.2%
JPMP Kraton:	0.3%
JPMP Selldown:	0.5%
JPMP Selldown II:	3.8%
JPMP Kraton Selldown:	0.6%
JPMP Kraton Selldown II:	0.2%

(c) Number of shares as to which such person has:

(i) JPMP (BHCA):	4,328,179
JPMP Global:	1,037,530
JPMP Kraton A:	159,420
JPMP Cayman:	444,268
JPMP Cayman II:	58,252
JPMP Kraton:	76,619
JPMP Selldown:	165,984

Edgar Filing: Kraton Performance Polymers, Inc. - Form SC 13G

JPMP Selldown II:	1,147,467
JPMP Kraton Selldown:	185,305
JPMP Kraton Selldown II:	72,205

(ii) Not applicable

(iii) JPMP (BHCA):	4,328,179
JPMP Global:	1,037,530
JPMP Kraton A:	159,420
JPMP Cayman:	444,268
JPMP Cayman II:	58,252
JPMP Kraton:	76,619
JPMP Selldown:	165,984
JPMP Selldown II:	1,147,467
JPMP Kraton Selldown:	185,305
JPMP Kraton Selldown II:	72,205

Page 13 of 26 Pages

(iv) Not applicable

Item 5. Ownership of Five Percent or Less of a Class

Not applicable.

Item 6. Ownership of More than Five Percent on Behalf of Another Person

Not applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person

Not applicable.

Item 8. Identification and Classification of Members of the Group

Each of TPG III Polymer Holdings LLC and TPG IV Polymer Holdings LLC (collectively, "TPG") and JPMP (BHCA), JPMP Kraton Selldown II, JPMP Global, JPMP Kraton A, JPMP Cayman, JPMP Cayman II, JPMP Kraton, JPMP Selldown, JPMP Selldown II and JPMP Kraton Selldown (collectively, "JPMP") have entered into a registration rights and shareholders' agreement with the Company (the "Shareholders' Agreement"). Pursuant to the Shareholders' Agreement, each of TPG and JPMP have the right to elect two directors to the board of directors of the Company so long as it owns 10% or more of the outstanding common stock and one director so long as it owns 2% or more of the common stock. Additionally, the Shareholders' Agreement places restrictions on each party's right to transfer their respective shares of common stock without consent of the other party, and grants rights to the other party to participate on the same terms in mutually consented transfers. These provisions will be in effect for a limited time, and terminate earlier if the ownership interest of TPG and JPMP falls below certain levels. Furthermore, the Shareholders' Agreement provides that TPG and JPMP can cause the Company to register their shares of common stock in the Company under the Securities Act of 1933 and to maintain a shelf registration statement effective with respect to such shares.

Together TPG and the JPMP own collectively 19,188,072 shares of common stock of the Company, representing approximately 62.7% of the outstanding common stock of the Company. TPG collectively owns 11,512,843 shares of common stock of the Company (the "TPG Shares"), representing approximately 37.6% of the outstanding common stock of the Company. JPMP collectively owns 7,675,229 shares of common stock of the Company (the "JPMP Shares"), representing approximately 25.1% of the outstanding common stock of the Company. This statement relates solely to the beneficial ownership of JPMP with respect to the JPMP Shares, and JPMP specifically disclaims any and all beneficial ownership in the TPG Shares.

Item 9. Notice of Dissolution of Group

Not applicable.

Item 10. Certification

Not applicable

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 12, 2010

J.P. MORGAN PARTNERS (BHCA),
L.P.

By: JPMP Master Fund
Manager, L.P.,
its general partner

By: JPMP Capital Corp.,
its general partner

By: /c/ John C. Wilmot
Name: John C. Wilmot
Title: Managing Director

J.P. MORGAN PARTNERS
GLOBAL INVESTORS, L.P.

By: JPMP Global
Investors, L.P.,
its general partner

By: JPMP Capital Corp.,
its general partner

By: /c/ John C. Wilmot
Name: John C. Wilmot
Title: Managing Director

JPMP GLOBAL FUND/KRATON A,
L.P.

By: JPMP Global
Investors, L.P.,
its general partner

By: JPMP Capital Corp.,
its general partner

By: /c/ John C. Wilmot
Name: John C. Wilmot
Title: Managing Director

J.P. MORGAN PARTNERS
GLOBAL INVESTORS (CAYMAN),
L.P.

By: JPMP Global
Investors, L.P.,
its general partner

By: JPMP Capital Corp.,
its general partner

By: /c/ John C. Wilmot
Name: John C. Wilmot
Title: Managing Director

J.P. MORGAN PARTNERS
GLOBAL INVESTORS (CAYMAN)
II, L.P.

By: JPMP Global
Investors, L.P.,
its general partner

By: JPMP Capital Corp.,
its general partner

By: /c/ John C. Wilmot
Name: John C. Wilmot
Title: Managing Director

JPMP GLOBAL FUND/KRATON,
L.P.

By: JPMP Global
Investors, L.P.,
its general partner

By: JPMP Capital Corp.,
its general partner

By: /c/ John C. Wilmot
Name: John C. Wilmot
Title: Managing Director

J.P. MORGAN PARTNERS
GLOBAL INVESTORS
(SELLDOWN), L.P.

By: JPMP Global
Investors, L.P.,
its general partner

By: JPMP Capital Corp.,
its general partner

By: /c/ John C. Wilmot
Name: John C. Wilmot
Title: Managing Director

J.P. MORGAN PARTNERS
GLOBAL INVESTORS
(SELLDOWN) II, L.P.

By: JPMP Global
Investors, L.P.,
its general partner

By: JPMP Capital Corp.,
its general partner

By: /c/ John C. Wilmot
Name: John C. Wilmot
Title: Managing Director

JPMP GLOBAL
FUND/KRATON/SELLDOWN, L.P.

By: JPMP Global
Investors, L.P.,
its general partner

By: JPMP Capital Corp.,
its general partner

By: /c/ John C. Wilmot
Name: John C. Wilmot
Title: Managing Director

JPMP GLOBAL
FUND/KRATON/SELLDOWN II,
L.P.

By:

JPMP Global
Investors, L.P.,
its general partner

By: JPMP Capital Corp.,
its general partner

By: /s/ John C. Wilmot
Name: John C. Wilmot
Title: Managing Director

EXHIBIT 2(a)

Item 2. Identity and Background.

This statement is being filed by J.P. Morgan Partners (BHCA), L.P., a Delaware limited partnership (hereinafter referred to as “JPMP (BHCA)”), whose principal business office is located 270 Park Avenue, New York, New York 10017. JPMP (BHCA) is engaged in the venture capital, private equity and leveraged buyout business. The general partner of JPMP (BHCA) is JPMP Master Fund Manager, L.P., a Delaware limited partnership (hereinafter referred to as “JPMP Master Fund”), whose principal business office is located at the same address as JPMP (BHCA), and is also engaged directly and indirectly (through affiliates) in the venture capital, private equity and leveraged buyout business. As general partner of JPMP (BHCA), JPMP Master Fund may be deemed to beneficially own the shares held by JPMP (BHCA).

This statement is also being filed by J.P. Morgan Partners Global Investors, L.P., a Delaware limited partnership (“JPMP Global”), whose principal place of business is located at the same address as JPMP (BHCA); JPMP Global Fund/Kraton A, L.P., a Delaware limited partnership (“JPMP Kraton A”), whose principal place of business is located at the same address as JPMP (BHCA); J.P. Morgan Partners Global Investors (Cayman), L.P., a limited partnership organized under the laws of the Cayman Islands (“JPMP Cayman”), whose principal place of business is located at the same address as JPMP (BHCA); J.P. Morgan Partners Global Investors (Cayman) II, L.P., a limited partnership organized under the laws of the Cayman Islands (“JPMP Cayman II”), whose principal place of business is located at the same address as JPMP (BHCA); JPMP Global Fund/Kraton, L.P., a Delaware limited partnership (“JPMP Kraton”), whose principal place of business is located at the same address as JPMP (BHCA); J.P. Morgan Partners Global Investors (Selldown), L.P., a Delaware limited partnership (“JPMP Selldown”), whose principal place of business is located at the same address as JPMP (BHCA); J.P. Morgan Partners Global Investors (Selldown) II, L.P., a Delaware limited partnership (“JPMP Selldown II”), whose principal place of business is located at the same address as JPMP (BHCA); JPMP Global Fund/Kraton/Selldown, L.P., a Delaware limited partnership (“JPMP Kraton Selldown”) whose principal place of business is located at the same address as JPMP (BHCA); and JPMP Global Fund/Kraton/Selldown II, L.P. (“JPMP Kraton Selldown II” and collectively with JPMP Global, JPMP Kraton A, JPMP Cayman, JPMP Cayman II, JPMP Kraton, JPMP Selldown, JPMP Selldown II and JPMP Kraton Selldown the “Global Fund Entities”), a Delaware limited partnership, whose principal place of business is located at the same address as JPMP (BHCA). Each of the Global Fund Entities is also engaged in the venture capital, private equity and leveraged buyout business. The general partner of each of the Global Fund Entities is J.P. Morgan Partners Global Investors, L.P., a Delaware limited partnership (“JPMP Investors”), whose principal place of business is located at the same address as JPMP (BHCA). JPMP Investors is engaged indirectly in the venture capital, private equity and leveraged buyout business as general partner of each of the Global Fund Entities. As general partner of each of the Fund Entities, JPMP Investors may be deemed to beneficially own the shares held by the Global Fund Entities.

The general partner of each of JPMP Master Fund and JPMP Investors is JPMP Capital Corp., a New York corporation (hereinafter referred to as “JPMP Capital Corp.”), whose principal business office is located at the same address as JPMP (BHCA), and is also engaged directly and indirectly (through affiliates) in the venture capital, private equity and leveraged buyout business. Set forth in Schedule A hereto and incorporated herein by reference are the names, business addresses, principal occupations and employments of each executive officer and director of JPMP Capital Corp. As the general partner of each of JPMP Master Fund and JPMP Investors, JPMP Capital Corp. may be deemed to beneficially own the shares held by JPMP (BHCA) and the Global Fund Entities.

JPMP Capital Corp. is a wholly owned subsidiary of JPMorgan Chase & Co., a Delaware corporation (hereinafter referred to as “JPMorgan Chase”) which is engaged (primarily through subsidiaries) in the commercial banking business with its principal office located at 270 Park Avenue, New York, New York 10017. Set forth in Schedule B hereto and incorporated herein by reference are the names, business addresses, principal occupations and employments of each

executive officer and director of JPMorgan Chase.

Page 18 of 26 Pages

EXHIBIT 2(b)

JOINT FILING AGREEMENT

The undersigned acknowledge and agree that the foregoing statement on Schedule 13G is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13G shall be filed on behalf of each of the undersigned without the necessity of filing additional joint acquisition statements. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning him or it contained therein, but shall not be responsible for the completeness and accuracy of the information concerning the other, except to the extent that he or it knows or has reason to believe that such information is accurate.

Dated this 12th day of February, 2010.

J.P. MORGAN PARTNERS (BHCA),
L.P.

By: JPMP Master Fund
Manager, L.P.,
its general partner

By: JPMP Capital Corp.,
its general partner

By: /c/ John C. Wilmot
Name: John C. Wilmot
Title: Managing Director

J.P. MORGAN PARTNERS
GLOBAL INVESTORS, L.P.

By: JPMP Global
Investors, L.P.,
its general partner

By: JPMP Capital Corp.,
its general partner

By: /c/ John C. Wilmot
Name: John C. Wilmot
Title: Managing Director

SCHEDULE 13G

Issuer: Kraton Performance Polymers, Inc.

JPMP GLOBAL FUND/KRATON A,
L.P.

By: JPMP Global
Investors, L.P.,
its general partner

By: JPMP Capital Corp.,
its general partner

By: /c/ John C. Wilmot
Name: John C. Wilmot
Title: Managing Director

J.P. MORGAN PARTNERS
GLOBAL INVESTORS (CAYMAN),
L.P.

By: JPMP Global
Investors, L.P.,
its general partner

By: JPMP Capital Corp.,
its general partner

By: /c/ John C. Wilmot
Name: John C. Wilmot
Title: Managing Director

J.P. MORGAN PARTNERS
GLOBAL INVESTORS (CAYMAN)
II, L.P.

By: JPMP Global
Investors, L.P.,
its general partner

By: JPMP Capital Corp.,
its general partner

By: /c/ John C. Wilmot
Name: John C. Wilmot
Title: Managing Director

SCHEDULE 13G

Issuer: Kraton Performance Polymers, Inc.

JPMP GLOBAL FUND/KRATON,
L.P.

By: JPMP Global
Investors, L.P.,
its general partner

By: JPMP Capital Corp.,
its general partner

By: /c/ John C. Wilmot
Name: John C. Wilmot
Title: Managing Director

J.P. MORGAN PARTNERS
GLOBAL INVESTORS
(SELLDOWN), L.P.

By: JPMP Global
Investors, L.P.,
its general partner

By: JPMP Capital Corp.,
its general partner

By: /c/ John C. Wilmot
Name: John C. Wilmot
Title: Managing Director

J.P. MORGAN PARTNERS
GLOBAL INVESTORS
(SELLDOWN) II, L.P.

By: JPMP Global
Investors, L.P.,
its general partner

By: JPMP Capital Corp.,
its general partner

By: /c/ John C. Wilmot
Name: John C. Wilmot
Title: Managing Director

SCHEDULE 13G

Issuer: Kraton Performance Polymers, Inc.

JPMP GLOBAL
FUND/KRATON/SELLDOWN, L.P.

By: JPMP Global
Investors, L.P.,
its general partner

By: JPMP Capital Corp.,
its general partner

By: /c/ John C. Wilmot
Name: John C. Wilmot
Title: Managing Director

JPMP GLOBAL
FUND/KRATON/SELLDOWN II,
L.P.

By: JPMP Global
Investors, L.P.,
its general partner

By: JPMP Capital Corp.,
its general partner

By: /c/ John C. Wilmot
Name: John C. Wilmot
Title: Managing Director

SCHEDULE 13G

Issuer: Kraton Performance Polymers, Inc.

SCHEDULE A

JPMP CAPITAL CORP.

Executive Officers (1)

Chief Investment Officer	Ina R. Drew*
Managing Director	Joseph S. Bonocore*
Managing Director	Ana Capella Gomez-Acebo*
Managing Director	John C. Wilmot*
Managing Director and Treasurer	David Alexander*
Executive Director	John F. Geisler*
Vice President	William T. Williams Jr*
Vice President and Assistant General Counsel	Judah Shechter*
Vice President and Assistant General Counsel	Elizabeth De Guzman*

Directors (1)

Ina R. Drew*
John C. Wilmot*

(1) Each of whom is a United States citizen except for Ana Capella Gomez-Acebo, who is a citizen of Spain.

* Principal occupation is employee and/or officer of JPMorgan Chase & Co. Business address is c/o JPMorgan Chase & Co., 270 Park Avenue, New York, NY 10017

SCHEDULE 13G

Issuer: Kraton Performance Polymers, Inc.

SCHEDULE B

JPMORGAN CHASE & CO.

Executive Officers(1)

President and Chief Executive Officer	James Dimon*
Chief Administrative Officer	Frank J. Bisignano*
Executive Chariman of Investment Bank	Steven D. Black*
Chief Financial Officer	Michael J. Cavanagh*
General Counsel	Stephen M. Cutler*
Head of Corporate Responsibility	William M. Daley*
Director of Human Resources	John L. Donnelly*
Chief Investment Officer	Ina R. Drew*
Chief Executive Officer of Asset Management	Mary E. Erdoes*
Head of Commercial Banking	Samuel Todd Maclin*
Head of Strategy and Business Development	Jay Mandelbaum*
Chief Executive Officer, Treasury & Securities Services	Heidi Miller*
Chief Executive Officer of Retail Financial Services	Charles W. Scharf*
Chief Executive Officer of Card Services	Gordon A. Smith*
Chief Executive Officer of the Investment Bank	James E. Staley*
Chief Risk Officer	Barry L. Zubrow

(1) Each of whom is a United States citizen.

* Principal occupation is employee or officer of JPMorgan Chase & Co.

Business address is c/o JPMorgan Chase & Co., 270 Park Avenue, New York,
New York 10017.

SCHEDULE 13G

Issuer: Kraton Performance Polymers, Inc.

Directors (1)

Name	Principal Occupation or Employment; Business or Residence Address
Crandall C. Bowles	Chairman and Chief Executive Officer Spring Global US, Inc. c/o JPMorgan Chase & Co. 270 Park Avenue New York, New York 10017
Stephen B. Burke	President Comcast Cable Communications, Inc. c/o JPMorgan Chase & Co. 270 Park Avenue New York, New York 10017
James S. Crown	President Henry Crown and Company c/o JPMorgan Chase & Co. 270 Park Avenue New York, New York 10017
David M. Cote	Chairman and Chief Executive Officer Honeywell International Inc. 101 Columbia Rd. Morristown, NJ 07962-1219
James Dimon	Chief Executive Officer JPMorgan Chase & Co. 270 Park Avenue New York, New York 10017
Ellen V. Futter	President and Trustee American Museum of Natural History c/o JPMorgan Chase & Co. 270 Park Avenue New York, New York 10017
William H. Gray, III	Retired President and Chief Executive Officer The College Fund/UNCF c/o JPMorgan Chase & Co. 270 Park Avenue New York, New York 10017
Laban P. Jackson, Jr.	Chairman and Chief Executive Officer

Clear Creek Properties, Inc.
c/o JPMorgan Chase & Co.
270 Park Avenue
New York, New York 10017

Lee R. Raymond

Chairman of the Board and Chief Executive Officer
Exxon Mobil Corporation
c/o JPMorgan Chase & Co.
270 Park Avenue
New York, New York 10017

SCHEDULE 13G

Issuer: Kraton Performance Polymers, Inc.

David C. Novak

Chairman and Chief Executive Officer
Yum! Brands, Inc.
c/o JPMorgan Chase & Co.
270 Park Avenue
New York, New York 10017

William C. Weldon

Chairman and Chief Executive Officer
Johnson & Johnson
c/o JPMorgan Chase & Co.
270 Park Avenue
New York, New York 10017

Page 26 of 26 Pages
