

598862

Form No. 4.

THE COMPANIES ACT 1948.



2. The
Register
for the
purpose
of the
Act is
kept
here.

DECLARATION of Compliance with the requirements of the
Companies Act, 1948, on application for registration of a Company.

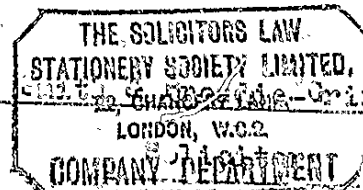
Pursuant to Section 15 (2).

Insert the
Name of the
Company.

KURTZ BRICK COMPANY
LIMITED.

ated by

Arthur



35 Fins Street, London.

The Solicitors Law Stationery Society Limited
22 Chancery Lane, W.C.2; 3 Bucklersbury, E.C.4; 49 Bedford Row, W.C.1; 6 Victoria Street, S.W.;
15 Hanover Street, W.1; 55-59 Newhall Street, Birmingham, 3; 19 & 21 North John Street, Liverpool, 2;
28-30 John Dalton Street, Manchester, 2; 31 Charles Street, Cardiff; and 137 Hope Street, Glasgow, C.2.

PRINTERS AND PUBLISHERS

Do solemnly and sincerely declare that I am (a) a citizen of the United States of the County of Lancashire in the State of Pennsylvania or a person acting in the name of a corporation or a partnership or a firm or a company or a society or a body of persons, whether incorporated or not, and that I am a resident of the County of Lancashire in the State of Pennsylvania.

Do solemnly and sincerely declare that I am (a) a citizen of the United States of the County of Lancashire in the State of Pennsylvania

of the County of Lancashire in the State of Pennsylvania

of ROBERT BRICK COMPANY

Limited,

And that all the requirements of the Companies Act, 1948, in respect of matters precedent to the registration of the said Company and incidental thereto have been complied with, And I make this solemn Declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act, 1835.

Declared at Wigan

in the County of Lancashire

the 18th day of January

one thousand nine hundred and fifty-
one A.D.

W. J. G. G. G.

Before me,

W. J. G. G. G.

A Commissioner for Oaths

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

598862 2.

Form No. 28.

THE STAMP ACT 1891.

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

COMPANY LIMITED BY SHARES.



Statement of the Nominal Capital

OF

HUNTZ BRICK COMPANY

LIMITED.

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

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

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

Presented by

Arthur Smith & Brodie-Griffith
Solicitors, 32 King Street, Wigan.

THE SOLICITORS' LAW STATIONERY SOCIETY, LIMITED

22 Chancery Lane, W.C.2; 3 Bucklersbury, E.C.4; 49 Bedford Row, W.C.1; 6 Victoria Street, S.W.1;
15 Hanover Street, W.1; 55-59 Newhall Street, Birmingham, 3; 19 & 21 North John Street, Liverpool, 2;
28-30 John Dalton Street, Manchester, 2; 31 Charles Street, Cardiff; and 157 Hope Street, Glasgow, G.2.

PRINTERS AND PUBLISHERS OF COMPANIES BOOKS AND FORMS.

THE NOMINAL CAPITAL

OF

KURTZ BRICK COMPANY

Limited,

is £ 500, divided into:

500

Shares of

£1

each

Shares of

each

*Signature

Arthur Kurtz

Arthur Kurtz
(Partner)

Description

Solicitors

Dated the

15th

day of

January

1958

*This Statement should be signed by an Officer of the Company, or by the Solicitor(s) engaged in the formation.

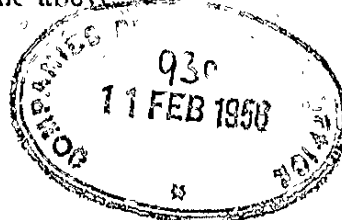
NOTE.—This margin is reserved for binding and must not be written across.

The Company Ltd. 1958

COMPANY LIMITED BY SHARES.

Memorandum of Association
OF
KURTZ BRICK COMPANY
LIMITED

1. The name of the Company is "KURTZ BRICK 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 carry on in the United Kingdom or elsewhere the trades or businesses of manufacturers of bricks, tiles, earthenware, terra-cotta, china and other articles that can be made or manufactured from clay of any kind, or shale, brick-earth or other substances, and to manufacture all kinds of plaster and cement and to work and get and crush stone and to use the same for all purposes and to search for, get, work, raise, make merchantable, sell and deal in alabaster, gypsum, spar, stone and clay, marl, brick-earth and other minerals and substances.
 - (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.
 - (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 necessary or convenient for the purposes of or in connection with the Company's business or any branch or department thereof.
 - (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.



22 FEB 1958

9935

13
07

to be used for 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 customers and others.
- (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 customers and others.
- (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.

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 full, 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.

(B) To sell, convey, mortgage, develop, lease, let, license, exchange, let on rent, realize, 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 part 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 conjunction with others, and either by or through agents, sub-contractors, trustees or otherwise.

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

4. The liability of the members is limited.

5. The share capital of the Company is £500, divided into 500 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 of opinion 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. L. P. H. L. P.
H. L. P. H. L. P.
12 HOLDERS WAY BRIDGE PARK.
NEWTON-LE-WILLOWS. LANC'S. ONE.
Engineer.

J. Thickett
Bridles Meadows,
Green Lane,
Widley,
11 Waddington, Lancs. ONE.
Schoolmaster.

DATED this 18th day of January, 1958. *H. L. P. H. L. P.*

WITNESS to the above Signatures—

Chas. Boulton
Solicitor
32 King Street
Lancs.

598862

The Companies Act, 1948

COMPANY LIMITED BY SHARES

Articles of Association

OF

KURTZ BRICK COMPANY
LIMITED

PRELIMINARY.

1. Subject as hereinafter provided, the regulations contained or incorporated in Part II of Table A in the First Schedule to the Companies Act, 1948 (hereinafter referred to as "Table A, Part II") shall apply to the Company.

2. Regulations 3, 5, 53, 71, 79, 88, 96, 97 and 136 of Part I of Table A in the said Schedule (hereinafter referred to as "Table A, Part I,") shall not apply to the Company, but the Articles hereinafter contained, and the remaining regulations of Table A, Part I, and regulations 2, 3, 4 and 6 (but not regulation 5) of Table A, Part II, subject to the modifications hereinafter expressed, shall constitute the regulations of the Company.

SHARES.

3. The shares shall be at the disposal of the Directors, who may allot or otherwise dispose of them, subject to regulation 2 of Table A, Part II, and to the provisions of the next following Article, to such persons at such times and generally on such terms and conditions as they think proper, and provided that no shares shall be issued at a discount, except as provided by section 57 of the Act. No share or debenture shall be knowingly issued or transferred to or held by any person or corporate body, nor shall any person or corporate body knowingly have or acquire any interest in any share or debenture in any circumstances in which the Company would by reason thereof lose its status as an exempt Private Company.

4. Unless otherwise determined by the Company in General Meeting any original shares for the time being unissued and any new shares from time to time to be created shall, before they are issued, be offered to the members in proportion, as nearly as may be, to the number of shares held by them. Such offer shall be made by notice specifying the number of shares offered, and limiting a time within which the offer, if not accepted, will be deemed to be declined, and after the expiration of such time, or on the receipt of an intimation from the person to whom the offer is made that he declines to accept the shares offered, the Directors may, subject to these Articles, dispose of the same in such manner as they think most beneficial to the Company. The Directors may, in like manner, dispose of any such new or

5. Subject to the provisions of section 58 of the Act, any preference 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.

6. In regulation 11 of Table A, Part I, the words "(not being a fully paid share)" and the words "(other than fully paid shares)" shall be omitted.

7. The words "or not carried by a particular majority" shall be inserted after the words "or lost" in regulation 58 of Table A, Part I.

8. Unless and until otherwise determined by the Company in General Meeting the number of Directors shall not be less than two.

BORROWING POWERS.

POWERS AND DUTIES OF DIRECTORS.

DISQUALIFICATION OF DIRECTORS.

(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.

14. If he becomes of unsound mind.

15. If he is removed from office by a resolution duly passed under section 184 of the Act.

16. If he becomes of unsound mind.

17. If he is removed from office by a resolution duly passed under section 184 of the Act.

18. 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.

ROTATION OF DIRECTORS.

19. 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. A person appointed in place of a Director so removed shall be subject to retirement at the same time as if he had become a Director on the day on which the Director in whose place he is appointed was last elected a Director.

PROCEEDINGS OF DIRECTORS.

20. 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.

ACCOUNTS.

21. In regulation 127 of Table A, Part I, the words "and shall only have effect subject and without prejudice to the provisions of section 158 (1) (c) of the Act" shall be inserted immediately after the words "joint holders of any shares or debentures" at the end of that regulation.

WINDING UP.

22. In regulation 135 of Table A, Part I, the words "with the like sanction" shall be inserted immediately before the words "determine how such division," and the word "members" shall be substituted for the word "contributories."

INDemnITY

18 Every Director or other officer of the Company, shall be entitled to be indemnified out of the assets of the Company against all losses and liabilities which he may sustain or incur in or about the execution of the duties of his office or otherwise in relation thereto, including any liability incurred by him in defending any proceedings, whether civil or criminal, in which judgment is given in his favour or in which he is acquitted or in connection with any application under section 448 of the Act in which relief is granted to him by the court, and no Director or other officer shall be liable for any loss, damage or misfortune which may happen to or be incurred by the Company in the execution of the duties of his office or in relation thereto. But this Article shall only have effect in so far as its provisions are not avoided by section 200 of the Act.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS.

H. L. Naylor

H. L. NAYLOR

12 HOLFORDWAY. BRIDGE PARK.

NEWTON-LE-WILLOWS. LANCs.

Engineer

J. Hickson,
Brickfields,

Crook Lane,

Widnes,

Cheshire, Lancs.

DATED this *18th* day of *January*, 1958.

WITNESS to the above Signatures—

W. G. Boulton

Solicitor

32

King Street

Wigan

INSTITUTION FOR THE ARTS

No. 598862



Certificate of Incorporation

I Hereby Certify That

KUNTA BRICK COMPANY LIMITED

is this day Incorporated under the Companies Act, 1948, and that the
Company is Limited.

Given under my hand at London this Thirteenth day of
February One Thousand Nine Hundred and Fifty eight.

L. B. [Signature]
Registrar of Companies

Certificate
received by }

Date

35

THE COMPANIES ACTS, 1948 TO 1967

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTIONS

OF

KURTZ BRICK COMPANY LIMITED

Passed 27th February, 1973

At an EXTRAORDINARY GENERAL MEETING of the above-named Company duly convened and held at Shawell Precast Products Limited, Watling Street, Clifton, Rugby on Tuesday the twenty-seventh day of February, 1973, the following Resolutions were passed as SPECIAL RESOLUTIONS:-

RESOLUTIONS

1. That with effect from 1st March, 1973 the regulations contained in the printed document now produced to the Meeting and subscribed for identification by the Chairman thereof shall be adopted as the Articles of Association of the Company in substitution for and to the exclusion of all the existing Articles of Association thereof.
2. That with effect from 1st March, 1973 Clause 3 of the Memorandum of Association shall be deleted and there shall be substituted therefor the new Clause 3 contained in the printed document now produced to the Meeting and subscribed for identification by the Chairman thereof.

R. L. L.
Secretary

THE COMPANIES ACTS 1948 to 1967

COMPANY LIMITED BY SHARES

Memorandum of Association

OF

Kurtz Brick Company Limited.

(As altered with effect from 1st March, 1973 by Special Resolution passed 27th February 1973)

1. The name of the Company is "KURTZ BRICK 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 carry on, at such places in the United Kingdom or elsewhere as may be determined by the Directors of the Company, all or any of the businesses following: that is to say - the businesses of Brick and Pipe Makers and Merchants, Manufacturers of Concrete Products Panels and Precast Cladding, Manufacturers and Merchants of Chemicals and all Bye-Products of Minerals, Farmers and Graziers, Quarriers and Quarry Masters, Designers Builders Fitters Repairers and Owners of Houses and other Buildings, Manufacturers and Merchants, Ironfounders and Engineers, Ship Owners, Coal and Land Owners, Coal Masters and Colliery Proprietors, Coke and Patent Fuel Manufacturers, and Coal, Coke and Patent Fuel Merchants.



(b) To acquire by lease, purchase, or otherwise, on such conditions as may be determined by the Directors of the Company, lands and mines, and any estates, interests, easements, and rights over or concerning lands or mines, and seams of coal, iron, manganese, lime, fire-clay, brick, earth, sandstone, sand, rock, granite, or other metals, minerals, or substances, or any royalties, estates, or rights therein or any lands believed to contain such metals, minerals, or substances; to cultivate, develop, and improve the said lands, and to hold, turn to account, sell, lease, exchange, farm, and dispose thereof, and of the said royalties, estates, or rights; to search for, get, work, raise, manufacture, make merchantable, sell, and deal in the metals, minerals, or other substances in any of the properties of the Company, or to which the Company has acquired right, and to manufacture into marketable commodities and dispose of any such metals, minerals, and other substances, and the products thereof, and the residual or by-products thereof or resulting from any manufacture thereof; to explore, survey, and bore any lands or mineral property with a view to the Company becoming interested therein, and to experiment with any manufacturing process.

(c) To purchase or otherwise acquire, take on lease or in exchange, hire, establish, build, construct, or improve, or aid in or subscribe towards the establishing, building, constructing, or improving, for the purposes of the business of the Company, works, plant, machinery, railways, tramways, roadways, canals, docks, piers, wharves, quays, viaducts, aqueducts, tanks, shafts, adits, tunnels, furnaces, reservoirs, wells, waterworks, and courses, metallurgical works, farms, depots, warehouses, workshops, manufactories, hydraulic, electric, chemical, or gas works, vessels, steamboats, barges, engines, apparatus, implements, rolling stock, stock-in-trade, dwelling-houses, and buildings, and any other work or thing suitable or convenient for any of the businesses of the Company; and to hold, maintain, alter, and use, or sell, turn to account, and deal therein.

- (d) To buy, sell, exchange, manufacture, let or hire, repair, alter, improve, manipulate, treat, and generally deal in all kinds of plant, machinery, apparatus, tools, utensils, products, materials, substances, articles and things whatsoever, which shall be capable of being used for the purpose of any of the above businesses, or likely to be acquired by customers of any such business.
- (e) To carry on any trade or business (whether manufacturing or otherwise) which may seem to the Company capable of being conveniently carried on in connection with or by way of extension of any business of the Company or any of its objects, or which it may be advisable to undertake with a view to developing, rendering valuable, or turning to account, any property, real or personal, belonging to the Company, or in which the Company may be interested.
- (f) To purchase, sell, exchange, improve, mortgage, charge rent, let on lease, hire, surrender, license, accept surrenders of, and otherwise acquire and/or deal with any freehold or leasehold land, buildings or other property, chattels, and effects, and to erect, pull down, repair, alter, develop, or otherwise deal with any building or buildings.
- (g) To apply for, 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, licences, protections, trademarks, 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 licences or privileges in respect of the same, and to undertake research work and expend money in experimenting upon and testing and in improving or seeking to improve any products, processes, patents, inventions or rights which the Company or any other company in which the Company is interested may acquire or propose to acquire.
- (h) To sell, let, lease, grant licences, easements and other rights over and in any

other manner dispose of or deal with the whole or any part of the undertaking, property, assets, rights, effects and businesses of the Company for such consideration as may be thought fit and in particular for a rent or rents, or stocks, shares, debentures, debenture stock or other obligations of any other company.

- (i) To acquire and undertake on any terms, and subject to any conditions, the whole or any part of the issued share capital, business, property and liabilities of any person or company carrying on any business which the Company is authorised to carry on, or possessed of property suitable for the purposes of the Company.
- (j) To amalgamate with or enter into partnership or any joint purse or profit-sharing arrangement with or to co-operate in any way with, or assist or subsidise, any company, firm or person carrying on, or proposing to carry on, any business within the objects of the Company.
- (k) To carry on any business or branch of a business which the Company is authorised to carry on by means of, or through the agency of, any company which is a subsidiary of the Company and to enter into any arrangement with any such subsidiary company for taking the profits and bearing the losses of any business or branch so carried on, or for financing any such subsidiary company or guaranteeing its liabilities, or to make any other arrangement which may seem desirable with reference to any business or branch so carried on including power at any time, and either temporarily or permanently, to close any such branch or business.
- (l) To promote or concur in the promotion of any company, whether British or foreign, the promotion of which shall be considered desirable.
- (m) To subscribe for, underwrite, or use, or otherwise acquire and to hold, dispose of, and deal with the shares, stocks, securities and evidences of indebtedness or the right

(3)

to participate in profits or other similar documents issued by any government, authority, corporation or body, or by any company or body of persons, and any options or rights in respect thereof, and to buy and sell foreign exchange provided that the Company shall in no circumstances be empowered to carry on business as or act as stock and share brokers of any kind.

- (n) To borrow or raise or secure the payment of money in such manner and upon such terms as the Company may think fit and to enter into any guarantee, contract of indemnity or suretyship whether by personal covenant or otherwise and in particular but without limiting the generality of the foregoing to guarantee the payment of any money secured by or payable under or in respect of any shares, debentures, charges, contracts or securities or obligations of any kind of any person, firm, authority or company, British or foreign, including in particular but without limiting the generality of the foregoing any company which is (within the meaning of Section 154 of the Companies Act 1948 or any statutory re-enactment or modification thereof) in relation to the Company a subsidiary or holding company or a subsidiary of any such holding company and for any of such purposes to mortgage or charge the undertaking and all or any part of the property and rights of the Company both present and future, including uncalled capital, and to create and issue redeemable debentures or debenture stock, bonds or other obligations.
- (o) To make, draw, accept, endorse, discount, negotiate, execute, and issue and to buy sell and deal in promissory notes, bills of exchange, cheques, bills of lading, shipping documents, dock and warehouse warrants, and other instruments negotiable or transferable or otherwise.
- (p) To lend money with or without security and to subsidise, assist and guarantee the payment of money by or the performance of any contract, engagement or obligation by any persons or companies.

7
(6)

- (q) To undertake and transact all kinds of trust and agency business.
- (r) To procure the Company to be registered or recognised in any foreign country or place.
- (s) To grant donations, pensions, gratuities, allowances, benefits or emoluments to any employees or ex-employees and to officers and ex-officers (including Directors and ex-Directors) of the Company or of any company which is a subsidiary of the Company or of the predecessors in business of the Company or any such subsidiary company, or the relations, connections or dependants of any such persons, and to establish or support associations, institutions, clubs, funds and trusts which may be considered to benefit any such persons or otherwise advance the interests of the Company or of any such other company as aforesaid or of its members and to make payments for or towards the insurance of any such persons as aforesaid, and subscriptions or guarantees of money for charitable or benevolent objects or for any exhibition or for any public, general or useful object, and to establish and contribute to any scheme for the purchase by trustees of shares in the Company or its holding company to be held for the benefit of the Company's employees, and to lend money to the Company's employees (including any Director holding a salaried employment or office in the Company) to enable them to purchase shares of the Company or its holding company, and to formulate and carry into effect any scheme for sharing the profits of the Company or its holding company or any other subsidiary company of the holding company with its employees or any of them.
- (t) To pay all preliminary expenses of the Company and any company promoted by the Company or any company in which this Company is or may contemplate being interested, including in such preliminary expenses all or any part of the costs and expenses of owners of any business or property acquired by the Company.

8

(7)

- (u) To enter into any arrangements with any governments or authority, imperial, supreme, municipal, local or otherwise, or company that may seem conducive to the Company's objects or any of them, and to obtain from any such government, authority, or company any charters, contracts, decrees, rights, grants, loans, privileges, or concessions which the Company may think it desirable to obtain, and to carry out, exercise and comply with the same.
- (v) To do anything by this Memorandum of Association authorised in any part of the world and as principals, agents, contractors, trustees or otherwise, and by or through trustees, agents or otherwise, and either alone or in conjunction with others.
- (w) To distribute among the members of the Company in specie any property of the Company.
- (x) To do all such other things as may be considered to be incidental or conducive to the attainment of the above objects or any of them.

And it is hereby declared (a) that the word "company" in this Clause, except where used in reference to the Company, shall be deemed to include any partnership or other body of persons, whether corporate or unincorporate and whether domiciled in the United Kingdom or elsewhere, and (b) that, except where the context expressly so requires, none of the several paragraphs of this Clause, or the objects therein specified, or the powers thereby conferred shall be limited by, or be deemed merely subsidiary or auxiliary to any other paragraph of this Clause, or the objects in such other paragraph specified, or the powers thereby conferred.

4. The liability of the members is limited.

5. The Share Capital of the Company is £500, divided into 500 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.

(8)

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.I. NAYLOR, 12 Holford Way, Bridge Park, Newton-le-Willows, Lancs. Engineer.	One
T. HICKSON, Brides Meadow, Green Lane, Winwick, Nr. Warrington, Lancs. Schoolmaster.	One

DATED this 18th day of January, 1958.

WITNESS to the above Signatures -

M.H. COULSON,
Solicitor,
32 King Street,
Wigan.

Kurtz

(Adopted with effect)

1. Subject as contained or the First Schedule (hereinafter shall apply these Articles

2. (A) Regulations be deemed substituted th

"I. Regulations 93 inclusive I of Table but the remainder A, as altered Association Company."

(B) These regulations incorporated the requirements modified or every other Act concerning joint stock Company.

(C) In the mean the Companies other Act for joint stock co

3. The Share of adoption of 500 Shares of

COMPANY LIMITED BY SHARES

Delu

Articles of Association

OF

Kurtz Brick Company Limited.

(Adopted with effect from 1st March, 1973, by a Special Resolution passed on 27th February, 1973)

PRELIMINARY

1. Subject as herein provided the regulations contained or incorporated in Part II of Table A in the First Schedule to the Companies Act, 1948 (hereinafter referred to as "Part II of Table A") shall apply to KURTZ BRICK COMPANY LIMITED (in these Articles called "the Company").

2. (A) Regulation 1 of Part II of Table A shall be deemed to be deleted and the following substituted therefor :-

"I. Regulations 22, 24, 53, 75, 77, 78, 87 to 93 inclusive, and 106 to 108 inclusive of Part I of Table A shall not apply to the Company, but the remaining regulations of Part I of Table A, as altered or modified by the Articles of Association of the Company shall apply to the Company."

(B) These Articles of Association and those regulations in Part I and Part II of Table A incorporated herein shall take effect subject to the requirements of the Companies Act 1967 (as modified or re-enacted from time to time) and of every other Act for the time being in force concerning joint stock companies and affecting the Company.

(C) In these Articles "the Statutes" shall mean the Companies Acts 1948 to 1967 and every other Act for the time being in force concerning joint stock companies and affecting the same.

SHARE CAPITAL

3. The Share Capital of the Company at the date of adoption of these Articles is £500 divided into 500 Shares of £1 each.

AC Hinduo Jansen

11
(2)

4. Save as provided by contract or these Articles to the contrary, and subject to any direction of the Company by Ordinary Resolution, all unissued shares shall be at the disposal of the Directors, and they may allot, grant options over or otherwise deal with or dispose of the same to such persons, at such times, and generally on such terms as they think proper, but so that no shares shall be issued at a discount, except in accordance with the provisions of Section 57 of the Act.

5. In Regulation 3 of Part I of Table A the words "with the sanction of an Ordinary Resolution" shall be deemed to be deleted.

LIEN AND CALLS ON SHARES

6. In Regulation 11 of Part I of Table A the words and brackets "(not being a fully-paid share)" and "(other than fully-paid shares)" shall be deemed to be deleted.

7. In Regulation 15 of Part I of Table A the words "provided that no call shall exceed one-fourth of the nominal value of the share or be payable at less than one month from the date fixed for the payment of the last preceding call" shall be deemed to be deleted.

TRANSFER OF SHARES

8. The instrument of transfer of a share shall be signed by or on behalf of the transferor (and in the case of a transfer of a partly paid share also by the transferee), and the transferor shall be deemed to remain the holder of the share until the name of the transferee is entered in the Register in respect thereof.

GENERAL MEETINGS

9. (A) Every notice convening a General Meeting shall comply with the provisions of Section 136 (2) of the Act as to giving information to members in regard to their rights to appoint proxies.

(B) Regulation 54 of Part I of Table A shall be read and construed as if the words "meeting shall be dissolved" were substituted for the words "members present shall be a quorum".

(C) The penultimate paragraph of Regulation 58 of Part I of Table A shall be modified by inserting

12
(3)

after the words "or lost" the words "or not carried by a particular majority".

DIRECTORS

10. The Directors shall not be less than two in number. The names of the first Directors shall be determined in writing by the subscribers of the Memorandum of Association.

11. Subject to Article 10 the holder or holders for the time being of a majority of the shares of the Company for the time being in issue may from time to time appoint any person or persons as a Director or Directors of the Company and may remove any or all of the Directors (including the first Directors) for the time being. Any such appointment or removal shall be made in writing under the hand or hands of the holder or holders for the time being of the majority of the shares of the Company for the time being in issue, a corporation holding any such shares acting by Resolution of its directors (or similar governing body) evidenced by the signature of its chairman or of its secretary or by the signatures of two of its directors (or similar officers) and shall take effect on and from the date on which notice in writing thereof is lodged at the Registered Office for the time being of the Company.

12. A Director need not hold any share qualification but shall be entitled to receive notice of and to attend every General Meeting of the Company.

13. Any Director may continue to be or become a director of, or hold any other office in the management, administration or conduct of the business of any other company in which the Company may be interested, and no such Director shall be accountable for any remuneration, salary, profit or other benefits received by him as a director of, or holder of any such office in, or member of any such other company. The Directors may exercise the voting power conferred by the shares in any company held or owned by the Company or exercisable by them as directors of such other company in such manner in all respects as they think fit (including the exercise thereof in favour of any resolution appointing themselves or any of them directors of such company or voting or providing for the payment of remuneration to the directors of such company), and any Director of the Company may vote

(4)

in favour of the exercise of such voting rights in manner aforesaid, notwithstanding that he may be, or be about to be, appointed a director of or holder of an office in the management, administration or conduct of the business of such other company, and as such is, or may become, interested in the exercise of such voting rights in manner aforesaid.

14. A Resolution in writing signed or approved by letter, telegram or telex by all the Directors for the time being entitled to receive notice of a meeting of the Directors shall be as effective as a Resolution passed at a meeting of the Directors duly convened and held and may consist of one document or of several documents in the like form each signed by one or more of the Directors. For the purpose of this Article, the signature or approval of an alternate Director entitled to notice of a meeting of Directors shall suffice in lieu of the signature of the Director who appointed him.

15. The office of a Director shall be vacated :-

- (A) If he is prohibited from being a Director by reason of any order made under the Statutes.
- (B) If a receiving order is made against him or he makes any arrangement or composition with his creditors.
- (C) If he becomes a patient for the purposes of Part VIII of the Mental Health Act 1959.
- (D) If he absents himself from attendance at meetings of Directors continuously for the period of six months without special leave of absence from the Directors, and they pass a Resolution that he has by reason of such absence vacated office.
- (E) Save as provided by a contract between him and the Company to the contrary, if by notice in writing to the Company he resigns his office.
- (F) If he is removed by an Ordinary Resolution of the Company as provided by Regulation 96 of Part I of Table A.

(5)

(G) If he is removed by an Extraordinary Resolution of the Company.

(H) If he is removed in accordance with Article 11.

16. No Director shall vacate his office or be ineligible for re-appointment as a Director, nor shall any person be ineligible for appointment as a Director by reason only of his having attained any particular age.

ROTATION OF DIRECTORS

17. (A) In Regulation 94 of Part I of Table A the words from "and may also determine" to the end of the Regulation shall be deemed to be deleted.

(B) In Regulation 95 of Part I of Table A the words from "any director so appointed" to the end of the Regulation shall be deemed to be deleted.

(C) In Regulation 97 of Part I of Table A the second sentence thereof shall be deemed to be deleted.

ALTERNATE DIRECTORS

18. Each Director shall have the power to nominate any other Director, or with the approval of the majority of the other Directors, any other person to act as alternate Director, in his place, at any meeting of the Directors at which he is unable to be present, and at his discretion to remove such alternate Director, and on such appointment being made the alternate Director shall (except as regards share qualification, if any, and the power to appoint an alternate) be subject in all respects to the terms and conditions existing with reference to the other Directors of the Company and each alternate Director, whilst acting in the place of an absent Director, shall exercise and discharge all the duties of the Directors he represents, but shall look to such Director solely for his remuneration, if any, as alternate Director. Any Director of the Company who is appointed an alternate Director shall be entitled to vote at a meeting of the Directors on behalf of the Director so appointing him as distinct from the vote to which he is entitled in his own capacity as a Director of the Company, and shall also be considered as two Directors for the purpose of

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(6)

making a quorum of Directors when such quorum shall exceed two. Any person appointed as an alternate Director shall vacate office as such alternate Director if and when the Director by whom he has been appointed vacates his office as Director.

19. (A) An instrument appointing an alternate Director may be in the form of a telegram, telex, notice, letter or other document and in every case shall, as nearly as circumstances will admit, be to the effect following :-

Limited

"I,
"a Director of the above-named Company, in
"pursuance of the power in that behalf contained
"in the Articles of Association of the Company,
"do hereby nominate and appoint
" of
" to act as alternate
"Director in my place at any meeting of the
"Directors which I am unable to attend, and to
"exercise all my duties as a Director of the
"Company.

"Dated

"Signed

(B) The appointment of an alternate Director shall take effect as in the case of a person so appointed who is

(i) a Director of the Company, from the time when the instrument of appointment is received by the Secretary or produced to a duly convened meeting of the Directors whichever shall first occur;

(ii) not a Director of the Company, from the time when the appointment is approved in accordance with Article 18.

The removal of an alternate Director shall be effective from the time when written notice thereof is received by the Secretary of the Company.

BORROWING POWERS

20. In Regulation 79 of Part I of Table A the words from "Provided that" to the end of the Regulation shall be deemed to be deleted.

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(7)

POWERS OF DIRECTORS

21. (A) The Directors may procure the establishment and maintenance of or participate in or contribute to any non-contributory or contributory pension or superannuation fund or life assurance scheme for the benefit of, and pay, provide for or procure the grant of donations, gratuities, pensions, allowances, bonuses, benefits or emoluments to any persons (including Directors, whether Executive Directors or not, and other officers) who are or shall have been at any time in the employment or service of the Company, or of any company which is a subsidiary of the Company or of the predecessors in business of the Company or of any such subsidiary company and wives, widows, families or dependants of any such persons.

(B) The Directors may also procure the establishment and subsidy of or subscription and support to any institutions, associations, clubs, funds or trusts calculated to be for the benefit of any such persons as aforesaid or otherwise to advance the interests and well-being of the Company or of any such other company as aforesaid or of its members, and payment for or towards the insurance of any such persons as aforesaid, and subscriptions or guarantees of money for charitable or benevolent objects or for any exhibition or for any public, general or useful object.

(C) The Directors may procure any of the matters aforesaid to be done by the Company either alone or in conjunction with any other company.

(D) The powers vested in the Directors by this Article shall be in addition to any other provisions in these Articles.

CHAIRMAN MANAGING DIRECTOR AND OTHER APPOINTMENTS

22. The Directors may from time to time appoint one or more of their number to be Chairman Managing Director or Joint Managing Director of the Company or to hold such other office in the management, administration or conduct of the business of the Company for such period and on such terms as they think fit, and, subject to the terms of any agreement entered into in any particular case, may revoke such appointment. Subject to the terms of any such agreement a Chairman Managing Director or Joint Managing Director of the Company shall be

(8)

subject to the same provisions as to retirement, resignation and removal as the other Directors of the Company and shall ipso facto and immediately cease to be Chairman, Managing Director or Joint Managing Director if he ceases to hold the office of Director from any cause.

23. The remuneration and other terms and conditions of appointment of a Director appointed to any office mentioned in Article 22 may from time to time (subject to the provisions of any agreement between him and the Company) be fixed by the Directors, and may be payable by a lump sum or by way of salary or commission on the dividends or profits or turnover of the Company, or of any other company in which the Company is interested, or other participation in any such profits or otherwise or by any or all or partly by one and partly by another or others of those modes, and (subject as aforesaid) the remuneration so fixed shall be additional to any ordinary remuneration to which he may be entitled as a Director of the Company.

CAPITALISATION OF PROFITS

24. Regulations 128 and 129 of Part I of Table A shall be read and construed as if the words "Ordinary Shareholders" were substituted for the words "members" throughout the said Regulations.

NOTICES

25. Any summons, notice, order or other document to be sent to or served upon the Company or (except by the Company) upon any officer of the Company may be sent or served by leaving the same or sending it in the post by prepaid letter, envelope or wrapper addressed to the Company or such officer at the Registered Office of the Company.

No. of Company 598062

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THE COMPANIES ACTS 1948 to 1967

ORDINARY RESOLUTION

of

KURTZ BRICK COMPANY LIMITED

(Passed on the 5th day of June, 1975)

At an Extraordinary General Meeting of the Members of the said Company held at Ibstock, Leicester on the 5th day of June 1975 the following Resolution was passed as an Ordinary Resolution of the Company:-

RESOLUTION

"That with a view to the acquisition of the whole of the undertaking of Ibstock Brick Roughdales Limited (with the exception of certain land at Sutton Heath Road, St. Helens, Lancashire and the issued shares in two dormant subsidiary companies) the share capital of the Company be increased to £100,500 by the creation of 100,000 Ordinary Shares of £1 each."

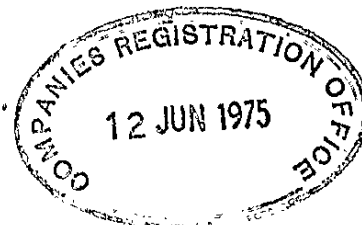
P.C. HYDE-THOMPSON

Chairman



resented by:

McKenna & Co. (ref: RZW)
12 Whitehall
London SW1A 2DZ



No. of Company 538862

40

THE COMPANIES ACTS 1948 to 1967

Notice of Increase in Nominal Capital

To THE REGISTRAR OF COMPANIES

KURTZ BRICK COMPANY

Limited, hereby gives you notice, pursuant to Section 63 of the Companies Act 1948, that by an Ordinary Resolution of the Company dated the Fifth day of June 1975 the nominal capital of the Company has been increased by the addition thereto of the sum of £ 100,000 beyond the registered capital of £ 500

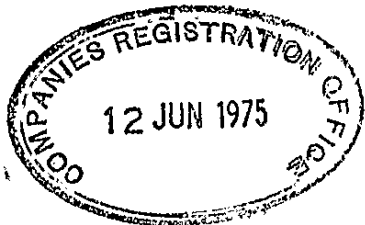
The additional capital is divided as follows:—

Number of Shares	Class of Share	Nominal amount of each share
100,000	Ordinary	£1.00

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 new shares rank pari passu in all respects with the existing Ordinary Shares of £1 each.

If any of the new shares are Preference Shares state whether they are redeemable or not. If this space is insufficient the conditions should be set out separately, by way of annexure.



Signature

State whether Director }
or Secretary }

Dated the 5th day of June 1975

Presented by

Presentor's Reference RZW

McKenna & Co.

12 Whitehall

London SW1A 2DZ

(see notes overleaf)

NOTES

Section 63 of the Companies Act 1948 requires this Notice accompanied by a copy of the resolution authorising the increase to be delivered to the Registrar of Companies within 15 days after the passing of the resolution and in default thereof the Company and every officer of the Company in default will be liable to a default fine.

The Office of the Registrar of Companies for Companies registered in England is situated at: Companies House, 55-71 City Road, London EC1Y 1BB, and for Companies registered in Scotland at: Exchequer Chambers, 102 George Street, Edinburgh, 2.

REGISTRATION FEES PAYABLE ON AN INCREASE OF CAPITAL.

Fees payable on an increase in capital were abolished by the Companies (Fees) Regulations 1973.

THE COMPANIES ACTS 1948 and 1967

SPECIAL RESOLUTION

OF

KURTZ BRICK COMPANY LIMITED

Passed on the 5th Day of June 1975

At an Extraordinary General Meeting of the above named
Company held at Ibstock, Leicester on the 5th day of June
1975 the following Resolution was duly passed as a Special
Resolution of the Company:

RESOLUTION

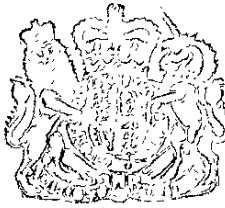
"THAT the name of the Company be changed to
IBSTOCK BRICK ROUGHDALES LIMITED"

P.C. Hyde-Thompson
Chairman

Presented by

McKenna & Co., (Ref. RZW)
12 Whitehall,
London
SW1A 2DZ





CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME

No. 598862

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I hereby certify that

KURTZ BRICK COMPANY LIMITED

having by special resolution and with the approval of the Secretary of State changed
its name, is now incorporated under the name of

TESTOCK BRICK ROUGHDALES LIMITED

Given under my hand at London the

4th July 1975

N. TAYLOR

Assistant Registrar of Companies

No of Company : 593262

THE COMPANIES ACTS 1948 - 1967

SPECIAL RESOLUTION

IBSTOCK BRICK ROUGHDALES LIMITED

PASSED ON 8TH DAY OF JULY 1975

At an Extraordinary General Meeting of the above named Company held at Ibstock, Leicester on 8th day of July 1975 the following Resolution was duly passed as a Special Resolution of the Company :

RESOLUTION

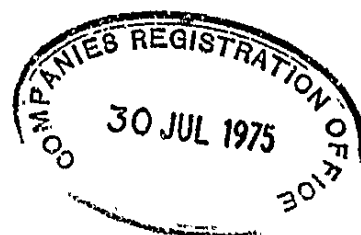
"THAT the capital of the Company be increased to £101,505 by the creation of 1005 Ordinary Shares of £1.00 each"

P.C. Hyde-Thompson
Chairman



Presented By

McKenna & Co (Ref: RZW)
12 Whitehall,
London SW1A 2DZ.



No. of Company

598862

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Form No. 10

THE COMPANIES ACTS 1948 to 1967

Notice of Increase in Nominal Capital

TO THE REGISTRAR OF COMPANIES

IBSTOCK BRICK ROUGHDALES LIMITED

Limited, hereby gives you notice, pursuant to Section 63 of the Companies Act 1948, that by a Special Resolution of the Company dated the 8th day of July 1975 the nominal capital of the Company has been increased by the addition thereto of the sum of £ 1,005 beyond the registered capital of £ 100,500

The additional capital is divided as follows:—

Number of Shares	Class of Share	Nominal amount of each share
1,005	Ordinary	£1.00

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 new shares rank pari passu in all respects with the existing Ordinary Shares of £1. each

Copy of the new
Shares
to be issued
to the new
Shareholder
they
are available
or
the space is
indicated the
conditions should
be stated
by way
of explanation.



Signature

State whether Director or Secretary } Secretary

Dated the 31ST day of July 1975

Presented by

Presenter's Reference RZW

McKenna & Co

12 Whitehall,

London SW1A 2DZ



(see notes overleaf)

NOTES

Section 63 of the Companies Act 1948 requires this Notice accompanied by a copy of the resolution authorising the increase to be delivered to the Registrar of Companies within 15 days after the passing of the resolution and in default thereof the Company and every officer of the Company in default will be liable to a default fine.

The Office of the Registrar of Companies for Companies registered in England is situate at: Companies House, 55-71 City Road, London EC1Y 1BB, and for Companies registered in Scotland at: Exchequer Chambers, 102 George Street, Edinburgh, 2.

REGISTRATION FEES PAYABLE ON AN INCREASE OF CAPITAL.

Fees payable on an increase in capital were abolished by the Companies (Fees) Regulations 1973.

SPECIAL RESOLUTIONS

IBSTOCK BRICK ROUGHDALES LIMITED

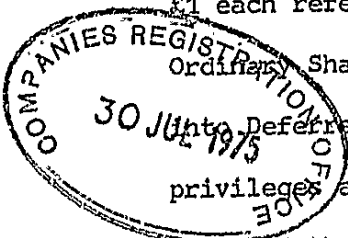
PASSED ON 8TH DAY OF JULY 1975

At an Extraordinary General Meeting of the above named Company held at Ibstock, Leicestershire on 8th day of July 1975 the following Resolutions were duly passed as Special Resolutions of the Company :

RESOLUTIONS

2. "THAT it is desirable to capitalise the sum of £1,005 being a part of the amount standing to the credit of the share premium account of the Company and accordingly that such sum be set free for distribution among the holders of the 100 500 issued Ordinary Shares of £1. each in the capital of the Company in the proportion of £1 for every 100 Ordinary Shares of £1. now held on the footing that the same be not paid in cash but be applied in paying up in full 1 005 unissued Ordinary Shares of £1 each in the capital of the Company to be allotted and distributed credited as fully paid among such members in the proportion of one new Ordinary Share of £1 for every 100 Ordinary Shares of £1 so held

3. "THAT forthwith after the allotment of 1 005 Ordinary shares of £1 each referred to in Resolution No. 2 above the 100 500 original Ordinary Shares of £1 each in the capital of the Company be converted into Deferred Shares of £1 each and thereupon the respective rights and privileges and restrictions attaching to the said Ordinary Shares of £1. each and the said Deferred Shares of £1 each shall be as follows :-



(a)

as regards income :-

the Ordinary Shares shall carry the right to any profits which the Company may determine to distribute in respect of any financial period and the Deferred Shares shall not be entitled to participate therein ;

(b)

as regards capital :-

on a winding up or other return of capital the surplus assets of the Company remaining after payment of its liabilities shall be applied first in paying to the holders of the Ordinary Shares the sum of £100 000 per Share and secondly in repaying to the holders of the Deferred Shares the amount paid up or credited as paid up on such Shares and the balance of such assets shall belong to and be distributed among the holders of the Ordinary Shares in proportion to the amounts paid up thereon ;

(c)

as regards voting :- the Deferred Shares shall have the right to attend and vote at general meetings of the Company only in the event that any resolution for winding up shall be proposed and then only on such resolution

P.C. Hyde-Thompson
Chairman

Presented By

McKenna & Co (Ref RZW)

12 Whitehall,

London SW1A 2DZ.

G

COMPANIES FORM No. 225(1)

Notice of new accounting reference date given during the course of an accounting reference period

225(1)

Please do not
write in this
margin

Pursuant to section 225(1) of the Companies Act 1985
as amended by Schedule 13 to the Insolvency Act 1986

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

To the Registrar of Companies
(Address overleaf - Note 5)

For official use

Company number

--	--	--	--

2262861

Name of company

• VELD LIMITED

* Insert full name
of company

gives notice that the company's new accounting reference date on which the current accounting reference period and each subsequent accounting reference period of the company is to be treated as coming, or as having come, to an end is

Day Month

3	1	1	2
---	---	---	---

Note
Please read notes
1 to 4 overleaf
before completing
this form

Day Month Year

3	1	1	2	1	9	8	9
---	---	---	---	---	---	---	---

The current accounting reference period of the company is to be treated as (shortened) ~~(extended)~~ and (is to be treated as having come to an end) ~~(will come to an end)~~ on

† delete as
appropriate

If this notice states that the current accounting reference period of the company is to be extended, and reliance is being placed on section 225(6)(c) of the Companies Act 1985, the following statement should be completed:

The company is a (subsidiary) ~~(holding company)~~ of KLEINWORT SENIOR
GRAP P.L.C.

company number 081392the accounting reference date of which is 31-12

If this notice is being given by a company which is subject to an administration order and this notice states that the current accounting reference period of the company is to be extended AND it is to be extended beyond 18 months OR reliance is not being placed on section 225(6) of the Companies Act 1985, the following statement should be completed:

An administration order was made in relation to the company on _____
and it is still in force.

Signed [Signature]Designation [Signature]Date 10.1.90

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

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

N J LARSEN - STANDING
KLEINWORT SENIOR GRAP
20 FINCHLEY STREET
LONDON CC3M 3UB

For official Use
General Section

Post room

COMPANIES HOUSE	
118 JAN 1990	
M	1R