

Number of } 129567  
Certificate } *Λ*

Form No. 41.

**"THE COMPANIES (CONSOLIDATION) ACT, 1908."**

**Declaration of Compliance**

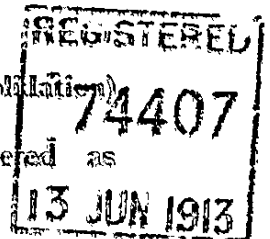


A  
Companies'  
Fee Stamp  
of 5s.  
should be  
impressed  
here.

WITH THIS

**REQUIREMENTS OF THE COMPANIES  
(CONSOLIDATION) ACT, 1908**

Made pursuant to Section 17, Sub-Section 2, of The Companies (Consolidation) Act, 1908, on behalf of a Company proposed to be Registered as



*J T Ketherell and Company,*

**LIMITED.**

*(See Page 2 of this Form.)*

2702-12.12.

TELEGRAMS: "CERTIFICATE, FLEET, LONDON."

TELEPHONE NUMBER: 240 HOLLERN.

**JORDAN & SONS, LIMITED,**

**Company Registration Agents, Printers, Publishers, and Stationers,**

**116 & 117 CHANCERY LANE, LONDON, W.C.**

*Presented for filing by*



I John William Booth.  
of 21 Union Road Oswaldtwistle in the County  
of Lancaster

\*Here insert--  
"A Solicitor  
of the High  
Court en-  
gaged in the  
formation,"  
or "A person  
in the  
of  
ation

actor (or  
retary)."

Do solemnly and sincerely Declare that I am\* a Solicitor of the  
High Court engaged in the formation of "J T  
Rothwell and Company."

NOTE. This is reserved for binding, and must not be

LIMITED,

and that all the requirements of The Companies (Consolidation) Act, 1908,  
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.

NOTE.

Declared at Oswaldtwistle  
in the County of Lancaster

the 11<sup>th</sup> day of June

one thousand nine hundred and thirteen,

before me,

Bruf. Tho. Westwell  
A Commissioner for Oaths.

J. W. Booth.

Number of  
Certificate }

129567

/v

Form No. 25.

THE STAMP ACT, 1891, and THE FINANCE ACT, 1899.

COMPANY LIMITED BY SHARES.

Statement of the Nominal Capital

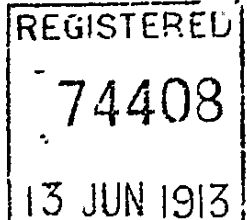
OF

*J. T. Rothwell and Company,*

LIMITED,

Pursuant to Section 112 of The Stamp Act, 1891, as  
amended by Section 7 of The Finance Act, 1899.

(See Page 2 of this Form.)



This Statement is to be lodged with the Memorandum of Association and  
other Documents when the Registration of the Company is applied for.

25683-6.12.

TELEGRAMS: "CERTIFICATE, LONDON."

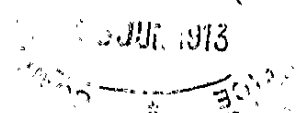
TELEPHONE NUMBER: 246 HOLBORN.

JORDAN & SONS, LIMITED,

Company Registration Agents, Printers, Publishers, and Stationers,

116 & 117 CHANCERY LANE, LONDON, W.C.

Presented for filing by



# THE NOMINAL CAPITAL

OF

*J. T. Rothwell and Company,*

LIMITED,

is *Two thousand* \_\_\_\_\_ Pounds,

divided into *Two thousand* \_\_\_\_\_ Shares

of *One pound* each.

Signature . . . *Charles Woods*

Description . . . *Secretary*

Dated the *11<sup>th</sup>* day

of *June* 191 *3*,

NOTE.—This margin is reserved for binding and must not be written across.

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



*£2. 10/- per share*  
*4722 in*

129567

"The Companies (Consolidation) Act, 1908."

COMPANY LIMITED BY SHARES.

Memorandum of Association

OF

and

J. T. Rothwell & Company, Limited.

REGISTERED  
74409  
13 JUN 1913

1. The Name of the Company is "J. T. ROTHWELL and COMPANY, 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 acquire and take over as a going concern and carry on the business of Boiler Makers and Repairers, Iron Founders and Engineers, now carried on by JOHN THOMAS ROTHWELL, at the Bridge Street Boiler Works, Church, in the County of Lancaster, together with the whole of the property and assets of the proprietor of that business used in connection therewith or belonging thereto, and, with a view thereto, to enter into and carry into effect (either with or without modification) an Agreement which has been already prepared and engrossed, and is expressed to be made between JOHN THOMAS ROTHWELL of the one part and the above-named Company of the other part, a copy whereof has, for the purpose of identification, been subscribed by John William Booth, a Solicitor of the Supreme Court.

Presented for filing by



13 JUN 1913

- (b) To carry on, either in connection with the business aforesaid or as distinct and separate businesses, the business or businesses of Boiler Makers and Repairers, Ironfounders, Mechanical Engineers, Engineers and Manufacturers of Agricultural Implements and other Machinery, Tool Makers, Brass Founders, Metal Workers, Millwrights, Machinists, Iron and Steel Converters, Smiths, Woodworkers, Builders, Painters, Metallurgists, Electrical Engineers, Water Supply Engineers, Gas Makers, Farmers, Printers, Carriers, General Merchants, and Warehousemen; and to buy, sell, manufacture, repair, alter and exchange, let on hire, export, and deal (both wholesale and retail) in commodities, articles, and things of all kinds which can conveniently be dealt in by the Company in connection with any of the before-mentioned businesses, and in plant, machinery, apparatus, tools, and things likely to be required in connection with any of the businesses carried on by the Company, and to carry on any other business (whether manufacturing or otherwise) which may seem to the Company capable of being conveniently carried on in connection with the above, or calculated directly or indirectly to enhance the value of or render more profitable any of the Company's property.
- (c) To carry on any business relating to the winning and working of minerals, the production and working of metals, and the production, manufacture, and preparation of any other materials which may be usefully or conveniently combined with the engineering or manufacturing businesses of the Company, or any contracts undertaken by the Company, and either for the purpose only of such contracts or as an independent business, and to undertake and execute any contracts for works involving the supply or use of any machinery, and to carry out any auxiliary or other works comprised in such contracts.
- (d) To purchase or by any other means acquire any freehold, leasehold, or other property for any estate

or interest whatever, and any rights, privileges, or easements over or in respect of any property, and any buildings, factories, mills, works, wharves, roads, railways, tramways, machinery, engines, rolling stock, plant, live and dead stock, barges, vessels, or things, and any real or personal property or rights whatsoever which may be necessary for, or may be conveniently used with, or may enhance the value of any other property of the Company.

- (e) To build, construct, maintain, alter, enlarge, pull down, and remove or replace any buildings, factories, mills, offices, works, wharves, roads, railways, tramways, machinery, engines, walls, fences, banks, dams, sluices, or watercourses, and to clear sites for the same, or to join with any person, firm, or company in doing any of the things aforesaid, and to work, manage, and control the same, or join with others in so doing.
- (f) To purchase or by other means acquire and protect, prolong and renew, whether in the United Kingdom or elsewhere, any patents, patent rights, brevets d'invention, licenses, protections, and concessions which may appear likely to be advantageous or useful to the Company, and to use and turn to account and to manufacture under or grant licenses or privileges in respect of the same, and to expend money in experimenting upon and testing and in improving or seeking to improve any patents, inventions, or rights which the Company may acquire or propose to acquire.
- (g) To acquire and undertake the whole or any part of the business, goodwill, and assets of any person, firm, or company carrying on or proposing to carry on any of the businesses which this Company is authorised to carry on, and, as part of the consideration for such acquisition, to undertake all or any of the liabilities of such person, firm, or company, or to acquire an interest in, amalgamate with, or enter into any arrangement for sharing

profits, or for co-operation, or for limiting competition, or for mutual assistance with any such person, firm, or company, and to give or accept, by way of consideration for any of the acts or things aforesaid or property acquired, any Shares, Debentures, Debenture Stock, or securities that may be agreed upon, and to hold and retain, or sell, mortgage, and deal with any Shares, Debentures, Debenture Stock, or securities so received.

- (h) To improve, manage, cultivate, develop, exchange, let on lease or otherwise, mortgage, sell, dispose of, turn to account, grant rights and privileges in respect of, or otherwise deal with all or any part of the property and rights of the Company.
- (i) To invest and deal with the moneys of the Company not immediately required upon such securities and in such manner as may from time to time be determined.
- (j) To lend and advance money or give credit to such persons and on such terms as may seem expedient, and in particular to customers and others having dealings with the Company.
- (k) To borrow or raise money in such manner as the Company shall think fit, and in particular by the issue of Debentures or Debenture Stock (perpetual or otherwise), and to secure the repayment of any money borrowed, raised, or owing by mortgage, charge, or lien upon the whole or any part of the Company's property or assets (whether present or future), including its uncalled Capital, and also by a similar mortgage, charge, or lien to secure and guarantee the performance by the Company of any obligation or liability it may undertake.
- (l) To draw, make, accept, endorse, discount, execute, and issue promissory notes, bills of exchange, bills of lading, warrants, debentures, and other negotiable or transferable instruments.



- (m) To subscribe for, take, purchase, or otherwise acquire and hold shares or other interest in or securities of any other company having objects altogether or in part similar to those of this Company, or carrying on any business capable of being conducted so as directly or indirectly to benefit this Company.
- (n) To act as agents or brokers and as trustees for any person, firm, or company, and to undertake and perform sub-contracts, and also to act in any of the businesses of the Company through or by means of agents, brokers, sub-contractors, or others.
- (o) To remunerate any person, firm, or company rendering services to this Company, whether by cash payment or by the allotment to him or them of Shares or securities of the Company credited as paid up in full or in part, or otherwise.
- (p) To pay all or any expenses incurred in connection with the formation, promotion, and incorporation of the Company, or to contract with any person, firm, or company to pay the same, and to pay commissions to brokers and others for underwriting, placing, selling, or guaranteeing the subscription of any Shares, Debentures, Debenture Stock, or securities of this Company.
- (q) To procure the Company to be registered or recognised in any Colony or Dependency and in any Foreign Country or Place.
- (r) To promote any other company for the purpose of acquiring all or any of the property and undertaking any of the liabilities of this Company, or of undertaking any business or operations which may appear likely to assist or benefit this Company or to enhance the value of any property or business of this Company, and to place or guarantee the placing of, underwrite, subscribe for, or otherwise acquire all or any part of the shares or securities of any such Company as aforesaid.

- (s) To sell or otherwise dispose of the whole or any part of the undertaking of the Company, either together or in portions, for such consideration as the Company may think fit, and in particular for shares, debentures, or securities of any company purchasing the same.
- (t) To distribute among the Members of the Company in kind any property of the Company, and in particular any shares, debentures, or securities of other companies belonging to this Company or of which this Company may have the power of disposing.
- (u) To do all such other things as may be deemed incidental or conducive to the attainment of the above objects or any of them.

#### 4. The Liability of the Members is Limited.

5. The Share Capital of the Company is Two Thousand Pounds, divided into Two Thousand Shares of One Pound each. The Company has power from time to time to increase or reduce its Capital, and to issue any Shares in the original or increased Capital with preferred, deferred, or other special rights, or such restrictions, whether in regard to Dividend, voting, return of Capital, or otherwise, as the Company may from time to time by Special Resolution determine: Provided always that if and whenever the Capital of the Company is divided into Shares of different classes the rights and privileges of any such class (unless otherwise provided by the terms of issue of the Shares of such class) may be varied with the consent in writing of the Holders of three fourths of the issued Shares of such class, or with the sanction of an Extraordinary Resolution passed at a separate General Meeting of the Holders of the Shares of that class. At every such separate General Meeting the quorum shall be two persons at least, holding or representing by proxy one third of the issued Shares of such class.

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.
John Thomas Rothwell 18 West Bank Lane Tipton Gentleman	Two Hundred & Fifty
William Rothwell 240 Burnley Road. Accrington Coloist	Two Hundred and Fifty
Margaret Annie Rothwell 18 Lister St. Accrington Widow.	Two hundred and fifty.

Dated the 10<sup>th</sup> day of Jan<sup>y</sup>, 1913.

Witness to the above Signatures—

J. W. Booth.

Solicitor,

Rewaldtwistle.

129567

*"The Companies (Consolidation) Act, 1908."*

COMPANY LIMITED BY SHARES.

Articles of Association

and<sup>OR</sup>

J. T. Rothwell & Company, Limited.



PRELIMINARY.

1. The Regulations contained in Table A in the First Schedule to The Companies (Consolidation) Act, 1908 (such Table being hereinafter called "Table A"), shall apply to the Company save in so far as they are excluded or varied hereby: that is to say, the Clauses of Table A numbered 2, 5, 35 to 40, 46, 68, 70, 73, 77, 108, 111, and 114 shall not apply to this Company; but in lieu thereof, and in addition to the remaining Clauses of Table A, the following shall be the Regulations of the Company.

2. The first business of the Company shall be to acquire the business and undertaking of Boiler Makers and Repairers, Iron-founders and Engineers, referred to in Clause 3, Sub-Clause (a), of the Memorandum of Association, and, for the purpose of so doing, the Directors shall forthwith take into consideration and, if approved of, shall adopt on behalf of the Company, either with or without modification, the Agreement referred to in the said Clause 3, Sub-Clause (a), of the Memorandum of Association. The Company is formed on the basis that the said Agreement shall be adopted with or without modification as aforesaid, and no objection shall be taken to the said Agreement, nor shall any Promoter or Director be liable to account to the Company for any profit or benefit derived by him under the said Agreement by reason of any Promoter or Director of the Company being the Vendor to the Company or otherwise



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interested in the said Agreement, or by reason of the purchase consideration having been fixed by the Vendor without any independent valuation having been made, or of the Board of Directors not being in the circumstances an independent Board; but every Member of the Company (present and future) shall be deemed to have notice of the provisions of the said Agreement, and to have assented to all the terms thereof.

3. It shall be lawful for the Company to pay a commission to any person in consideration of his subscribing or agreeing to subscribe, whether absolutely or conditionally, for any Shares of the Company, or procuring or agreeing to procure subscriptions, whether absolute or conditional, for any Shares in the Company to any amount not exceeding Two Shillings per Share.

4. The Company shall not offer any of its Shares or Debentures to the public for subscription.

5. The number of the Members of the Company (exclusive of persons who are in the employment of the Company) shall not at any time exceed fifty.

#### TRANSFER OF SHARES.

6. The Directors may, in their absolute and uncontrolled discretion, refuse to register any proposed transfer of Shares, and Clause 20 of Table A shall be modified accordingly.

#### BORROWING POWERS.

7. The Directors may raise or borrow money for the purposes of the Company's business, and may secure the repayment of the same by mortgage or charge upon the whole or any part of the assets and property of the Company (present or future), including its uncalled or unissued Capital, and may issue Bonds, Debentures, or Debenture Stock, either charged upon the whole or any part of the assets and property of the Company or not so charged, but so that the whole amount so borrowed or raised and outstanding at any one time shall not, without the consent of the Company in General Meeting, exceed the amount of the subscribed Share Capital of the Company, which for this purpose shall include any Shares issued as fully or partly paid up.

## GENERAL MEETINGS.

8. The Annual General Meeting of the Company shall be held in the month of June or July in each year at such time and place as the Directors shall appoint. In default of a General Meeting being so held, a General Meeting may be convened, to be held at any time during the next succeeding month, by any two Members in the same manner as nearly as possible as that in which Meetings are to be convened by the Directors.

9. The quorum for a General Meeting shall be two Members personally present, and Clause 51 of Table A shall be modified accordingly.

## VOTES OF MEMBERS.

10. A poll shall be taken whenever demanded by two Members together holding or representing by proxy not less than one tenth of the Capital of the Company for the time being issued, and Clause 56 of Table A shall be read as if this power to demand a poll were substituted for the powers therein contained.

## DIRECTORS.

11. Unless otherwise determined by General Meeting the Directors shall not be less than two nor more than five.

12. The first Directors of the Company shall be JOHN THOMAS ROTHWELL, WILLIAM ROTHWELL, and MARGARET ANNIE ROTHWELL, and they shall hold such office during their respective lives, or until they become disqualified from any of the causes specified in Article 15 hereof.

13. There shall be added to Clause 85 of Table A the words "Provided always that the total number of Directors shall not at any time exceed the maximum hereinbefore mentioned."

14. The qualification of every Director shall be the holding, in his own right and as sole holder, of Shares or Stock of the Company to the nominal value of not less than Two Hundred and Fifty Pounds. A first Director may act before acquiring his qualification, but shall in any case acquire his qualification within one month of being appointed a Director; and if such qualification shall not have been otherwise acquired within the time aforesaid he shall be deemed to have agreed with the Company to take from the Company

so many Shares as shall be necessary to make up with the Shares or Stock (if any) which he then holds the amount of his said qualification, and his name shall be entered in the Register of Members accordingly.

#### DISQUALIFICATION OF DIRECTORS.

15. The office of a Director shall be vacated—

- (a) If he become bankrupt or insolvent or compound with his creditors.
- (b) If he become of unsound mind or be found a lunatic.
- (c) If he be convicted of an indictable offence.
- (d) If he cease to hold the necessary qualification in Shares or Stock, or do not obtain the same within one month from the date of his appointment.
- (e) If he absent himself from the Meetings of Directors for a period of six months without special leave of absence from the other Directors.
- (f) If he give the Directors one month's notice in writing that he resigns his office.

But any act done in good faith by a Director whose office is vacated as aforesaid shall be valid unless, prior to the doing of such act, written notice shall have been served upon the Directors or an entry shall have been made in the Directors' Minute Book stating that such Director has ceased to be a Director of the Company.

16. A Director may enter into contracts or arrangements or have dealings with the Company, and shall not be disqualified from office thereby, nor shall he be liable to account to the Company for any profit arising out of any such contract, arrangement, or dealing to which he is a party or in which he is interested by reason of his being at the same time a Director of the Company, provided that such Director discloses to the Board at or before the time when such contract, arrangement, or dealing is determined upon his interest therein, or, if such interest is subsequently acquired, provided that he on the first occasion possible discloses to the Board the fact that he has acquired such interest. A Director may be employed by the Company upon such terms as to remuneration and otherwise as the Company may determine.

## MANAGING DIRECTOR.

17. The Directors may from time to time entrust to and confer upon the Managing Director or Managing Directors all or any of the powers of the Directors (excepting the power to make Calls, forfeit Shares, borrow money, or issue Debentures) that they may think fit. But the exercise of all powers by the Managing Director or Managing Directors shall be subject to such regulations and restrictions as the Directors may from time to time make and impose, and the said powers may at any time be withdrawn, revoked, or varied.

## SEAL.

18. The Seal of the Company shall not be affixed to any instrument except in the presence of two Directors, who shall sign every instrument to which the Seal is so affixed, and Clause 76 of Table A shall be modified accordingly.

## NOTICES.

19. Where a notice is sent by post, it shall be deemed to have been served at the expiration of twenty-four hours after it was posted, and Clause 110 of Table A shall be modified accordingly.

20. A Member who has no registered address in the United Kingdom, and has not supplied to the Company an address within the United Kingdom for the giving of notices to him, shall not be entitled to receive any notices from the Company.

## WINDING UP.

21. With the sanction of an Extraordinary Resolution of the Shareholders any part of the Assets of the Company, including any shares in other companies, may be divided between the Members of the Company in specie, or may be vested in trustees for the benefit of such Members, and the liquidation of the Company may be closed and the Company dissolved, but so that no Member shall be compelled to accept any Shares whereon there is any liability.



---

NAMES, ADDRESSES, AND DESCRIPTIONS OF SUBSCRIBERS.

---

John Thomas Rothwell  
 18 West. Bank. ave. Lyttam  
 Gentleman

William Rothwell  
 240 Burnley Road Accrington  
 Colonist

Margaret Annie Rothwell  
 18 Lister St. Accrington  
 Widow.

---

Dated the 10<sup>th</sup> day of June, 1913.

Witness to the above Signatures—

J. W. Booth.

Solicitor

Oswaldtwistle

DUPLICATE FOR THE FILE.

No. 129567



# Certificate of Incorporation

I Hereby Certify, That the  
*J. T. Rothwell and company, Limited*

is this day Incorporated under the Companies (Consolidation) Act, 1908, and that the Company  
is **Limited**.

Given under my hand at London this *Thirteenth* day of *June*

One Thousand Nine Hundred and *thirteen*

Fees and Deed Stamps £ *3-10-0*

Stamp Duty on Capital £ *5-0-0*

*H. Birtles*  
Assistant Registrar of Joint Stock Companies.

Certificate received by *Glase*

*Sci*

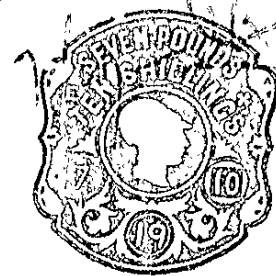


Date

# THE STAMP ACT 1891.

(54 & 55 VICT., CH. 39.)

COMPANY LIMITED BY SHARES.



## Statement of Increase of the Nominal Capital

OF

A. T. Rothwell and Company  
**LIMITED.**

REGISTERED  
141852  
7 25 1908

Pursuant to Section 112 of the Stamp Act 1891, as amended by Section 7 of the Finance Act 1899.

*NOTE.—The Stamp Duty on an Increase of Nominal Capital is Five Shillings for every £100 or fraction of £100.*

This Statement is to be filed with the Notice of Increase which must be filed pursuant to Section 44 of the Companies (Consolidation) Act 1908.

Presented for filing by



The Solicitors' Law Stationery Society, Limited, 22 Chancery Lane, W.C.2, 29 Walbrook, E.C.4,  
49 Bedford Row, W.C.1, 6 Victoria Street, S.W.1.

PRINTERS AND PUBLISHERS OF COMPANIES' BOOKS AND FORMS.

Number of  
Certificate

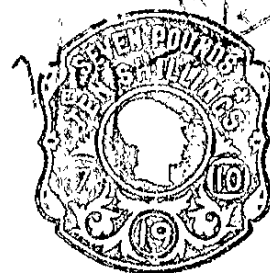
129567

Form No. 26.

# THE STAMP ACT 1891.

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

COMPANY LIMITED BY SHARES.



## Statement of Increase of the Nominal Capital

OF

<i>J. D. Rothwell and Company</i>	REGISTERED
LIMITED.	141852
	7 22 20

Pursuant to Section 112 of the Stamp Act 1891, as amended by Section 7 of the Finance Act 1899.

*NOTE.—The Stamp Duty on an Increase of Nominal Capital is Five Shillings for every £100 or fraction of £100.*

This Statement is to be filed with the Notice of Increase which must be filed pursuant to Section 44 of the Companies (Consolidation) Act 1908.

Presented for filing by



The Solicitors' Law Stationery Society, Limited, 22 Chancery Lane, W.C.2, 29 Walbrook, E.C.4,  
49 Bedford Row, W.C.1, 6 Victoria Street, S.W.1.

PRINTERS AND PUBLISHERS OF COMPANIES' BOOKS AND FORMS.

# THE NOMINAL CAPITAL

OF

*J. T. Roswell and Company*, Limited,

has been increased by the addition thereto of the sum of

£ *3000*, divided into *three thousand*

Shares of *£1* each, beyond the registered

Capital of *£2000*.

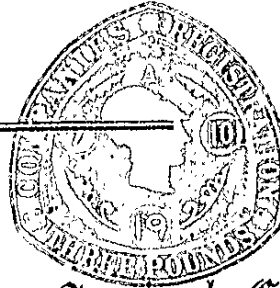
Signature *Charles Wood*

Officer *Secretary*

Dated the *sixth* day of *October* 19*17*.

*This Statement should be signed by a Director, Secretary or other authorised Officer of the Company.*

18  
THE COMPANIES ACTS 1908 to 1917.

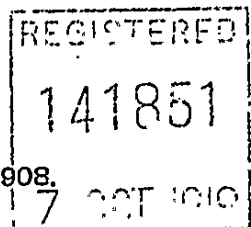


Notice of Increase in the Nominal Capital

OF

*J. T. Rothwell and Company*

LIMITED.



Pursuant to Section 44 of the Companies (Consolidation) Act 1908.

Presented for filing by



The Solicitors' Law Stationery Society, Limited, 22 Chancery Lane, W.C.2, 29 Walbrook, E.C.4,  
49 Bedford Row, W.C.1, 6 Victoria Street, S.W.

PRINTERS AND PUBLISHERS OF COMPANIES' BOOKS AND FORMS.

Companies Form No. 6A.--41.1-5-19. W126

702

# Notice of Increase in the Nominal Capital

OF

*J. T. Roskewell and Company* Limited.

TO THE REGISTRAR OF JOINT STOCK COMPANIES.

The *J. T. Roskewell and Company*

..... Limited, hereby give you notice, in accordance  
with Section 44 of the Companies (Consolidation) Act 1908, that by a Special  
Resolution of the Company passed the *15<sup>th</sup>* day of *September* 19*19*  
and confirmed the *sixth* day of *October* 19*19*  
the Nominal Capital of the Company has been increased by the addition thereto of  
the sum of *Three thousand*  
Pounds, divided into *Three thousand*  
Shares of *One pound* each,  
beyond the Registered Capital of £ *2000.*

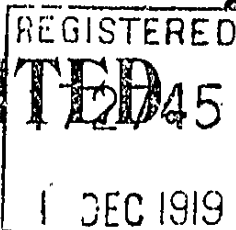
*Charles Wood*  
Secretary

Dated the *sixth* day  
of *October* 19*19*

\* \* This Notice is to be signed by a Director, Secretary or other authorised Officer of the Company.

THE COMPANIES ACTS, 1908 TO 1917.

**J. T. ROTHWELL & Co., LIMITED**

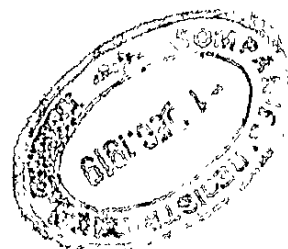


At an extraordinary General Meeting of the Members of the above named Company, duly convened and held at the Registered Office of the Company, Bridge Street, Church, in the County of Lancaster, on the 15th day of September, 1919, the subjoined Special Resolution was duly passed, and at another Extraordinary General Meeting, duly convened and held at the same place on the 6th day of October, 1919, the same Special Resolution was duly confirmed, viz:—

*"That the Capital of J. T. Rothwell & Company, Limited, be increased to £5,000, by the issuing of Three Thousand Additional Ordinary Shares of £1 each, and that the Directors be empowered to issue such Additional Shares in accordance with the powers and provisions contained in the Memorandum and Articles of Association of the Company."*

*Dated this sixth day of October 1919.*

*J. T. Rothwell* Chairman.





# THE STAMP ACT 1891.

(54 & 55 VICT., CH. 39.)

COMPANIES LIMITED BY SHARES.

## Statement of Increase of the Nominal Capital

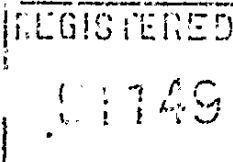
OF

*J. J. Roskell & Co Limited.*

LIMITED.

Pursuant to Section 112 of the Stamp Act 1891, as amended by Section 7 of the Finance Act 1899.

*NOTE.—The Stamp Duty on an Increase of Nominal Capital is Five Shillings for every £100 or fraction of £100.*



This Statement is to be filed with the Notice of Increase which must be filed pursuant to Section 44 of the Companies (Consolidation) Act 1908, 1920.

*Presented for filing by*



The Solicitors' Law Stationery Society, Limited, 22 Chancery Lane, W.C.2, 29 Walbrook, E.C.4, 49 Bedford Row, W.C.1, 6 Victoria Street, S.W.1.

PRINTERS AND PUBLISHERS OF COMPANIES' BOOKS AND FORMS.

*J. J. Roskell & Co*, Limited,

has been increased by the addition thereto of the sum of

£ *15,000*, divided into *Fifteen thousand*

Shares of *One pound* each, beyond the registered

Capital of *Five thousand pounds*.

Signature

*Charles Woods*

Officer

*Secretary*

Dated the

*21<sup>st</sup>*

day of

*April*

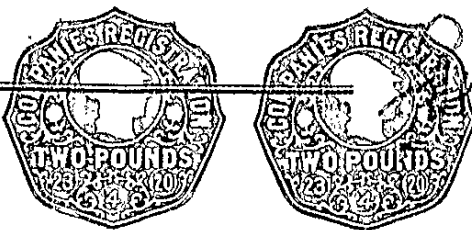
192*0*

*This Statement should be signed by a Director, Secretary or other authorised Officer of the Company.*

DAMAGED DOCUMENT

27 ✓

THE COMPANIES ACTS 1908 to 1917.



Notice of Increase in the Nominal Capital

OF

*A. J. Roswell & Co Limited*

LIMITED.

Pursuant to Section 44 of the Companies (Consolidation) Act 1908.

REGISTERED  
91150  
22 APR 1920

Presented for filing by



The Solicitors' Law Stationery Society, Limited, 22 Chancery Lane, W.C. 2, 29 Walbrook, E.C. 4,  
49 Bedford Row, W.C. 1, 6 Victoria Street, S.W. 1.

PRINTERS AND PUBLISHERS OF COMPANIES' BOOKS AND FORMS.

Companies Form No. 6A.—160.11-12-10 W126

613

# Notice of Increase in the Nominal Capital

OF

*J. J. Roskell & Co* Limited.

To THE REGISTRAR OF JOINT STOCK COMPANIES.

The *J. J. Roskell & Co*

..... Limited, hereby give you notice, in accordance  
with Section 44 of the Companies (Consolidation) Act 1908, that by a Special  
Resolution of the Company passed the *31<sup>st</sup>* day of *March* 19*20*  
and confirmed the *15<sup>th</sup>* day of *April* 19*20*  
the Nominal Capital of the Company has been increased by the addition thereto of  
the sum of *Fifteen thousand*  
Pounds, divided into *Fifteen thousand*  
Shares of *One pound* each,  
beyond the Registered Capital of £. *5000.*

*Charles Wood*  
*Secretary*

Dated the *21<sup>st</sup>* day  
of *April* 19*20*

\*\*\* This Notice is to be signed by a Director, Secretary or other authorised Officer of the Company.

"THE COMPANIES ACT, 1929."



A Companies Registration Fee Stamp of 5s. must be impressed here.

Particulars of Directors or Managers and of any changes therein.

*J. T. Rothwell and*

*Company*

LIMITED.

Pursuant to Section 144 of The Companies Act, 1929

(See last Page of this Form.)

REGISTERED  
14 MAR 1940

This Notice should be signed on Page 3 by a Director or the Manager or Secretary of the Company.

55016-39

Telegrams: "CERTIFICATE, ESTRAND, LONDON."

Telephone No.: HOLBORN 0434 (3 Lines).

JORDAN & SONS, LIMITED,

Company Registration Agents, Printers, and Publishers,

116 CHANCERY LANE, LONDON, W.C. 2,

and 13 BROAD STREET PLACE, E.C. 2.

Presented by

*J. T. Rothwell*

*Naval Boiler Works*

*Church, Accrington, Lancs.*

Particulars of

of *J. T. Rothwell and Company*  
and of any

† THE PRESENT CHRISTIAN NAME OR NAMES AND SURNAME.	ANY FORMER CHRISTIAN NAME OR NAMES OR SURNAME.	NATIONALITY.	NATIONALITY OF ORIGIN (if other than the Present Nationality).
<i>William P. Rothwell</i>	—	<i>British</i>	—
<i>Ida Mary Rothwell</i>	—	<i>British</i>	—
<i>Fred Pankuscin</i>	—	<i>British</i>	—
<i>Adolph Harry Railing</i>	—	<i>British</i>	<i>formerly German</i>
<i>JAMES Johnstone Gracie</i>	—	<i>British</i>	—
<i>Charles Garfield Garrard</i>	—	<i>British</i>	—
<i>Fred Pankuscin</i>	—	<i>British</i>	—

NOTE.—This margin is reserved for binding, and must not be written on.

\* "Director" includes any person who occupies the position of a Director, by whatever name called, and any person in accordance with whose directions or instructions the Directors of a Company are accustomed to act.

† In the case of a Corporation its Corporate Name and Registered or Principal Office should be shown.

Changes therein.

USUAL RESIDENTIAL ADDRESS.	‡ OTHER BUSINESS OCCUPATION OR DIRECTORSHIPS IF ANY. IF NONE, STATE SO.	§ CHANGES.
<i>The Chales</i>		
<i>The Serpentine Lytham, Lancs.</i>	<i>Director of Enfield Brick Co Barby</i>	<i>Deceased Dec 3<sup>rd</sup> 1939</i>
<i>White Hall Grindleton, N. Blitheroe, Lancs.</i>	<i>Slinister</i>	<i>Resigned Feb 13 1940</i>
<i>43 Dill Hall Lane Church, Accrington, Lancs.</i>	<i>Electrical Engn</i>	<i>Resigned Feb 13 1940</i>
<i>32 Montague Square. London. W.1.</i>	<i>Electrical Engineer</i>	<i>Elected Feb 13 1940</i>
<i>88 Anderton Park R. Mosely Birmingham</i>	<i>" "</i>	<i>Elected Feb 13 1940</i>
<i>Jennington. Somerville R. Sutton Bedford.</i>	<i>" "</i>	<i>Elected Feb 13 1940</i>
<i>43 DILL HALL LANE CHURCH, ACCRINGTON, LANCs</i>	<i>Electrical Engn</i>	<i>Re-elected Feb 13 1940</i>

Signature *John Parkinson*

Officer: *Secretary*

(State whether Director, or Manager, or Secretary).

Date *March 4<sup>th</sup> 1940* 19

‡ In the case of an individual who has no business occupation, but holds any other directorship or directorships, particulars of that directorship or of some one of those directorships must be entered.

§ A complete List of the Directors or Managers shown as existing in the last Particulars delivered should always be given. A note of the Changes since the last List should be made in this column—e.g. by placing against a new Director's name the words "In place of" and by writing against any former Director's name the words "Dead," "Resigned," or as the case may be.

NOTE.—This margin is reserved for binding, and must not be written on.

NOTE.—This margin is reserved for binding, and must not be written on.

129567 / 58

87327.



# J. T. Rothwell & Company Limited.

At a GENERAL MEETING of the Company held on  
the First day of September, 1952.



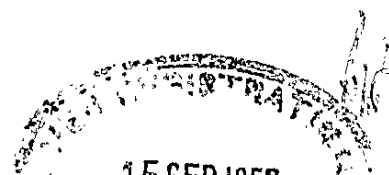
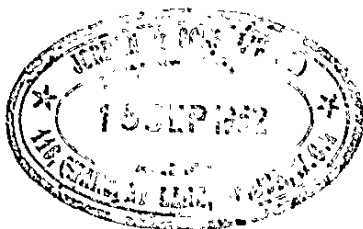
IT WAS RESOLVED:—

That the capital of the Company be increased to  
£100,000 by the creation of 80,000 shares of £1 each.

*[Signature]*

Dated the Eighth day  
of September, 1952.

Director and Secretary





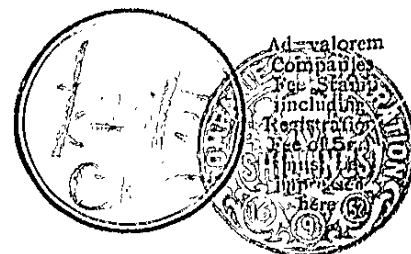
Number of } 129567  
Company } 154

Form No. 10.



## The Companies Act, 1948

COMPANY HAVING A SHARE CAPITAL



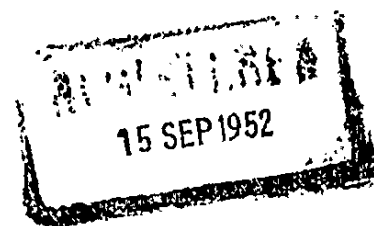
### Notice of Increase in the Nominal Capital

OF

J. T. ROTHWELL & COMPANY LIMITED

LIMITED

Pursuant to Section 63 of The Companies Act, 1948



regams: "CERTIFICATE, ESTRAND, LONDON."

HO-E90334  
Telephone No.: HOLBORN 0434 (6 lines)

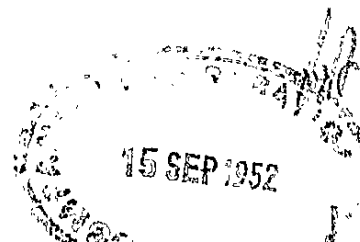
**JORDAN & SONS, LIMITED**

Company Registration Agents, Printers, and Publishers

116 Chancery Lane, London, W.C.2, and 13 Broad Street Place, E.C.2

Presented by

Director and Secretary.



# Notice of Increase in the Nominal Capital

OF

J. T. ROTHWELL & COMPANY LIMITED

Limited.

TO THE REGISTRAR OF COMPANIES.

The above-named Company hereby gives you notice, pursuant to Section 63 of The Companies Act, 1948, that by (a) Ordinary Resolution of the Company dated the First day of September 1952 the Nominal Capital of the Company has been increased by the addition thereto of the sum of £80,000. 0. 0., beyond the Registered Capital of £20,000. 0. 0.

The additional Capital is divided as follows:—

Number of Shares.	Class of Share (b).	Nominal Amount of each Share.
80,000	Ordinary	One pound

The conditions (e.g., voting rights, dividends, &c.) subject to which the new Shares have been or are to be issued are as follows:—

The new Shares will rank for dividend and in all other respects pari passu with the existing Ordinary Shares.

Signature

Description (c)

Director and Secretary.

Dated the Eighth day  
of September 1952.

- (a) Insert "an Ordinary," "an Extraordinary," or "a Special," as the case may be.  
(b) If any of the new Shares are Preference Shares state whether they are redeemable or not.  
(c) State whether Director or Secretary of the Company.

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

Number of } 129567  
Company } 60

[Form No. 26]

**THE STAMP ACT, 1891; THE REVENUE ACT, 1903;  
and THE FINANCE ACT, 1933**

**COMPANY HAVING A SHARE CAPITAL**



Inland  
Revenue  
Duty Stamp  
to be  
impressed  
here.

**Statement of Increase of the Nominal Capital**

OF

**J. T. ROTHWELL & COMPANY LIMITED**

**LIMITED**

Pursuant to Section 112 of The Stamp Act, 1891; Section 5 of The Revenue Act, 1903; and Section 41 of The Finance Act, 1933.



The Statement has to be registered with the Notice of Increase in the Nominal Capital and a true copy of the Resolution authorising the Increase required under Section 63 of The Companies Act, 1948.

HC-ES0241

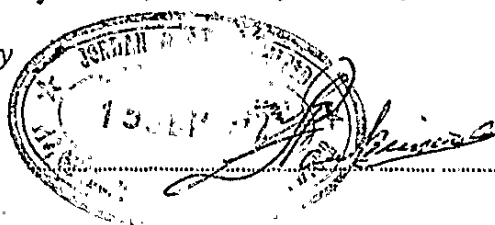
Telegram: "CERTIFICATE, ESTRAND, LONDON."

Telephone No.: HOLBORN 0434 (6 lines)

**JORDAN & SONS, LIMITED,**

**Company Registration Agents, Printers, and Publishers,  
6 Chancery Lane, London, W.C.2, and 13 Broad Street Place, E.C.2**

Assented by



Director and Secretary.

# THE NOMINAL CAPITAL

OF

J.T. ROTHWELL & COMPANY LIMITED

LIMITED,

has, by a Resolution of the Company dated the First day  
of September, 1952, been increased by the addition thereto of  
the sum of Eighty thousand Pounds,  
divided into Eighty thousand Shares  
of One pound each  
beyond the Registered Capital of Twenty thousand pounds

Signature.....



Description..... Director and Secretary.

Dated the Eighth day

of September 1952

NOTE:—This margin is reserved for binding, and must not be written across.

---

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

No. OF COMPANY 129,567



## THE COMPANIES ACT, 1948

### COMPANY LIMITED BY SHARES

(COPY)

# Ordinary Resolution

(Pursuant to The Companies Act, 1948, Section 61)

REGISTERED

15<sup>th</sup> FEB 1957

OF

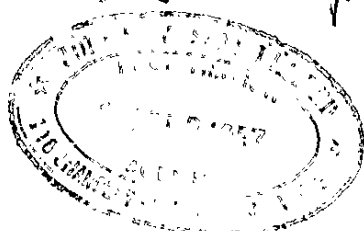
## J. T. ROTHWELL AND COMPANY LIMITED

Passed the 8th day of January, 1957

At a GENERAL MEETING of the above-named Company, duly convened, and held at Magnet House, Kingsway, in the County of London, on the 8th day of January, 1957, the following ORDINARY RESOLUTION was duly passed :—

That the Capital of the Company be increased to £150,000 by the creation of 50,000 shares of £1 each.

Presented to the Registrar of Companies  
on the 15<sup>th</sup> day of February, 1957



Chairman.  
*[Signature]*

JORDAN & SONS, LIMITED

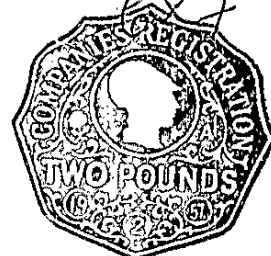
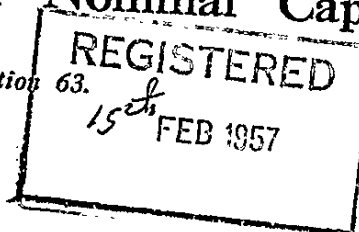
NO. OF COMPANY 129,567/116

[C.F. 10]

THE COMPANIES ACT, 1948.

Notice of Increase in Nominal Capital

Pursuant to Section 63.



NAME OF  
COMPANY

J. T. ROTHWELL AND COMPANY

LIMITED.

JORDAN & SONS, LTD.,  
116, Chancery Lane, London, W.C.2.

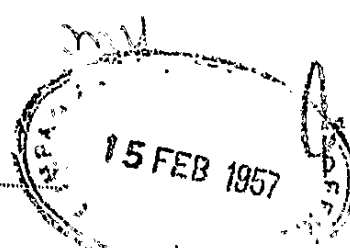
Cat. No. C.F.10.

SHAW & SONS LTD.,  
7, 8 & 9, Fetter Lane, London, E.C.4.

Law Stationers and Company Registration Agents.

P138 S2035 (U) (L)

Presented by



# Notice of Increase in Nominal Capital.

To the REGISTRAR OF COMPANIES.

J. T. ROTHWELL AND COMPANY LIMITED,  
hereby gives you notice pursuant to Section 63 of the Companies Act, 1948,  
that by (a) Ordinary Resolution of the Company dated the  
8th. day of JANUARY 1957 the nominal Capital  
of the Company has been increased by the addition thereto of the sum of  
£ 50,000 beyond the registered Capital of £ 100,000

The additional Capital is divided as follows :—


Number of Shares.	Class of Share.	Nominal Amount of each Share.
50,000	ORDINARY	£1

The conditions (e.g., voting rights, dividend rights, winding-up rights, etc.),  
subject to which the new Shares have been, or are to be, issued, are as follows :—

The same conditions as affect the remaining Ordinary Shares  
of the Company

None of the new Shares are Preference Shares, and ~~are (b) [not]~~  
redeemable.

(Signature) 

(State whether Director, or Secretary) 

Dated the  day of  1957

(a) " Ordinary, " " Extraordinary " or " Special "

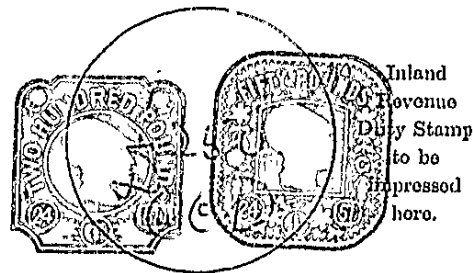
(b) Delete as appropriate.

This margin to be reserved for binding.

NO. OF COMPANY.....

129.567/67

COMPANY HAVING A SHARE CAPITAL.



## Statement of Increase of Nominal Capital.

*Pursuant to Section 112 of the Stamp Act, 1891.*

(NOTE.—The stamp duty on an increase of Nominal Capital is Ten shillings for every £100 or fraction of £100—Section 41, Finance Act, 1933.)

15 FEB 1957

NAME OF  
COMPANY.....

J. T. ROTHWELL AND COMPANY

LIMITED.

This statement is to be filed within 15 days after the passing of the Resolution by which the Registered Capital is increased, and if not so filed Interest on the Duty at the rate of 5 per cent. per annum from the passing of the Resolution is also payable (s. 5, Revenue Act, 1903).

NOTE.—Attention is drawn to Section 63 of the Companies Act, 1948, relative to the filing of a Notice of Increase and a printed copy of the Resolution authorising the increase.

CAT. No. CA.26.

JORDAN & SONS, LTD.,  
116, Chancery Lane, London, W.C.2.

SHAW & SONS LTD.,  
7, 8 & 9, Fetter Lane, London, E.C.4.

*Law Stationers and Company Registration Agents.*

S1223(R)L

*Presented for registration by*



22 JAN 1957

This stamp is reserved for use by the Registrar and must not be written across.



# The Nominal Capital

OF

J. T. ROTHWELL AND COMPANY

LIMITED,

has by a Resolution of the Company dated the 8th. day  
of JANUARY, 1957, been increased by the addition thereto of  
the sum of FIFTY THOUSAND Pounds,  
divided into FIFTY THOUSAND Shares  
of ONE POUND each,  
beyond the Registered Capital of ONE HUNDRED THOUSAND POUNDS

\*Signature

J. T. ROTHWELL AND COMPANY

Description

Date 16 JAN 1957 19

\*This Statement must be signed by an officer of the Company.

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

THE COMPANIES ACT, 1948

COMPANY LIMITED BY SHARES



(Copy)

# Ordinary Resolution

(Pursuant to The Companies Act, 1948, Section 61)

OF

## J. T. Rothwell and Company Limited

*Passed the 29th day of December, 1958*



At a GENERAL MEETING of the above-named Company, duly convened, and held at Magnet House, Kingsway, in the County of London, on the 29th day of December, 1958, the following ORDINARY RESOLUTION was duly passed :—

That the Capital of the Company be increased to £250,000 by the creation of 100,000 shares of £1 each.

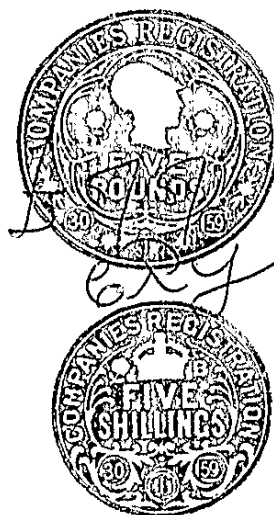


*[Signature]*  
Chairman.  
27 JAN 1959  
*7*

NO. OF COMPANY 129,567

[C.F. 10]

# THE COMPANIES ACT, 1948.

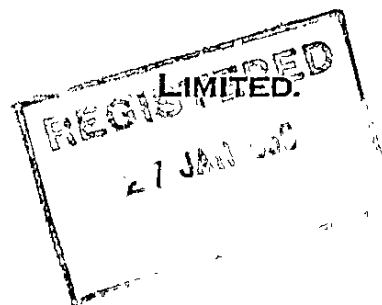


## Notice of Increase in Nominal Capital.

*Pursuant to Section 63.*

NAME OF  
COMPANY

J.T.ROTHWELL AND COMPANY



Cat. No. C.F.10.

JORDAN & SONS, LTD.,  
116, Chancery Lane, London, W.C.2.

SHAW & SONS LTD.,  
7, 8 & 9, Fetter Lane, London, E.C.4.

*Law Stationers and Company Registration Agents.*

P138 F2035 (H) (L)

Presented by



Whitaker & Pratt

Solicitors,

AGENTS Accrington, Lancs.

# Notice of Increase in Nominal Capital.

To the REGISTRAR OF COMPANIES.

J.T.ROTHWELL AND COMPANY LIMITED,  
hereby gives you notice pursuant to Section 63 of the Companies Act, 1948,  
that by (a) Ordinary Resolution of the Company dated the  
29th day of December 1958 the nominal Capital  
of the Company has been increased by the addition thereto of the sum of  
£ 100,000 beyond the registered Capital of £ 150,000 . . .

The additional Capital is divided as follows :—

Number of Shares.	Class of Share.	Nominal Amount of each Share.
100,000	Ordinary	£1

The conditions (e.g., voting rights, dividend rights, winding-up rights, etc.),  
subject to which the new Shares have been, or are to be, issued, are as follows :—

~~No Conditions~~

*Pari passu with the existing  
Ordinary Shares.*

~~of the new Shares are Preference Shares, and are (b) [not]~~  
redeemable.

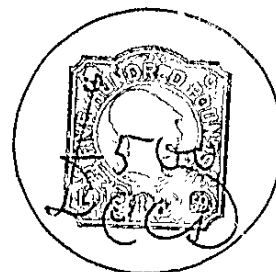
(Signature) *Pankaj*

(State whether Director, or Secretary) *Secretary & Director*

Dated the *Eighth* day of January 19 59

- (a) " Ordinary," " Extraordinary " or " Special "  
(b) Delete as appropriate.

174



Inland  
Revenue  
Duty Stamp  
to be  
impressed  
here.

# COMPANY HAVING A SHARE CAPITAL.

## Statement of Increase of Nominal Capital.

*Pursuant to Section 112 of the Stamp Act, 1891.*

(NOTE.—The stamp duty on an increase of Nominal Capital is Ten shillings for every £100 or fraction of £100—Section 41, Finance Act, 1933.)

NAME OF  
COMPANY

J. T. ROTHWELL AND COMPANY

LIMITED.

This statement is to be filed within 15 days after the passing of the Resolution by which the Registered Capital is increased, and if not so filed Interest on the Duty at the rate of 5 per cent. per annum from the passing of the Resolution is also payable (s. 5, Revenue Act, 1903).

NOTE.—Attention is drawn to Section 63 of the Companies Act, 1948, relative to the filing of a Notice of Increase and a printed copy of the Resolution authorising the increase.

CAT. No. CA.26.

JORDAN & SONS, LTD.,

116, Chancery Lane, London, W.C.2.

27 J.

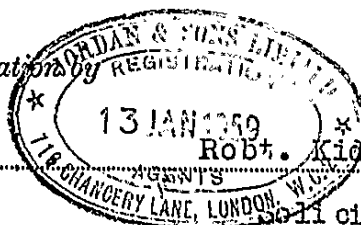
SHAW & SONS LTD.,

7, 8 & 9, Fetter Lane, London, E.C.4.

Law Stationers and Company Registration Agents.

S1223(κ) L

Presented for registration by



Robt. Kidd Whitaker & Pratt,

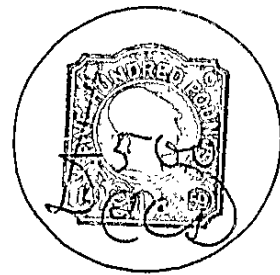
Solicitors, ACCRINGTON, Lancs.

274

NO. OF COMPANY.....129,567.....

172

COMPANY HAVING A SHARE CAPITAL.



Inland  
Revenue  
Duty Stamp  
to be  
impressed  
hereo.

## Statement of Increase of Nominal Capital.

*Pursuant to Section 112 of the Stamp Act, 1891.*

(NOTE.—The stamp duty on an increase of Nominal Capital is Ten shillings for every £100 or fraction of £100—Section 41, Finance Act, 1933.)

NAME OF  
COMPANY.....J. T. ROTHWELL AND COMPANY.....

LIMITED.

This statement is to be filed within 15 days after the passing of the Resolution by which the Registered Capital is increased, and if not so filed Interest on the Duty at the rate of 5 per cent. per annum from the passing of the Resolution is also payable (s. 5, Revenue Act, 1903).

NOTE.—Attention is drawn to Section 63 of the Companies Act, 1948, relative to the filing of a Notice of Increase and a printed copy of the Resolution authorising the increase.

CAT. NO. CA.26.

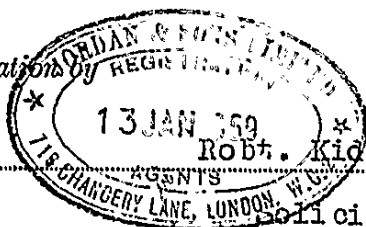
JORDAN & SONS, LTD.,  
116, Chancery Lane, London, W.C.2.

273. SHAW & SONS LTD.,  
7, 8 & 9, Fetter Lane, London, E.C.4.

*Law Stationers and Company Registration Agents.*

S1223(x)L

Presented for registration by



Robt. Kidd Whitaker & Pratt,

Solicitors, ACCRINGTON, Lancs.

OF

**\*Signature**

### Description

**\*This Statement must be signed by an officer of the Company.**

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

THE COMPANIES ACT, 1948

COMPANY LIMITED BY SHARES

Articles of Association

of

J. T. ROTHWELL AND COMPANY LIMITED

(Adopted by Special Resolution passed the 9th day of August, 1965)

1. The regulations contained in Part II of Table A in the First Schedule of the Companies Act, 1948 (hereinafter called 'Table A'), shall apply to this Company save in so far as they are varied or excluded by or are inconsistent with these regulations.
2. Regulations 24, 53, 75, 77, 87 and 89 to 97 (inclusive) in Part I of Table A, and regulation 5 in Part II of Table A, shall not apply to the Company.
3. A resolution in writing signed by all the members for the time being entitled to vote shall be as effective for all purposes as an Ordinary Resolution duly passed at a General Meeting of the Company duly convened and held, and may consist of several documents in the like form each signed by one or more members.
4. Until otherwise resolved by the Company in General Meeting the Directors shall be not less than two nor more than ten in number.
5. A Director shall not require a share qualification but nevertheless shall be entitled to attend and speak at any General Meeting of the Company, and at any Separate Meeting of the holders of any class of shares in the Company.
6. The proviso to regulation 79 in Part I of Table A shall not apply to the Company.
7. A member or members holding a majority in nominal value of the issued shares for the time being in the Company shall have power from time to time and at any time to appoint any person or persons as a Director or Directors either as an additional Director or to fill any vacancy and to remove from office any Director howsoever appointed. Any such appointment or removal shall be effected by an instrument in writing signed by the member or members making the same, or in the case of a member being a company signed by one of its directors on its behalf, and shall take effect upon lodgment at the registered office of the Company.

24 AUG 1965



8. The Directors may establish and maintain or procure the establishment and maintenance of any pension or superannuation funds (whether contributory or otherwise) for the benefit of, and give or procure the giving of donations, gratuities, pensions, allowances and emoluments to, any persons who are or were at any time in the employment or service of the Company, or any of its predecessors in business, or of any company which is a subsidiary of the Company or is allied to or associated with the Company or with any such subsidiary, or who may be or have been Directors or officers of the Company, or of any such other company as aforesaid and who hold or have held executive positions or agreements for service with the Company or any such other company, and the wives, widows, families and dependents of any such persons, and also establish, subsidise and subscribe to any institutions, associations, societies, clubs or funds calculated to be for the benefit of, or to advance the interests and wellbeing of the Company or of any such other company as aforesaid, or of any such person as aforesaid, and make payments for or towards the insurance of any such persons as aforesaid and subscribe or guarantee money for charitable or benevolent objects, or for any exhibition or for any public, general or useful object, and do any of the matters aforesaid either alone or in conjunction with any such other company as aforesaid. Subject always, if the Act shall so require, to particulars with respect to the proposed payment being disclosed to the members of the Company and to the proposal being approved by the Company by Ordinary Resolution, any Director who holds or has held any such executive position or agreement for services shall be entitled to participate in and retain for his own benefit any such donation, gratuity, pension, allowance or emolument.

H. SULLIVAN

*Chairman*





**THE GENERAL ELECTRIC COMPANY LIMITED**

1 Stanhope Gate • London W.1.

TELEX 21451 • Cables: Polyphase London W.1. • Telephone: HYDe Park 8484

20th August, 1965

J. Whittaker, Esq.,  
Secretary,  
J. T. Rothwell & Co. Ltd.,  
Canal Boiler Works,  
Church, Lancs.

Dear Mr. Whittaker,

**ARTICLES OF ASSOCIATION AND SPECIAL RESOLUTION**  
**9th AUGUST, 1965**

With reference to our telephone conversation this morning, I would confirm that the printed Articles of Association and Special Resolution were produced by an office typeset process using a multigraph typeset machine.

Yours sincerely,

*M. Leigh*

Secretary to  
Mr. K. G. Smith



23 AUG 1965

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THE COMPANIES ACT, 1948

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

OF

J. T. ROTHWELL AND COMPANY LIMITED

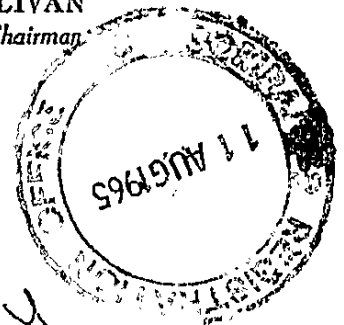
PASSED THE NINTH DAY OF AUGUST, 1965.

At an Extraordinary General Meeting of J. T. Rothwell and Company Limited, duly convened and held in the Registered Office of the Company, Canal Boiler Works, Church, Lancashire, on Monday, the ninth day of August, 1965, the following Resolution was duly passed as a Special Resolution:-

That the Regulations contained in the printed document submitted to this meeting, and for the purposes of identification subscribed by the Chairman hereof, be approved and adopted as the Articles of Association of the Company, in substitution for, and to the exclusion of, all the existing Articles thereof.

RECEIVED  
11 AUG 1965

(Signed) H. SULLIVAN  
Chairman



123

142

Number of Company 129567

1130

The Companies Act 1948 to 1981  
Company Limited by Shares  
Special Resolution

Of J T Rothwell & Company Limited

Passed the Twenty Eighth Day of June 1985

At the Annual General Meeting of the above named Company duly convened and held at GEC, p.l.c., Head Office Accounts, PO Box 34, Lichfield Road, Stafford.

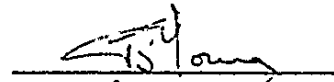
On the Twenty Eighth Day of June 1985

The following resolution was duly passed:-

That in accordance with Section 12 of the Companies Act 1981 the Company is dormant, and that Section 14(1) of the Companies Act 1976 will not apply to the Company.

Thus the Company would not appoint auditors and the auditors report on the accounts would not be prepared in respect of the accounts for the year ending 31st March 1986 and thereafter until further resolved.

Signed



Director

Signed



Secretary

Date 28th June 1985

