

Number of  
Company

289539

Form No. 41.

# THE COMPANIES ACT, 1929.



A 6s.  
Companies'  
Registration  
Fee Stamp  
must be  
impressed  
here.

DECLARATION of Compliance with the requirements of the  
Companies Act, 1929, on application for registration of a Company.

Pursuant to Section 15 (2).

Insert the  
Name of the  
Company.

SOLOMON & WHITEHEAD (LONDON)  
LIMITED.

REGISTERED  
25 JUN 1934

Presented by

Restall, Round & Gloster,  
Solicitors,  
21, Waterloo Street,  
Birmingham.

The Solicitors' Law Stationery Society, Limited,  
22 Chancery Lane, W.C.2; 27 & 28 Walbrook, E.C.4; 49 Bedford Row, W.C.1; 6 Victoria Street, S.W.1;  
15 Hanover Street, W.1; 19 & 21 North John Street, Liverpool; and 86 St. Vincent Street, Glasgow.  
PRINTERS AND PUBLISHERS OF COMPANIES' BOOKS AND FORMS

J, OSCAR FREDERICK GLOSTER

of 21, Waterloo Street, in the City of Birmingham

(a) Here insert:  
"A Solicitor of the  
"Supreme Court"  
(or in Scotland  
"an Enrolled Law  
"Agent") "engaged  
"in the formation."

or  
"A person named  
"in the Articles of  
"Association as a  
"Director or  
"Secretary."

Do solemnly and sincerely declare that I am ("a) a Solicitor

of the Supreme Court engaged in the formation

of Solomon & Whitehead (London)

Limited, and that all the requirements of the Companies Act, 1929,  
in respect of matters precedent to the registration of the said  
Company and incidental thereto have been complied with, and I make  
this solemn Declaration conscientiously believing the same to be true  
and by virtue of the provisions of the "Statutory Declarations Act, 1835."

Declared at Birmingham

in the County of Warwick

the 12<sup>th</sup> day of June 1934.

Before me,

Stanley Coleman

A Commissioner for Oaths. [or a Notary Public or  
Justice of the Peace.]

Oscar F. Gloster

This margin is reserved for binding and should not be written across.

Number of }  
Company }

280529

2.

Form No. 25.

# THE STAMP ACT 1891.

(54 & 55 Vict., Ch. 39.)

COMPANY LIMITED BY SHARES.



## Statement of the Nominal Capital

OF

SOLOMON & WHITEHEAD (LONDON)

LIMITED.

Pursuant to Section 112 of the Stamp Act 1891, as amended by Section 7 of the Finance Act 1899, by Section 39 of the Finance Act 1920, and Section 41 of the Finance Act 1933.

25 JUN 1934

*NOTE.—The Stamp Duty on the Nominal Capital is Ten Shillings for every £100 or fraction of £100.*

This Statement is to be filed with the Memorandum of Association or other Document when the Company is registered.

Presented by

Restall, Round & Gloster,

Solicitors,  
21, Waterloo Street,  
Birmingham.



THE SOLICITORS' LAW STATIONERY SOCIETY, LIMITED,  
22 Chancery Lane, W.C.2, 27 & 28 Walbrook, E.C.4, 49 Bedford Row, W.C.1, 6 Victoria Street, S.W.1,  
15 Hanover Street, W.1, 19 & 21 North John Street, Liverpool; and 66 St. Vincent Street, Glasgow.  
PRINTERS AND PUBLISHERS OF COMPANIES' BOOKS AND FORMS.

# THE NOMINAL CAPITAL

OF

\_\_\_\_\_  
SOLOMON & WHITEHEAD (LONDON), Limited,

is £ 100, divided into 100

Shares of £1. each.

\*Signature

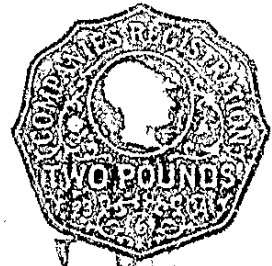
*W. E. Thomas*

Officer Director.

Dated the *Twenty* day of *June* 193*4*.

\_\_\_\_\_  
\* This Statement should be signed by an Officer of the Company.

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COMPANY LIMITED BY SHARES.

25 JUN 1934

## OF

new *Solomon & Whitehead (London)* **LIMITED.**

3. The objects for which the Company is established are:—

(a) To carry on the business of Printers in all its branches. Color Printers, Lithographers, Stationers, Bookbinders, Stationers, Bindsmen, Relief Stampers, Label Makers, process block makers, Stereotypers, Electrotypers, Publishers and General Advertisement Agents, Manufacturers of and Dealers in paper, ink and all Printers Requisites

(b) To erect, construct, lay down, enlarge, alter and maintain any buildings, works and machinery necessary or convenient for the Company's business.

(c) To sell, mortgage, assign, convey, let on lease, or otherwise dispose from time to time of all or any of the concessions, rights, interests, lands, roads and premises, plant, machinery or apparatus and other property of the Company, or such part or parts thereof as may be considered expedient.

Waterlow & Sons Limited, London Wall, Birchin Lane, and 11, Parliament Street, London; and Temple Row, Birmingham. C.A. 21-207/33.

(h) To grant any leases, privileges, concessions or rights whatever over, in, upon or affecting any property of the Company.

(i) To borrow or raise, or secure the payment of money for the purposes of the Company in such manner and on such terms as may seem expedient, and in particular by the issue of debentures or debenture stock, whether perpetual or otherwise, and charged or not charged upon the whole or any part of the property of the Company, both present and future, including its uncalled capital.

(j) To apply for, purchase or otherwise acquire, any patents, licences, and the like, conferring an exclusive or non-exclusive or limited right to use, or any secret or other information as to any invention which may seem capable of being used for any of the purposes of the Company, or the acquisition of which may seem calculated directly or indirectly to benefit this Company, and to use, exercise, develop, grant licences in respect of, or otherwise turn to account the rights and information so acquired.

(k) To purchase, subscribe for, or otherwise acquire, and to hold the shares, stocks or obligations of any company or corporation in the United Kingdom or elsewhere, and upon a distribution of assets or division of profits to distribute any such shares, stocks or obligations amongst the Members of the Company in specie.

(l) To issue, place, underwrite, or guarantee the subscription of, or concur or assist in the issuing or placing, underwriting, or guaranteeing the subscription of shares, debentures, debenture stock, bonds, stocks and securities of any company, whether limited or unlimited, or incorporated by Act of Parliament or otherwise, at such times and upon such terms and conditions as to remuneration and otherwise as may be agreed upon.

(m) To advance and lend money and assets of all kinds upon such terms as may be arranged, and to receive moneys on deposit, repayable at fixed times or on demand, and generally on such terms as may be arranged.

(n) To take part in the management, supervision or control of the business, or operations of any company or undertaking.

and for that purpose to appoint and remunerate any directors, accountants, or other experts or agents.

(k) To employ experts to investigate and examine into the condition, prospects, value, character and circumstances of any business concerns and undertakings, and generally of any assets, property or rights.

(l) To constitute any trusts with a view to the issue of preferred and deferred, or any other special stocks or securities based on or representing any shares, stock or other assets specifically appropriated for the purposes of any such trust, and to settle and regulate, and if thought fit, to undertake and execute any such trusts, and to issue, dispose of, or hold any such preferred, deferred, or other special stocks or securities.

(m) To transact or carry on all kinds of agency business and, in particular in relation to the investment of money, the sale of property, and the collection and the receipt of money, and the floating of companies and the issue of loans.

(n) To give any guarantee in relation to the payment of any debentures, debenture stock, bonds, obligations, shares, stocks or securities, or the interest or dividends thereon.

(o) To enter into any arrangement with any Government or other authority, supreme, municipal, local or otherwise, and to obtain from any such Government or authority all rights, concessions, and privileges which may seem conducive to the Company's objects or any of them, or to obtain or to endeavour to obtain, any provisional order of the Board of Trade, or any Act or Acts of Parliament for the purposes of the Company or any other company.

(p) To enter into partnership or into any arrangement for sharing profits, union of interests, reciprocal concessions, joint adventure, or co-operation with any person or company carrying on or engaged in, or about to carry on or engage in, any business or transaction which this Company is authorised to carry on or engage in, or any business or transaction capable of being conducted so as directly or indirectly to benefit this Company.

(q) Generally to purchase, take on lease or in exchange, hire or otherwise acquire, any real or personal property, and any other undertakings, and any rights and privileges which the Company may think necessary or convenient with reference to any of these objects or the acquisition of which may seem calculated directly or indirectly to facilitate the realization of any debentures, debenture stock, or other securities owned by the Company, or to prevent or diminish any apprehended loss or liability, or which may seem capable of being profitably dealt with by way of re-sale or otherwise, and in particular any land, buildings, policies, patents, licences, business concerns and undertakings, concessions, shares, stock, book debts and other assets.

(r) To make donations to such persons, and in such cases as may seem expedient.

(s) To sell or dispose of the undertaking of the Company or any part thereof, or to amalgamate with any other company for such consideration as the Company may think fit, and in particular for shares (whether fully or partly paid up), debentures or debenture stock, or securities of any other company having objects altogether or in part similar to those of this Company. To form and promote any other company or companies for the purpose of acquiring all or any of the property, rights and liabilities of this Company, or for any other purpose which may seem directly or indirectly calculated to benefit this Company.

(t) To invest and deal with the moneys of the Company not immediately required, upon such stocks, shares and securities and in such manner as may from time to time be determined.

(u) To pay the costs, charges and expenses, preliminary and incidental to the formation, establishment and registration of the Company, or of any other company, and to remunerate any persons or company for services rendered, or to be rendered in relation to the formation and establishment of the Company, or the conduct of its business, or placing or assisting to place, or guaranteeing the placing of or taking any shares in the Company's capital or any debentures, debenture stock, shares, stock or securities, whether issued by the Company or not.



(v) To draw, accept, endorse, negotiate, execute and issue promissory notes, bills of exchange, scrip and other transferable or negotiable instruments.

(w) To distribute among the Members in specie any property of the Company, or any proceeds of sale or disposition of any property of the Company, and for such purpose to distinguish and separate capital from profits, but so that no distribution amounting to a reduction of capital be made except with the sanction (if any) for the time being required by law.

(x) To do all or any of the above things in any part of the world, and either as principals, agents, trustees, contractors or otherwise, and either alone or in conjunction with others, and either by or through agents, sub-contractors, trustees or otherwise.

(y) To do all such other things as are incidental or conducive to the attainment of the above objects or are usually carried on in connection therewith, and so that the word "Company" in this clause shall be deemed to include any partnership or other body of persons, whether incorporated or not incorporated, and whether domiciled in the United Kingdom or elsewhere, and the intention is that in the construction of this clause the objects set forth in each of the foregoing paragraphs shall, except where otherwise expressed in the same paragraph, be in no wise limited by reference to, or inference from, the terms of any other paragraph of this clause.

4. The liability of the Members is limited.

*Xmas*  
*Jan*  
5. The share capital of the Company is £ 100 — divided into  
100 Ordinary shares of £ 1 each.

6. Any of the said shares for the time being unissued, and any new shares from time to time to be created may from time to time be issued with any such guarantee or any such right of preference, whether in respect of dividend or of repayment of capital, or both, or any such other special privileges over any shares previously issued, or then about to be issued, or at such a premium or with such deferred rights as compared with any shares previously issued, or then about to be issued, and subject to any such conditions or provisions and with such right of voting, or without any such right, and generally on such terms as this Company may from time to time determine.

We, the several persons whose names and addresses are subscribed, are desirous of being formed into a Company, in pursuance of this Memorandum of Association, and we respectively agree to take the number of shares in the capital of the Company set opposite our respective names:—

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS.	Number of Shares taken by each Subscriber (in words).
<i>William Ernest Spaldman</i> <i>25, Colindale Avenue</i> <i>Eastbourne in the County of Sussex</i> <i>Printer</i>	<i>One</i> <i>One</i>
<i>Frederick Arthur Whitehead</i> <i>Wymondhurst Road</i> <i>East Green in the County of</i> <i>Worcester</i> <i>Printer</i> <i>Printer</i>	<i>One</i>

Dated the *7th* day of *June*, 19 *34*

Witness to the above Signatures:—

Full name → *Dore Elizabeth Butcher*  
 Address → *713 Randolph Avenue*  
*Maida Vale W.9.*  
 Occupation → *Secretary*



THE COMPANIES ACT, 1929.



COMPANY LIMITED BY SHARES.

Articles of Association

OF

*MS  
Law*

*Solomon & Whitehead (London)*

LIMITED.

25 JUN 1934.

1. The provisions contained in Table A in the First Schedule to the Companies Act, 1929, shall, except in so far as they are modified or varied by these Articles, apply to the Company.

2. The number of Directors shall not be less than two or more than five.

*MS  
Law*

3. The qualification for a Director shall be the holding of at least *one* shares in the Company.

*MS  
Law*

4. The first Directors of the Company shall be *William Ernest Solomon of 20 Arlington Street, East Gosborne in the County of Sussex Printer and Frederick Arthur Whitehead of Winterscroft, Nondal End, Parnt Green in the County of Worcester Printer*

5. The office of a Director shall be vacated:—

(a) If he ceases to be a Director by virtue of Section 141 of the Companies Act, 1929.

(b) If he becomes prohibited from being a Director by reason of any Order made under Section 217 or Section 275 of the Companies Act, 1929.

(c) If he becomes bankrupt or insolvent or compound with his creditors.

(d) If he become of unsound mind or be found a lunatic.

(e) If he be convicted of an indictable offence and the other Directors resolve that in their opinion such offence involved fraud or dishonesty on his part.

(f) If he absent himself from the Meetings of the Directors for a period of six months, except through illness, without special leave of absence from the other Directors.

(g) If he give the Directors one month's notice in writing that he resigns his office.

6. The Directors may decline to register any transfer of shares without assigning any reason therefor.

*W.9.*

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7. The number of Members of the Company (exclusive of persons in the employment of the Company and of persons who having been formerly in the employment of the Company were while in such employment and have continued after the determination of such employment to be Members of the Company) shall not at any time exceed 50 (joint holders being reckoned as one Member), and the Directors shall refuse to register all transfers which would make the total number of Members (exclusive as aforesaid) exceed 50. The right of any Shareholder to transfer his shares shall be accordingly restricted to the intent that the Company may be a "Private Company" in accordance with Section 26 of the Companies Act, 1929, and the registration of any transfer of shares which may make the number of Members in excess of such total number, if effected, shall be void.

8. No invitation shall be made by the Company to the public to subscribe for any shares or debentures of the Company, and any such invitation to the public to subscribe for any shares or debentures of the Company is hereby prohibited.

9. Articles 64, 66 and 72 of the said Table A shall not apply to the Company.

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NAMES, ADDRESSES, AND DESCRIPTIONS OF SUBSCRIBERS.

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*William Horace Spence*  
*240 Albany Street Road*  
*Coventry in the County of Warwick*  
*Wholesale*  
*Frederick Arthur Whitehead*  
*Wythencroft, Kendal End*  
*Barnet Green in the County of Worcester*  
*Printer*

---

Dated the *7th* day of *June*, 19 *34*

Witness to the Signatures of the above-named—

*Witness* → *Irene Elizabeth Butcher*  
*Witness* → *413 Randolph Crescent*  
*Witness* → *Marion Vale. W.G.*  
*Witness* → *Secretary*

The Companies Act 1929

Company Limited by Shares

Memorandum  
— and —  
Articles of Association  
— of —  
Solomon & Whitehead  
(London) Limited —

Incorporated the day of 1934

Restall Round & Gloster  
Solicitors  
Birmingham

DUPLICATE FOR THE FILE.

No. 289529



# Certificate of Incorporation

I Herely Certify,

That

SOLOMON & WHITEHEAD (LONDON) LIMITED

is this day Incorporated under the Companies Act, 1929, and that the Company is Limited.

Given under my hand at London this twenty-fifth day of June One

Thousand Nine Hundred and thirty-four.

*W. A. McKinnon*

Assistant Registrar of Companies.

Certificate  
received by

N<sup>o</sup>

25/6/34

Date