

The Companies Act 1980

Company Limited by Shares

BOARD RESOLUTION

OF

ROBERT MOSS LIMITED

Passed 16th March 1982

At a meeting of the Directors fully convened and held at Langford Lane, Kidlington, Oxford, on 16th March 1982, the following resolution was passed:-

RESOLUTION

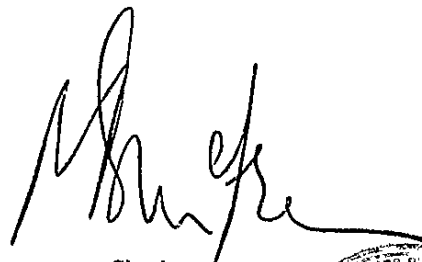
THAT


- (i) ROBERT MOSS LIMITED be re-registered as a public company; and
- (ii) the name of the Company be changed to ROBERT MOSS PUBLIC LIMITED COMPANY: and
- (iii) the Memorandum of Association of the Company be altered in the manner following, that is to say:-
 - (a) by deleting from Clause 1 thereof "ROBERT MOSS LIMITED" and substituting therefor the Company's name: "ROBERT MOSS PUBLIC LIMITED COMPANY";
 - (b) by re-numbering Clauses 2, 3, 4, and 5 so as to read: "3, 4, 5, and 6";
 - (c) by adopting a new Clause 2, namely:-

"2. The Company is to be a public company";
 - (d) by inserting at the end of Clause 3 (as renumbered as aforesaid) the words "and Wales".

I hereby certify this to be a copy of the relevant resolution as appearing in the Company's Minute Book.

N.J. Pearce


Chairman



R7

THE COMPANIES ACTS 1948 TO 1980

Application by an old public company for re-registration as a public company

Pursuant to section 8(3) of the Companies Act 1980

Please do not
write in this
binding marginPlease complete
legibly, preferably
in black type, or
bold block
lettering*Insert full
name of company

For official use

109

Company number

547495

Name of company

ROBERT MOSS LIMITED

hereby applies to be re-registered as a public company under the Companies Acts 1948 to 1980 by the name of ROBERT MOSS PUBLIC LIMITED COMPANY

and, for that purpose, delivers the undermentioned documents for registration under the said Acts.

†delete as
appropriateSigned N.J. P...[Director] [Secretary]† Date 17/3/82

Documents delivered for registration with this application

- 1 Printed copy of Memorandum as altered in pursuance of the Directors resolution under section 8(4) of the Companies Act 1980
- 2 Declaration made by a Director or the Secretary (on Form No. R8) of the company verifying that a Directors Resolution under section 8(3) of the Companies Act 1980 has been passed and that the conditions specified in section 8(11) have been satisfied.

Presenter's name, address and
reference (if any):

Ashurst, Morris, Crisp & Co.,
Broadgate House
7 Eldon Street,
London EC2

Ref: MGB

For official use
General section

Post room



THE COMPANIES ACTS 1948 TO 1980

Declaration by Director or Secretary on
application by an old public company
for re-registration as a public company

Pursuant to section 8(5)(b) of the Companies Act 1980

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legibly, preferably
in black type, or
bold block
lettering

For official use

0110

Company number

547495

Name of company

ROBERT MOSS	Limited

I, NEIL JACKSON PEARSON

of 7 BOUNDARY CLOSE, WOODSTOCK, OXFORD.

*delete as
appropriate

H.R.

being [the secretary] ~~[a director]~~ of the above named company, do solemnly and sincerely declare that:

- the directors have passed a resolution complying with section 8(4) of the Companies Act 1980 that the company should be re-registered as a public company; and
- the conditions specified in section 8(11) of the Companies Act 1980 were satisfied at the time of the resolution.

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

Property House
18 High Street, Kidlington
Oxfordshire

the 17th day of March

One thousand nine hundred and eighty two

before me H. Richardson

A Commissioner for Oaths or Notary Public or Justice of the Peace
or Solicitor having the powers conferred on a Commissioner for Oaths

Solicitor

Signature of Declarant

N.J. Pearson

Presentor's name, address and
reference (if any):

Ashurst, Morris, Crisp & Co.,
Broadgate House
7 Eldon Street,
London EC2

Ref: MGB

For official use
General section

Post room



547495
112

MEMORANDUM OF ASSOCIATION

(As altered by reason of a Resolution
of the Board of Directors passed on
16th March 1982)

OF

ROBERT MOSS PUBLIC LIMITED COMPANY



THE COMPANIES ACTS, 1948 to 1980

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

(As altered by reason of a Resolution of the Board of Directors passed on 16th March 1982 pursuant to Section 8(4) of the Companies Act 1980)

OF

ROBERT MOSS PUBLIC LIMITED COMPANY

1. The name of the Company is "ROBERT MOSS PUBLIC LIMITED COMPANY".
2. The Company is to be a public company.
3. The Registered Office of the Company will be situate in England and Wales.
4. The objects for which the Company is established are:-
 - (A) To carry on the business of manufacturers of and dealers in plastic and moulding articles, materials, substances and compositions of every description, and as manufacturers, growers, importers and exporters, and merchants in rubber, gutta percha, vulcanite and goods manufactured either wholly or partly from any of these or other similar substances, and in compositions of all kinds, gums, glues, cements, pastes and adhesive compositions and chemicals and drugs of every nature and as mechanical and general engineers of hardware and engineering equipment of every kind, steel and metal workers, steel makers, ironfounders, smelters, refiners, welders, tool and pattern makers, stampers, press tool and capstan workers.
 - (B) To carry on any other business similar to or complementary to the foregoing businesses or which in the opinion of the Company can be conveniently or profitably carried on in conjunction with or subsidiary to any other business of the Company.
 - (C) To buy, take on lease or hiring agreement or otherwise acquire, land or any other property, real or personal, movable or immovable, or any interest in such property and to sell, lease, let on hire, develop such property, or otherwise turn the same to the advantage of the Company.
 - (D) To take out, apply for and acquire by original grant or by transfer or assignment or otherwise letters patent, brevets d'invention, licences, concessions, secret processes and inventions and to use and exercise the same or to sell, assign and develop the same or grant licences in respect thereof or otherwise turn the same to the advantage of the Company.

continued ...

- (E) To erect, construct, alter and maintain buildings, erections and works of all kinds, whether on the property of the Company or not.
- (F) To invest the money of the Company in any manner that the Company may think fit.
- (G) To enter into partnership or joint purse agreement with or to make any agreement or arrangement with any other company, firm or person carrying on business similar or complementary to the business of the Company or any part thereof or to amalgamate with any such company, firm or person.
- (H) To sell the whole or any part of the undertaking of the Company for cash, shares, debentures or any other consideration.
- (I) To acquire by purchase or otherwise and either for cash, shares or debentures in the Company or any other consideration any other business or any interest therein which in the opinion of the Company may be conveniently or profitably combined with the business of the Company.
- (J) To lend money to customers and others and to guarantee the observance and performance of obligations and contracts by customers and others.
- (K) To borrow money and secure the repayment thereof by the creation and issue of mortgages, debentures, debenture stock or other securities.
- (L) To draw, make, endorse, accept, discount and negotiate, bills, notes, warrants and negotiable instruments of all kinds.
- (M) To remunerate any company, firm or person for services rendered in the promotion of the Company or the issue or placing of the shares, stock, debentures, debenture stock or other obligations of the Company and to pay all expenses incurred in connection with such promotion or the creation, issue and placing of any such shares, stock, debentures, debenture stock or other obligation.
- (N) To grant pensions to employees and ex-employees and Directors and ex-Directors or other officers or ex-officers of the Company their widows, children and dependants and to subscribe to benevolent and other funds for the benefit of any such persons and to subscribe to or assist in the promotion of any charitable, benevolent or public purpose or object.
- (O) To promote or assist in the promotion of any company having objects similar to or complementary to the objects of the Company and to subscribe, underwrite, buy or hold the shares, stock, debentures, debenture stock or other obligations of such company.
- (P) To promote the Company's interests by advertising its products and services in any manner and in particular to give prizes or gifts to customers or potential customers and to promote or take part in competitions, displays and exhibitions.

continued ...

- (Q) To distribute all or any of the assets of the Company in specie between the members of the Company in accordance with their rights.
- (R) To do all or any other acts and things which in the opinion of the Company may be conducive or incidental to the objects of the Company.
- (S) To do all such things in any part of the world either as principal or agent and either alone or in conjunction with any other person, firm or company.

All of the foregoing objects shall be read and construed as separate and distinct objects and the generality of any of such objects shall not be abridged or cut down by reference to any other object of the Company.

5. The liability of the members is limited.

*6. The share capital of the Company is £100 divided into 100 shares of £1 each.

* Memorandum as to capital:

The authorised capital of the Company at the date of reproducing this Memorandum of Association is £1,200,000 divided into 12,000,000 Ordinary Shares of 10p each.

We, the several persons whose names, addresses and descriptions 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
ROBERT REGINALD MOSS, 314 Oxford Road, Kidlington, Oxford, Engineer.	One
MARGARET AGNES MOSS, 314 Oxford Road, Kidlington, Oxford, Married Woman.	One

Dated this 22nd day of March, 1955.

Witness to the above signatures:-

C. COX,
9 Essex St.,
Magdalen Rd.,
Oxford,
(Motor Engineer).

FILE COPY



CERTIFICATE OF INCORPORATION ON RE-REGISTRATION AS A PUBLIC COMPANY

No.

547495

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I hereby certify that

ROBERT MOSS PUBLIC LIMITED COMPANY

has this day been re-registered under the Companies Acts 1948 to 1980 as a public company, and that the company is limited.

Dated at Cardiff the

30TH MARCH 1982

A stylized signature of the Assistant Registrar of Companies, written in ink.

Assistant Registrar of Companies