

## THE COMPANIES ACTS 1948 TO 1980

## Declaration of compliance with the requirements on application for registration of a company

Pursuant to section 3(5) of the Companies Act 1980

41a

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

Company number

--	--	--	--

1033840

Name of company

CUAGAIN LIMITED

I, HOWARD THOMAS  
of 70/74 CITY ROAD,  
LONDON EC1Y 2DQ

† Please indicate  
whether you are  
a Solicitor of  
the Supreme  
Court (or in  
Scotland 'a  
Solicitor')  
engaged in the  
formation of the  
company, or  
a person named  
as director or  
secretary of the  
company in the  
statement  
delivered under  
section 21 of the  
Companies Act  
1976

do solemnly and sincerely declare that I am A PERSON NAMED IN THE STATEMENT  
DELIVERED UNDER SECTION 21 OF THE COMPANIES ACT 1976 AS SECRETARY  
of CUAGAIN LIMITED

and that all the requirements of the Companies Acts 1948 to 1980  
in respect of the registration of the said company and of matters  
precedent 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 11 Breams Buildings  
in the City of London EC4

the 31st day of MARCH  
One thousand nine hundred and Eighty-Two.

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

Signature of Declarant



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

For official use

New companies section

Post room

CUAGAIN LIMITED

1633840

3 RB

16 4.82

1. The name of the Company is "CUAGAIN LIMITED".

2. The registered office of the Company will be situate in England.

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

(A) To carry on all or any of the businesses of general merchants and traders, manufacturers, assemblers, distributors, importers, exporters, merchants, factors and shippers of and wholesale and retail dealers in goods, wares, produce, products, commodities, fancy goods, handicrafts, and merchandise of every description, to act as agents for and to enter into agreements and arrangements of all kinds on behalf of such persons, firms or companies as may be thought expedient, and to negotiate, assign and mortgage or pledge for cash or otherwise, any such agreements and the payments due thereunder and any property the subject thereof, to carry on all or any of the businesses of mail order specialists, credit and discount traders, cash and carry traders, manufacturers' agents, commission and general agents, brokers, factors, warehousemen, and agents in respect of raw and manufactured goods, of all kinds, and general railway, shipping and forwarding agents and transport contractors; to create, establish, build up, and maintain an organisation for the marketing, selling, retailing, servicing, advertisement, distribution or introduction of the products, merchandise, goods, ware, and commodities dealt in or services rendered by any persons, firms or companies, and to participate in, undertake, perform, and carry out all kinds of commercial, trading and financial operations and all or any of the operations ordinarily performed by import, export and general merchants, factors, shippers, agents, traders, distributors, capitalists, and financiers, either on the Company's own account or otherwise; and to open and establish shops, stalls, stores, markets and depots for the sale, collection and distribution of the goods dealt in by the Company.

(B) To carry on any other trade or business whatsoever which can, in the opinion of the Board of Directors, be advantageously carried on by the Company in connection with or as ancillary to any of the above businesses or the general business of the Company, or further any of its objects.

(C) To purchase, take on lease or in exchange, hire or otherwise acquire and hold for any estate or interest any lands, buildings, easements, rights, privileges, concessions, patents, patent rights, licences, secret processes, machinery, plant, stock-in-trade, and any real or personal property of any kind for such consideration and on such terms as may be considered expedient.

(D) To erect, construct, lay down, enlarge, alter and maintain any roads, railways, tramways, sidings, bridges, reservoirs, shops, stores, factories, buildings, works, plant and machinery necessary or convenient for the Company's business, and to contribute to or subsidise the erection, construction and maintenance of any of the above.

(E) To borrow or raise or secure the payment of money for the purposes of or in connection with the Company's business, and for the purposes of or in connection with the borrowing or raising of money by the Company to become a member of any building society.

(F) To mortgage and charge the undertaking and all or any of the real and personal property and assets, present or future, and all or any of the uncalled capital for the time being of the Company, and to issue at par or at a premium or discount, and for such consideration and with and subject to such rights, powers, privileges and conditions as may be thought fit, debentures or debenture stock, either permanent or redeemable or repayable, and collaterally or further to secure any securities of the Company by a trust deed or other assurance.

(G) To issue and deposit any securities which the Company has power to issue by way of mortgage to secure any sum less than the nominal amount of such securities, and also by way of security for the performance of any contracts or obligations of the Company or of its customers or other persons or corporations having dealings with the Company, or in whose businesses or undertakings the Company is interested, whether directly or indirectly.

(H) To receive money on deposit or loan upon such terms as the Company may approve, and to guarantee the obligations and contracts of any person or corporation.

(I) To make advances to customers and others with or without security, and upon such terms as the Company may

approve, and generally to act as bankers for any person or corporation.

(J) To grant pensions, allowances, gratuities and bonuses to officers, ex-officers, employees or ex-employees of the Company or its predecessors in business or the dependants or connections of such persons, to establish and maintain or concur in establishing and maintaining trusts, funds or schemes (whether contributory or non-contributory) with a view to providing pensions or other benefits for any such persons as aforesaid, their dependants or connections, and to support or subscribe to any charitable funds or institutions, the support of which may, in the opinion of the Directors, be calculated directly or indirectly to benefit the Company or its employees, and to institute and maintain any club or other establishment or profit-sharing scheme calculated to advance the interests of the Company or its officers or employees.

(K) To draw, make, accept, endorse, negotiate, discount and execute promissory notes, bills of exchange and other negotiable instruments.

(L) To invest and deal with the moneys of the Company not immediately required for the purposes of its business in or upon such investments or securities and in such manner as may from time to time be determined.

(M) To pay for any property or rights acquired by the Company, either in cash or fully or partly paid-up shares, with or without preferred or deferred or special rights or restrictions in respect of dividend, repayment of capital, voting or otherwise, or by any securities which the Company has power to issue, or partly in one mode and partly in another, and generally on such terms as the Company may determine.

(N) To accept payment for any property or rights sold or otherwise disposed of or dealt with by the Company, either in cash, by instalments or otherwise, or in fully or partly paid-up shares of any company or corporation, with or without deferred or preferred or special rights or restrictions in respect of dividend, repayment of capital, voting or otherwise, or in debentures or mortgage debentures or debenture stock, mortgages or other securities of any company or corporation, or partly in one mode and partly in another, and generally on such terms as the Company may determine, and to hold, dispose of or otherwise deal with any shares, stock or securities so acquired.

(O) To enter into any partnership or joint-purse arrangement or arrangement for sharing profits, union of interests or co-operation with any company, firm or person carrying on or proposing to carry on any business

within the objects of this Company, and to acquire and hold, sell, deal with or dispose of shares, stock or securities of any such company, and to guarantee the contracts or liabilities of, or the payment of the dividends, interest or capital of any shares, stock or securities of and to subsidise or otherwise assist any such company.

(P) To establish or promote or concur in establishing or promoting any other company whose objects shall include the acquisition and taking over of all or any of the assets and liabilities of this Company or the promotion of which shall be in any manner calculated to advance directly or indirectly the objects or interests of this Company, and to acquire and hold or dispose of shares, stock, or securities of and guarantee the payment of the dividends, interest or capital of any shares, stock or securities issued by or any other obligations of any such company.

(Q) To purchase or otherwise acquire and undertake all or any part of the business, property, assets, liabilities and transactions of any person, firm or company carrying on any business which this Company is authorised to carry on.

(R) To sell, improve, manage, develop, turn to account, exchange, let on rent, royalty, share of profits or otherwise, grant licences, easements and other rights in or over, and in any other manner deal with or dispose of the undertaking and all or any of the property and assets for the time being of the Company for such consideration as the Company may think fit.

(S) To amalgamate with any other company whose objects are or include objects similar to those of this Company, whether by sale or purchase (for fully or partly paid-up shares or otherwise) of the undertaking, subject to the liabilities of this or any such other company as aforesaid with or without winding up, or by sale or purchase (for fully or partly paid-up shares or otherwise) of all or a controlling interest in the shares or stock of this or any such other company as aforesaid, or by partnership, or any arrangement of the nature of partnership, or in any other manner.

(T) To distribute among the members in specie any property of the Company, or any proceeds of sale or disposal of any property of the Company, 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.

(U) 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 con-

junction with others, and either by or through agents, trustees, sub-contractors or otherwise.

(V) To do all such other things as are incidental or conducive to the above objects or any of them.

And it is hereby declared that in the construction of this clause the word "company" except where used in reference to the Company shall be deemed to include any person or partnership or other body of persons, whether incorporated or not incorporated, and whether domiciled in Great Britain or elsewhere, and that the objects specified in the different paragraphs of this clause shall, except where otherwise expressed therein, be in nowise limited by reference to any other paragraph or the name of the Company, but may be carried out in as full and ample a manner and shall be construed in as wide a sense as if each of the said paragraphs defined the objects of a separate, distinct and independent company.

4. The liability of the members is limited. /

5. The share capital of the Company is £100, divided into 100 shares of £1 each. The shares in the original or any increased capital may be divided into several classes, and there may be attached thereto respectively any preferential, deferred or other special rights, privileges, conditions or restrictions as to dividend, capital, voting or otherwise.

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
--	---

H. THOMAS,  
70/74 City Road,  
London EC1Y 2DQ.

ONE

Company Registration Agent.

C. MILFORD-COTTAM,  
70/74 City Road,  
London EC1Y 2DQ.

ONE

Company Registration Agent.

Dated this 31st day of March 1982.

Witness to the above Signatures:-

W.R. PAYNE,  
70/74 City Road,  
London EC1Y 2DQ.

Company Registration Agent.

The Companies Acts 1948 to 1981

COMPANY LIMITED BY SHARES

1633846 / 4

ARTICLES OF ASSOCIATION

of

CUAGAIN LIMITED

PRELIMINARY

1. (a) Subject as hereinafter provided, the regulations contained in Part I of Table A in the First Schedule to the Companies Act 1948 (hereinafter referred to as "Table A") as modified by the Companies Acts 1948 to 1981 (as defined by Section 119 (2) of the Companies Act 1981) shall apply to the Company.

(b) Regulations 3, 10, 11, 24, 75, 79, 88, 96 and 97 of Table A shall not apply to the Company.

(c) In these Articles the following definition shall be added to the definitions set out in regulation 1 of Table A:-

"the Statutes" means the Companies Acts 1948 to 1981 as defined in Section 119 (2) of the Companies Act 1981 and every statutory modification and re-enactment thereof and every other Act for the time being in force concerning companies and affecting the Company.

2. The company is a private company and accordingly no invitation or offer shall be made to the public (whether for cash or otherwise) to subscribe for any shares in or debentures of the Company, nor shall the Company allot or agree to allot (whether for cash or otherwise) any shares in or debentures of the Company with a view to all or any of these shares or debentures being offered for sale to the public.

SHARES

3. (a) The Directors may subject to Article 4 hereof allot, grant options over, or otherwise deal with or dispose of any relevant securities (as defined by Section 14 (10) of the Companies Act 1980) of the Company to such persons and generally on such terms and conditions as the Directors think proper.



(b) The general authority conferred by paragraph (a) of this Article shall be conditional upon due compliance with Article 4 hereof and shall extend to all relevant securities of the Company from time to time unissued during the period of such authority. The said authority will expire on 28th February 1987 unless renewed, varied or revoked by the Company in general meeting.

(c) The Directors shall be entitled under the general authority conferred by paragraph (a) of this Article to make at any time before the expiry of such authority any offer or agreement which will or might require relevant securities of the Company to be allotted after the expiry of such authority.

4. (a) Subject to any direction to the contrary that may be given by the Company in general meeting all shares authorised pursuant to Article 3 hereof to be allotted shall be offered to the members in proportion to the existing shares held by them and such offer shall be made by notice in writing specifying the number of the shares to which the member is entitled and limiting a time (being not less than 21 days) within which the offer if not accepted will be deemed to have been declined, and after the expiry of such time or upon receipt of an intimation from the member to whom such notice is given that he declines to accept the shares offered, the Directors may, subject to these Articles, allot or otherwise dispose of the same to such persons and upon such terms as they think most beneficial to the Company. The Directors may in like manner dispose of any such shares as aforesaid which, by reason of the proportion borne by them to the number of persons entitled to any such offer as aforesaid or by reason of any other difficulty in apportioning the same, cannot in the opinion of the Directors be conveniently offered in manner hereinbefore provided.

(b) Section 17 (1) of the Companies Act 1980 shall not apply to any allotment of shares in the Company.

5. Subject to the provisions of the Statutes, any Shares may with the sanction of a Special Resolution be issued upon the terms that they are or at the option of the Company are liable to be redeemed.

#### LIEN

6. The Company shall have a first and paramount lien on every share (whether or not it is a fully paid share) for all moneys (whether presently payable or not) called or payable at a fixed time in respect of that share and the Company shall also have a first and paramount lien on all shares (whether fully paid or not) standing registered in the name of any member whether solely or one of two or more joint holders for all moneys presently payable by him or his estate to the Company; but the Directors may at any time declare any share to be wholly or in part exempt from the provisions of this Article. The Company's lien (if any) on a share shall extend to all dividends payable thereon.

### TRANSFER OF SHARES

7. The instrument of transfer of a fully paid share need not be executed by or on behalf of the transferee and regulation 22 of Table A shall be modified accordingly.

8. Save as otherwise provided in these Articles, the Directors may, in their absolute discretion and without assigning any reason therefor, decline to register any transfer of any share, whether or not it is a fully paid share.

### DIRECTORS

9. Unless and until otherwise determined by the Company in General Meeting and subject to Article 10 hereof the number of the Directors shall not be less than two nor more than five. The first Directors of the Company will be the person or persons named in the Statement delivered to the Registrar of Companies in accordance with Section 21 of the Companies Act 1976.

10. If and so long as there shall be one Director only he shall be entitled to exercise all the powers and shall carry out all the duties assigned to Directors and the provisions of these Articles and the regulations of Table A shall be construed accordingly.

11. The words "in General Meeting" shall be inserted after the words "unless the Company" in regulation 78 of Table A.

### BORROWING POWERS

12. The Directors may exercise all the powers of the Company to borrow money, and to mortgage or charge its undertaking, property and uncalled capital, or any part thereof, and, subject to Section 14 of the Companies Act 1980 and Article 3 hereof, to issue debentures, debenture stock, and other securities whether outright or as security for any debt, liability or obligation of the Company or of any third party.

### POWERS AND DUTIES OF DIRECTORS

13. (a) Subject to the next following sub-paragraph a Director may vote in respect of any contract or arrangement in which he is interested and be counted in the quorum present of any meeting at which any such contract or arrangement is proposed or considered, and if he shall so vote his vote shall be counted. This Article shall have effect in substitution for paragraphs (2) and (4) of regulation 84 of Table A, which paragraphs shall not apply to the Company.

(b) The Company shall in all respects duly comply with the provisions of Part IV of the Companies Act 1980.

#### DISQUALIFICATION OF DIRECTORS

14. The office of a Director shall be vacated-

- (1) If by notice in writing to the Company he resigns the office of Director.
- (2) If he ceases to be a Director by virtue of section 182 of the Act.
- (3) If he becomes bankrupt or insolvent, or enters into any arrangement with his creditors.
- (4) If he is prohibited from being a Director by an order made under any of the provisions of the Statutes.
- (5) If he becomes of unsound mind.
- (6) If he is removed from office by a resolution duly passed under section 184 of the Act.

15. Any person may be appointed or elected as a Director, whatever may be his age, and no Director shall be required to vacate his office by reason of his attaining or having attained the age of seventy years or any other age.

#### REMOVAL OF DIRECTORS

16. In addition and without prejudice to the provisions of section 184 of the Act, the Company may by Extraordinary Resolution remove any Director before the expiration of his period of office, and may by Ordinary Resolution appoint another Director in his stead.

#### PROCEEDINGS OF DIRECTORS

17. A Director may from time to time by notice in writing to the Company appoint any person approved by his co-Directors to act as an alternate Director at any meeting of the Board from which he is himself absent, and may in like manner remove any person so appointed from office. An alternate Director so appointed may also be removed from his office by notice in writing to the Company given by the co-Directors of the Director by whom he was appointed. An alternate Director appointed under this Article shall not be required to hold any qualification or be entitled to any remuneration from the Company, but he shall be entitled, while holding office as such, to receive notice of meetings of Directors and to attend and vote thereat in place of and in the absence of the Director appointing him.

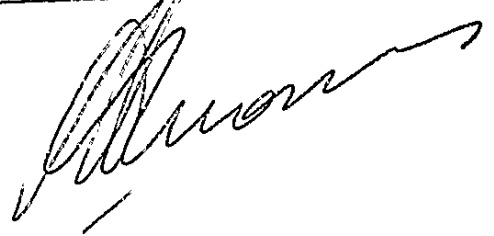
#### SECRETARY

18. The first Secretary of the Company shall be Howard Thomas.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS

H. THOMAS,  
70/74, City Road,  
London, EC1Y 2DQ.

Company Registration Agent.



C. MILFORD-COTTAM,  
70/74, City Road,  
London, EC1Y 2DQ.

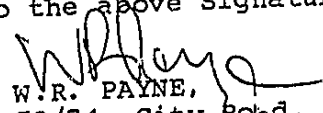
Company Registration Agent.



---

Dated this 31st day of March 1982.

Witness to the above Signatures:-

  
W.R. PAYNE,  
70/74, City Road,  
London, EC1Y 2DQ.

Company Registration Agent.

G

Please do not  
write in this  
binding margin

Please complete  
legibly, preferably  
in black type, or  
bold block lettering

\* delete if  
inappropriate

## THE COMPANIES ACTS 1948 TO 1976

Statement of first directors and  
secretary and intended situation  
of registered office

Pursuant to sections 21 and 23(2) of the Companies Act 1976

1

Company number

1533840/5

Name of Company

CUAGAIN

Limited\*

The intended situation of the registered office of the company  
on incorporation is as stated below

70/74, CITY ROAD,  
LONDON, ECLY 2DQ.

If the memorandum is delivered by an agent for the subscribers of  
the memorandum please mark 'X' in the box opposite and insert the  
agent's name and address below

X

If the spaces provided on page 2 are insufficient and use has been made  
of continuation sheets (see note 1), please enter in the box opposite  
the number of continuation sheets which form part of this statement

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

For official use  
General section

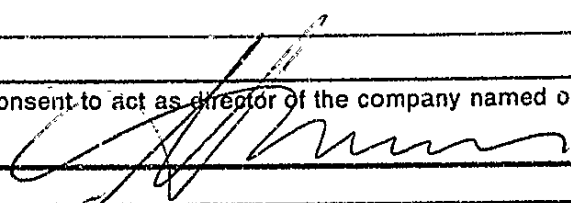
Post room

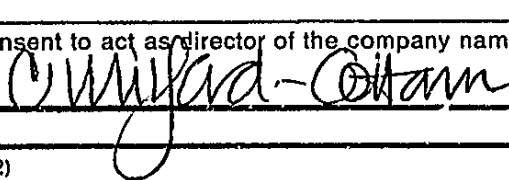
The name(s) and particulars of the person who is, or the persons who are, to be the first director or directors of the company are as follows:

Please do not write in this binding margin



**Important**  
The particulars to be given are those referred to in section 21(2)(a) of the Companies Act 1976 and section 200(2) of the Companies Act 1948. Please read the notes on page 4 before completing this part of the form

Name (note 2)	Business occupation
HOWARD THOMAS	REGISTRATION AGENT
Former name(s) (note 3)	Nationality
Address (note 4) 70/74, CITY ROAD,	BRITISH
LONDON, EC1Y 2DQ.	Date of birth (where applicable) (note 6)
Particulars of other directorships (note 5)	
I hereby consent to act as director of the company named on page 1	
Signature 	Date 31/3/82

Name (note 2)	Business occupation
CATHERINE MILFORD-COTTAM	REGISTRATION AGENT
Former name(s) (note 3)	Nationality
Address (note 4) 70/74 CITY ROAD,	BRITISH
LONDON EC1Y 2DQ.	Date of birth (where applicable) (note 6)
Particulars of other directorships (note 5)	
I hereby consent to act as director of the company named on page 1	
Signature 	Date 31/3/82

Name (note 2)	Business occupation
Former name(s) (note 3)	Nationality
Address (note 4)	
	Date of birth (where applicable) (note 6)
Particulars of other directorships (note 5)	
I hereby consent to act as director of the company named on page 1	
Signature	Date

Please do not  
write in this  
binding margin

The name(s) and particulars of the person who is, or the persons who are,  
to be the first secretary, or joint secretaries, of the company are as follows:

**Important**

The particulars  
to be given are  
those referred to  
in section  
21(2)(b) of the  
Companies Act  
1976 and section  
200(3) of the  
Companies Act  
1948. Please  
read the notes  
on page 4 before  
completing this  
part of the form.

Name (notes 2 & 7)	
HOWARD THOMAS	
Former name(s) (note 3)	
Address (notes 4 & 7)	
70/74 CITY ROAD, LONDON EC1Y 2DQ.	
I hereby consent to act as secretary of the company named on page 1	
Signature	Date 31/3/82

Name (notes 2 & 7)	
Former name(s) (note 3)	
Address (notes 4 & 7)	
I hereby consent to act as secretary of the company named on page 1	
Signature	Date

\* as required by  
section 21(3) of  
the Companies  
Act 1976

Signed by or on behalf of the subscribers of the memorandum\*

† delete as  
appropriate

Signature	WPPang	[Subscriber] [Agent]† Date	31/3/82
Signature	Cyroz Services Limited Division Ltd LONDON EC1Y 2DQ Tel. 253-0444	[Subscriber] [Agent]† Date	31/3/82

# FILE COPY



## CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

No. 1633846

I hereby certify that

CUAGAIN LIMITED

is this day incorporated under the Companies Acts 1948 to 1981 as  
a private company and that the Company is limited.

Given under my hand at Cardiff the 7TH MAY 1982

A handwritten signature in black ink, appearing to read 'R. Wilson'.

Assistant Registrar of Companies

C.173





8/9

Form No.

2

A

THE COMPANIES ACTS 1948 TO 1976

Notice of accounting reference date

Pursuant to section 2(1) of the Companies Act 1976

Please do not  
write in this  
binding margin

To the Registrar of Companies

For official use

Company number

118

1633846

Please complete  
legibly, preferably  
in black type, or  
bold block lettering

Name of company

CUAGAIN

Limited\*

\*delete if  
inappropriate

hereby gives you notice in accordance with subsection (1) of section 2 of the Companies Act 1976 that the accounting reference date on which the company's accounting reference period is to be treated as coming to an end in each successive year is as shown below:

Important  
The accounting  
reference date  
to be entered  
alongside  
should be  
completed as  
in the following  
examples:

Please mark X in the box below if a public company

Day Month  
3 1 0 7

31 March

Day Month

3 1 0 3

5 April

Day Month

0 5 0 4

31 December

Day Month

3 1 1 2

Signed

*J. J. Apple*

[Director][Secretary]

Date

8<sup>th</sup> July 1982

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

Hamilton & Co.  
8 Hale Lane  
London NW7 3NX

(ARH/C)

For official use  
General section

Post room



Company Number.....1633846

19



The Companies Acts 1948 to 1980

**SPECIAL RESOLUTION**  
(pursuant to Section 141 of the Companies Act 1948)

of.....CUAGAIN.....LIMITED  
passed on the.....24th.....day of.....August.....19 82

At an extraordinary general meeting of the members of the above named  
company, duly convened and held at ...8 Hale Lane, London NW7 3NX.....

.....  
on the .24th.....day of .....August.....19 82 the  
following Special Resolution was duly passed:

That with the consent of the Secretary of Trade the name  
of the Company be changed to:

APPLIED SHOPFITTING LIMITED



signed...*P. J. Andrews*...  
DIRECTOR/SECRETARY

dated: ..24.8.82.....

Presented by:  
Oyoz Services Limited  
General Division  
70/72 City Road  
London EC1Y 2EQ  
Ref:.....



# FILE COPY



## CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

No.

1633846 / 10

I hereby certify that

CUAGAIN LIMITED

having by special resolution changed its name, is now  
incorporated under the name of

APPLIED SHOPFITTING LIMITED

Given under my hand at Cardiff the

5TH OCTOBER 1982

A handwritten signature in black ink, appearing to read 'A. Wilson'.

Assistant Registrar of Companies

# G

COMPANIES FORM No. 123

## Notice of increase in nominal capital

# 123

Please do not  
write in  
this margin

Pursuant to section 123 of the Companies Act 1985

Please complete  
legibly, preferably  
in black type, or  
bold block lettering

To the Registrar of Companies

For official use

Company number

--	--	--	--

1633846

Name of company

\* APPLIED SHOFITTING LIMITED

\* insert full name  
of company

gives notice in accordance with section 123 of the above Act that by resolution of the company  
dated 21st June 1990 the nominal capital of the company has been  
increased by £ 249,900.00 beyond the registered capital of £ 100.00.

§ the copy must be  
printed or in some  
other form approved  
by the registrar

A copy of the resolution authorising the increase is attached. §

The conditions (eg. voting rights, dividend rights, winding-up rights etc.) subject to which the new  
shares have been or are to be issued are as follow:

As set out in the resolution annexed.

Please tick here if  
continued overleaf

‡ Insert  
Director,  
Secretary,  
Administrator,  
Administrative  
Receiver or  
Receiver  
(Scotland) as  
appropriate

Signed

Designation‡  
Director

Date 21.6.19

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

For official Use  
General Section

Post room



COMPANY NO: 1633846

APPLIED SHOPFITTING LIMITED

Company Limited by Shares

NOTICE is given that an extra-ordinary General Meeting of the above-named Company will be held at  
on the 21st June 1990 at 6 pm for the purpose of considering and if thought fit passing the following Ordinary and Special Resolution namely:-

ORDINARY RESOLUTION

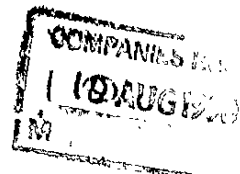
1. That the authorised Share Capital of the Company be increased from £100 to £250,000.00 by the creation of 249,900 additional £1 Ordinary Shares to rank pari passu with the existing Ordinary Shares.

SPECIAL RESOLUTION

2. That the authorised Share Capital shall be divided into two categories namely:-  
"A" Shares - being voting shares  
"B" Shares - being non-voting shares (but ranking pari passu with the "A" Shares in all other respects)
3. That the existing 100 Ordinary and issued shares in the Company shall be designated "A" Shares (voting)

ORDINARY RESOLUTION

4. That the Directors are authorised to issue:-
  - (a) 50 "B" Shares (non-voting) to Susan Andrews of Pitts Corner, Dry Lane, Christow, Exeter EX6 7PE and
  - (b) 50 "B" Shares (non-voting) to Helen Louise Chappell of 9 St. Georges Crescent, Babbacombe, Torquay TQ1 1JJ



Dated the 21<sup>st</sup> day of June 1990

By Order of the Board

Signed.....*J. S. Lloyd*.....  
Company Secretary

NOTES:

A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote in his place. A proxy need not be a member of the Company.

CONSENT TO SHORT NOTICE:

WE the undersigned being members of the above-named Company holding not less than 95% of the nominal value of the Shares giving a right to attend and vote at the meeting consent to the convening of the above extra-ordinary meeting at the date and place above mentioned and passing of the Resolution.

Signed.....*J. S. Lloyd*.....

Signed.....*P. J. Lawrence S.*.....

# G

COMPANIES FORM No. 122

# 122

**Notice of consolidation, division,  
sub-division, redemption or  
cancellation of shares, or conversion,  
re-conversion of stock into shares**

Please do not  
write in  
this margin

Pursuant to section 122 of the Companies Act 1985

Please complete  
legibly, preferably  
in black type, or  
bold block lettering

To the Registrar of Companies

For official use

Company number

--	--	--	--

1633846

Name of company

\* APPLIED SHOPFITTING LIMITED

\* insert full name  
of company

gives notice that:

with effect from the 21st June 1990 the division of the Share capital in the Company into 'A' and 'B' Shares has taken place in accordance with the Resolution, a copy of which is annexed.

Director,  
Secretary,  
Administrator,  
Administrative  
Receiver or  
Receiver  
(Scotland) as  
appropriate

Signed

Designation  
Director

Date 21.6.1990

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

For official Use  
General Section

Post room

10  
M

COMPANY NO: 1633846

APPLIED SHOPFITTING LIMITED

Company Limited by Shares

NOTICE is given that an extra-ordinary General Meeting of the above-named Company will be held at  
on the 21st June 1990 at 6 pm for the purpose of considering and if thought fit passing the following Ordinary and Special Resolution namely:-

ORDINARY RESOLUTION

1. That the authorised Share Capital of the Company be increased from £100 to £250,000.00 by the creation of 249,900 additional £1 Ordinary Shares to rank pari passu with the existing Ordinary Shares.

SPECIAL RESOLUTION

2. That the authorised Share Capital shall be divided into two categories namely:-  
"A" Shares - being voting shares  
"B" Shares - being non-voting shares (but ranking pari passu with the "A" Shares in all other respects)
3. That the existing 100 Ordinary and issued shares in the Company shall be designated "A" Shares (voting)

ORDINARY RESOLUTION

4. That the Directors are authorised to issue:-
  - (a) 50 "B" Shares (non-voting) to Susan Andrews of Pitts Corner, Dry Lane, Christow, Exeter EX6 7PE and
  - (b) 50 "B" Shares (non-voting) to Helen Louise Chappell of 9 St. Georges Crescent, Babbacombe, Torquay TQ1 1JJ

10



Dated the 21<sup>st</sup> day of June, 1990

By Order of the Board

Signed.....*J. S. [Signature]*.....  
Company Secretary

NOTES:

A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote in his place. A proxy need not be a member of the Company.

CONSENT TO SHORT NOTICE:

WE the undersigned being members of the above-named Company holding not less than 95% of the nominal value of the Shares giving a right to attend and vote at the meeting consent to the convening of the above extra-ordinary meeting at the date and place above mentioned and passing of the Resolution.

Signed.....*J. S. [Signature]*.....

Signed.....*P. J. [Signature]*.....