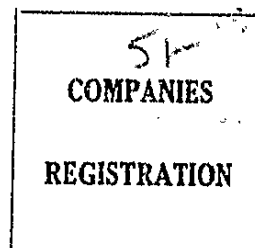


796256



No. of Company

THE COMPANIES ACT, 1948.



5/1964
A 5/-
Companies
Registration
Fee Stamp
must be
impressed
here.

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

Pursuant to Section 15 (2) of the Companies Act 1948.

Name of Company { THE LOWFIELD PRINTING
COMPANY Limited

Presented by

WILDMAN & BATTELL LTD
13 WELL COURT,
BOW LANE
LONDON, E.C.4.
TEL CITY 2545

WILDMAN & BATTELL LTD.
COMPANY & GENERAL LAW AGENTS & TRANSLATORS
13, Well Court, Bow Lane, London, E.C.4.

Telephone: CITY 2545



I, *Charles Stuart Hudson*
of *166 Eltham High Street*
London S.E.9.

Do solemnly and sincerely declare that I am ^(a) *a*
Solicitor of the Supreme Court
engaged in the formation

of *THE LOWFIELD PRINTING*

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

S.E.9.

the

4th

day of

March

one thousand nine hundred and *64*
before me.

[Signature]

(b) A Commissioner for Oaths.

Charles Stuart Hudson

(a) "A Solicitor of the Supreme Court" (or in Scotland "an Enrolled Law Agent"
"engaged in the formation," or "A person named in the Articles of Association
"as a 'Director' or the 'Secretary'."

(b) or Notary Public or Justice of the Peace.

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

CC 3 10V

Statement of the Nominal Capital

made pursuant to Sec. 112, Stamp Act, 1891.

The NOMINAL CAPITAL of THE LOWFIELD
PRINTING COMPANY Limited



is £ 100, divided into:

100 Shares of £1 each

Shares of _____ each

Signature

[Handwritten Signature]

(State whether Director or Secretary)

Date 21-2- 1964

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

Presented by

WILDMAN & BATTELL LTD.
13 WELL COURT,
BOW LANE,
LONDON, E.C.4.
TEL. CITY 2846

WILDMAN & BATTELL LTD.

COMPANY & GENERAL LAW AGENTS & TRANSLATORS

13, Well Court, Bow Lane, London, E.C.4.

Telephone: CITY 2545





796255
COMPANIES
LIMITED BY SHARES

Memorandum of Association

crt2-50

OF

THE LOWFIELD PRINTING
COMPANY LIMITED

26 MAR 1964

1. The name of this Company is "THE LOWFIELD PRINTING COMPANY LIMITED".

2. The Registered Office of this Company will be situate in England.

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

- (a) To carry on business as printers, engravers, and lithographers of every kind and by every process and as artists, draughtsmen, designers and photographers and to manufacture and deal both wholesale and retail in stationery and paper of every description including cardboard, carbons, fancy and all other kinds of cards, calendars, envelopes, writing and drawing materials, implements, and requisites, rubber and other stamps, cameras, photographic supplies, Company, Account and all other description of books and requisites of all kinds generally dealt with by printers and stationers and to carry on business as publishers, booksellers, bookbinders, producers and distributors, and as proprietors of newspapers, magazines, periodicals, books and other publications and as press, news, advertising, literary, dramatic, music, cinematographic and publicity agents, contractors and specialists, and further to carry on business as office equipment specialists and furnishers and to manufacture, repair and deal both wholesale and retail in furniture, fittings, appliances, plant, machinery, equipment, implements and utensils, typewriters, duplicating, printing and calculating machines and dictaphones and of and in all kinds or types of supplies required for use in offices of every description and to carry on business as specialists for the like equipment and fitting out of shops, houses, hotels, theatres, churches and other buildings of every kind.

WILDMAN & BATTELL LTD
13 WELL COURT,
BOW LANE,
LONDON, E.C.4.



- (b) To carry on any other business which, in the opinion of this Company, may be capable of being conveniently, or profitably carried on in conjunction with or subsidiary to any other business of this Company and is calculated to enhance the value of this Company's property.
- (c) To purchase or by any other means acquire freehold, leasehold or any other property for any estate or interest whatever, movable or immovable, or any interest in such property and to sell, lease, let on hire, develop such property, or otherwise turn the same to the advantage of this Company.
- (d) To apply for, register or by other means acquire any patents, patent rights, brevets d'invention, licences, trade marks, concessions and inventions and to use and turn to account the same or to develop, sell or assign the same or grant licences or privileges in respect thereof or otherwise turn the same to the advantage of this Company.
- (e) To build, reconstruct or generally maintain buildings and works of all kinds, whether or not these are situate on the property of this Company.
- (f) To invest and deal with the monies of this Company in such shares or upon such securities and in such manner as may from time to time be determined.
- (g) To amalgamate with or to make any agreement or arrangement with or enter into partnership or joint purse agreement with any other company, firm or person carrying on business similar or complementary to the business of this Company or any part thereof.
- (h) To subscribe for, take, purchase or otherwise acquire either for cash, shares or debentures in this Company or any other consideration any other company or business which may, in the opinion of this Company, be carried on so as directly or indirectly to benefit this Company.
- (i) To sell or otherwise dispose of the whole or any part of the business or property of this Company for any consideration, shares or debentures as this Company may think fit.
- (j) To lend money to customers and others and to guarantee the observance and performance of obligations and contracts by customers and others.

- (k) To borrow or raise money in such manner as this Company thinks fit and secure the repayment thereof by the creation and issue of debentures, debenture stock, mortgages or in any other way.
- (l) To pay or remunerate any person, firm or company for rendering services to this Company in the promotion of this Company or the placing and issue of shares, debentures, debenture stock or other securities of this Company.
- (m) To support and subscribe to any funds and to subscribe to or assist in the promotion of any charitable, benevolent or public purpose or object for the benefit of this Company or its employees, directors or other officers past or present and to grant pensions to such persons or their dependents.
- (n) To draw, make, accept, endorse, discount and execute bills, warrants, notes or other negotiable or transferable instruments.
- (o) To assist in the promotion of or promote any company or undertaking which may appear likely to assist or benefit this Company and to place or guarantee the placing of, subscribe or underwrite or otherwise acquire any part of the stock, debentures, debenture stock or other obligations of such company.
- (p) To promote by way of advertising this Company's products and services in any manner and to reward customers or potential customers and to promote or take part in any scheme likely to benefit this Company.
- (q) To distribute in specie any of the shares, debentures or securities of this Company between the members of this Company in accordance with their rights.
- (r) To do all such other things as may be deemed incidental or conducive to the attainment of the above objects or any of them.

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

4. The liability of the members is limited.

5. The share capital of this Company is £100 divided into 100 shares of £1 each.

796256 / 4

COMPANY LIMITED BY SHARES

Articles of Association

OF

THE LAWFIELD PRINTING
COMPANY LIMITED

REGISTERED

16 MAR 1984



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 "Part II of Table A") shall apply to this Company.

2. Regulations 2, 3, 24, 53, 75, 88, 107, 108, 110 and 134 of Part I of Table A aforesaid (hereinafter referred to as "Part I of Table A") shall not apply to this Company, but the Articles hereinafter contained together with the remaining regulations of Part I of Table A, subject to the modifications hereinafter expressed, shall constitute the regulations of this Company.

CAPITAL

3. The initial share capital of this Company is £100 divided into 100 shares of £1 each.

4. The shares of this Company, whether forming part of the original capital or of any increased capital, may be allotted or otherwise disposed of to such persons and for such consideration and upon such terms as the Directors may determine subject, in the case of any shares forming part of any increased capital, to such directions as to the allotment or disposal thereof as may be given by this Company in general meeting at the time of the creation of such shares and subject also to the provisions of Regulation 2 in Part II of Table A.

5. Subject to the provisions of Section 58 of the Act any Preference Shares may be issued on the terms that they are, or at the option of this Company are liable to be redeemed.

TRANSFER OF SHARES

6. Any share may be transferred by a member to his or her spouse or lineal descendant and any share of a deceased member may be transferred to any such relation as aforesaid of the deceased member. Save as aforesaid the Directors may, in their absolute discretion and without assigning any reason therefor decline to register the transfer of any share whether or not it is a fully paid share.

7. The proviso to Regulation 32 of Part I of Table A shall not apply to this Company.

VOTES OF MEMBERS

8. Subject to any rights or restrictions for the time being attached to any class or classes of shares, on a show of hands every member present in person shall have one vote, and on a poll every member shall have one vote for each share of which he is the holder.

DIRECTORS

9. Regulations 80-87 of Part I of Table A apply except that Article 10 shall be substituted for sub-clauses (2) and (4) of Regulation 84 which shall be deleted.

10. A Director who has disclosed his interest in accordance with Regulation 84 (1) of Part I of Table A and Section 199 of the Act may vote in respect of any contract proposed contract or any arrangement in which he is interested directly or indirectly and such Director shall be counted in the quorum present at any meeting at which such contract or proposed contract or arrangement is being considered.

11. A Director may hold any other office or place of profit under this Company (other than the office of Auditor) in conjunction with his office of Director for such period and on such terms (as to remuneration and otherwise) as the Directors may determine.

12. Any Director may act by himself or his firm in a professional capacity for this Company, and he or his firm shall be entitled to remuneration for professional services as if he were not a Director; provided that nothing herein contained shall authorise a Director to act as Auditor of this Company.

13. This Company shall not be subject to Section 185 of the Act, and accordingly any person may be appointed or elected as a Director whatever his age, and no Director shall be required to vacate his office of Director by reason of his attaining or having attained the age of seventy years or any other age.

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

- (1) If by notice in writing to this Company he resigns the office of Director.
- (2) If he ceases to be a Director by virtue of Section 182 of the Act.
- (3) If he becomes bankrupt or insolvent, or enters into an arrangement with his creditors.
- (4) If he becomes of unsound mind.
- (5) If he is prohibited from being a Director by any order made under Section 188 of the Act.
- (6) If he is removed from office by a resolution duly passed under Section 184 of the Act.

BORROWING POWERS

15. The proviso to Regulation 79 of Part I of Table A shall not apply to this Company.

MANAGING DIRECTORS AND MANAGERS

16. The Directors may from time to time appoint one or more of their body to the office of Managing Director or Manager 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. A Director so appointed, whilst holding such office, shall not be subject to retirement by rotation or be taken into account in determining the number of Directors to retire by rotation or the rotation of retirement of Directors, but his appointment, subject to the payment to him of such compensation or damages as may be payable to him by reason thereof, shall be automatically determined if he cease from any cause to be a Director.

17. A Managing Director or Manager shall receive such remuneration (whether by way of salary, commission or participation in profits or partly in one way and partly in another) as the Directors may determine.

SECRETARY

18. The Secretary shall be appointed by the Directors for such term, at such remuneration and upon such conditions as they may think fit; and any Secretary so appointed may be removed by them. If at any time there shall be no secretary or for any reason no secretary capable of acting, the Directors may appoint an assistant or deputy secretary.

NOTICES

19. Notice of every general meeting shall be given in manner authorised by Table A to every member except those members who are by these Articles disentitled from receiving such notices and those members who (having no registered address within the United Kingdom) have not supplied to this Company any address within the United Kingdom for the giving of notices to them.

FIRST DIRECTORS

20. The number of Directors shall not be less than two or more than four and the first Directors of this Company shall be:-

HERBERT WATTS STARKEY

and

JOHN EDWARD LIONEL STEWARD

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS

JOHN EDWARD LOWELL STEWARD

31 CATTAM ROAD

BEXLEYHEATH,

RENT

PRINTER.

John Steward

Herbert Walter Stanley

12 Wandsworth Rd

Bexley, Kent - Martin

Herbert Stanley

DATED this 21st day of February, 1964

WITNESS to the above signatures:-

Charles S. Martin

5, Station Parade

East Ham

Solicitor

DUPLICATE FOR THE FILE.

No. 796256



Certificate of Incorporation

I Hereby Certify that

THE LOWFIELD PRINTING COMPANY LIMITED

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

Given under my hand at London this SIXTEENTH DAY OF MARCH
ONE THOUSAND NINE HUNDRED AND SIXTY FOUR.

L. W. Whitefield

Assistant Registrar of Companies.

Certificate
received by }

W. J. [unclear]

Date. 16/3/64

NO. OF COMPANY 196256 *114*

THE COMPANIES ACTS 1948 TO 1967.

Notice of place where register of Directors' interests in shares in, or debentures of, a company or its associated companies is kept or of any change in that place.

Pursuant to Section 29 (8) of the Companies Act 1967.

Name of Company.....

The Lowfield Printing Company..... LIMITED

To the REGISTRAR OF COMPANIES.

The above-named company hereby gives you notice, in accordance with subsection (8) of Section 29 of the Companies Act 1967, that the register of Directors' interests in shares in, or debentures of, the company or any associated companies is kept at

Nuxley House, 34, Nuxley Road,
Belvedere, Kent.

(Signed).....

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

DATE.....

31/10..... 19*67*

CAT. No. C.F.R.6.

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

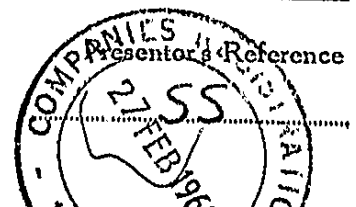
SHAW & SONS LTD.,
7, 8 & 9, Fetter Lane, London, E.C.4.

Law Stationers and Company Registration Agents.

52066(c)7

Presented by

K. P. OPASS-BILLINGS & HARRIS,
NUXLEY HOUSE,
34, NUXLEY ROAD.



SPECIAL RESOLUTION passed at an
EXTRA-ORDINARY GENERAL MEETING of
the Company on the 14th day of November, 1977
held at Nuxley House, 34 Nuxley Road, Belvedere, Kent.

1. IT WAS RESOLVED that the Articles of Association of the Company be altered as follows :-

1. By inserting in the place of Regulation 6 the following regulation namely


"6. (A) Save as otherwise hereinafter provided no member (hereinafter called "the retiring member") shall be entitled to transfer any shares whether by way of sale, death, gift or otherwise, without first causing the same to be offered to the other members of the Company at the fair value in accordance with the provisions of this Clause.

(B) In order to ascertain whether any other members of the Company are willing to purchase the shares at the fair value the retiring member shall give a notice in writing (hereinafter referred to as a "sale notice") to the Company that he desires to sell the same. Every sale notice shall specify the denoting numbers (if any) of the shares which the retiring member desires to sell, and shall constitute the Company the agent of the retiring member for the sale of such shares to the other members of the Company at the fair value. No sale notice shall be withdrawn except with the sanction of the Directors.

(C) The Directors shall, with a view to finding members willing to purchase the shares (hereinafter referred to as "purchasing members") offer the shares comprised in a sale notice to the persons then holding the remaining shares in the Company as nearly as may be in proportion to their holding of shares in the Company, and shall limit a time within which such offer, if not accepted, will be deemed to be declined; and the Directors shall make such arrangements as they shall think just and reasonable as regards the finding of purchasing members for any shares not accepted by members to whom they shall in the first instance have been so offered as aforesaid.

(D) If the Company shall within twenty-eight days after service of a sale notice find purchasing members in respect of all or any of the shares comprised therein it shall give notice thereof to the retiring member and the retiring member shall be bound upon payment of the fair value to transfer the shares to such purchasing members, who shall be bound to complete the purchase within seven days from the service of such last mentioned notice.

(E) The fair value shall be fixed by the Auditors for the time being of the Company and the sum so fixed shall, for the purposes of this Clause, be deemed to be the fair value of any share comprised in such notice. For the purpose of fixing such fair value the Auditors shall be deemed to act as valuers and experts and not as arbitrators and their decision shall be final. Accordingly, the Arbitration Act 1950 shall not apply.



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COMPANY LIMITED BY SHARES

Memorandum of Association

OF

THE LOWFIELD PRINTING
COMPANY LIMITED

1. The name of this Company is "THE LOWFIELD PRINTING COMPANY LIMITED".
2. The Registered Office of this Company will be situate in England.
3. The objects for which this Company is established are:-
 - (a) To carry on business as printers, engravers, and lithographers of every kind and by every process and as artists, draughtsmen, designers and photographers and to manufacture and deal both wholesale and retail in stationery and paper of every description including cardboard, carbons, fancy and all other kind of cards, calendars, envelopes, writing and drawing materials, implements, and requisites, rubber and other stamps, cameras, photographic supplies, Company, Account and all other description of books and requisites of all kinds generally dealt with by printers and stationers and to carry on business as publishers, booksellers, bookbinders, producers and distributors, and as proprietors of newspapers, magazines, periodicals, books and other publications and as press, news, advertising, literary, dramatic, music, cinematographic and publicity agents, contractors and specialists, and further to carry on business as office equipment specialists and furnishers and to manufacture, repair and deal both wholesale and retail in furniture, fittings, appliances, plant, machinery, equipment, implements and utensils, typewriters, duplicating, printing and calculating machines and dictaphones and of and in all kinds or types of supplies required for use in offices of every description and to carry on business as specialists for the like equipment and fitting out of shops, houses, hotels, theatres, churches and other buildings of every kind.



- (b) To carry on any other business which, in the opinion of this Company, may be capable of being conveniently or profitably carried on in conjunction with or subsidiary to any other business of this Company and is calculated to enhance the value of this Company's property.
- (c) To purchase or by any other means acquire freehold, leasehold or any other property for any estate or interest whatever, movable or immovable, or any interest in such property and to sell, lease, let on hire, develop such property, or otherwise turn the same to the advantage of this Company.
- (d) To apply for, register or by other means acquire any patents, patent rights, brevets d'invention, licences, trade marks, concessions and inventions and to use and turn to account the same or to develop, sell or assign the same or grant licences or privileges in respect thereof or otherwise turn the same to the advantage of this Company.
- (e) To build, reconstruct or generally maintain buildings and works of all kinds, whether or not these are situate on the property of this Company.
- (f) To invest and deal with the monies of this Company in such shares or upon such securities and in such manner as may from time to time be determined.
- (g) To amalgamate with or to make any agreement or arrangement with or enter into partnership or joint purse agreement with any other company, firm or person carrying on business similar or complementary to the business of this Company or any part thereof.
- (h) To subscribe for, take, purchase or otherwise acquire either for cash, shares or debentures in this Company or any other consideration any other company or business which may, in the opinion of this Company, be carried on so as directly or indirectly to benefit this Company.
- (i) To sell or otherwise dispose of the whole or any part of the business or property of this Company for any consideration, shares or debentures as this Company may think fit.
- (j) To lend money to customers and others and to guarantee the observance and performance of obligations and contracts by customers and others.

- (k) To borrow or raise money in such manner as this Company thinks fit and secure the repayment thereof by the creation and issue of debentures, debenture stock, mortgages or in any other way.
- (l) To pay or remunerate any person, firm or company for rendering services to this Company in the promotion of this Company or the placing and issue of shares, debentures, debenture stock or other securities of this Company.
- (m) To support and subscribe to any funds and to subscribe to or assist in the promotion of any charitable, benevolent or public purpose or object for the benefit of this Company or its employees, directors or other officers past or present and to grant pensions to such persons or their dependents.
- (n) To draw, make, accept, endorse, discount and execute bills, warrants, notes or other negotiable or transferable instruments.
- (o) To assist in the promotion of or promote any company or undertaking which may appear likely to assist or benefit this Company and to place or guarantee the placing of, subscribe or underwrite or otherwise acquire any part of the stock, debentures, debenture stock or other obligations of such company.
- (p) To promote by way of advertising this Company's products and services in any manner and to reward customers or potential customers and to promote or take part in any scheme likely to benefit this Company.
- (q) To distribute in specie any of the shares, debentures or securities of this Company between the members of this Company in accordance with their rights.
- (r) To do all such other things as may be deemed incidental or conducive to the attainment of the above objects or any of them.

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

4. The liability of the members is limited.

5. The share capital of the Company is £100 divided into 100 shares of one pound each.

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

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS	Number of shares taken by each subscriber
JOHN EDWARD LIONET STEWARD, 31, Latham Road, Bexleyheath, Kent. Printer.	ONE
HERBERT WATTS STARKEY, 12, Wansunt Road, Bexley, Kent. Printer.	ONE

DATED this 21st day of February, 1964.

WITNESS to the above signatures:-

CHARLES S. WEEDON,
5 Station Parade,
Erith, Kent.
Solicitor.

COMPANY LIMITED BY SHARES

Articles of Association

OF

THE LOWFIELD PRINTING
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 "Part II of Table A") shall apply to this Company.

2. Regulations 2, 3, 24, 53, 75, 88, 107, 108, 110 and 134 of Part I of Table A aforesaid (hereinafter referred to as "Part I of Table A") shall not apply to this Company, but the Articles hereinafter contained together with the remaining regulations of Part I of Table A, subject to the modifications hereinafter expressed, shall constitute the regulations of this Company.

CAPITAL

3. The initial share capital of this Company is £100 divided into 100 shares of £1 each.

4. The shares of this Company, whether forming part of the original capital or of any increased capital may be allotted or otherwise disposed of to such persons and for such consideration and upon such terms as the Directors may determine subject, in the case of any shares forming part of any increased capital, to such directions as to the allotment or disposal thereof as may be given by this Company in general meeting at the time of the creation of such shares and subject also to the provisions of Regulation 2 in Part II of Table A.

5. Subject to the provisions of Section 58 of the Act any Preference Shares may be issued on the terms that they are, or at the option of this Company are, liable to be redeemed.

TRANSFER OF SHARES

Amended by Special Resolution Passed 14th November, 1977

6. (A) Save as otherwise hereinafter provided no member (hereinafter called "the retiring member") shall be entitled to transfer any shares whether by way of sale, death, gift or otherwise, without first causing the same to be offered to the other members of the Company at the fair value in accordance with the provisions of this Clause.

(B) In order to ascertain whether any other members of the Company are willing to purchase the shares at the fair value the retiring member shall give a notice in writing (hereinafter referred to as a "sale notice") to the Company that he desires to sell the same. Every sale notice shall specify the denoting numbers (if any) of the shares which the retiring member desires to sell, and shall constitute the Company the agent of the retiring member for the sale of such shares to the other members of the Company at the fair value. No sale notice shall be withdrawn except with the sanction of the Directors.

(C) The Directors shall, with a view to finding members willing to purchase the shares (hereinafter referred to as "purchasing members") offer the shares comprised in a sale notice to the persons then holding the remaining shares in the Company as nearly as may be in proportion to their holding of shares in the Company, and shall limit a time within which such offer, if not accepted, will be deemed to be declined; and the Directors shall make such arrangements as they shall think just and reasonable as regards the finding of purchasing members for any shares not accepted by members to whom they shall in the first instance have been so offered as aforesaid.

(D) If the Company shall within twenty-eight days after service of a sale notice find purchasing members in respect of all or any of the shares comprised therein it shall give notice thereof to the retiring member and the retiring member shall be bound upon payment of the fair value to transfer the shares to such purchasing members, who shall be bound to complete the purchase within seven days from the service of such last mentioned notice.

(E) The fair value shall be fixed by the Auditors for the time being of the Company and the sum so fixed shall, for the purposes of this Clause, be deemed to be the fair value of any share comprised in such notice. For the purpose of fixing such fair value the Auditors shall be deemed to act as valuers and experts and not as arbitrators and their decision shall be final. Accordingly, the Arbitration Act 1950 shall not apply.

7. The proviso to Regulation 32 of Part I of Table A shall not apply to this Company.

VOTES OF MEMBERS

8. Subject to any rights or restrictions for the time being attached to any class or classes of shares, on a show of hands every member present in person shall have one vote, and on a poll every member shall have one vote for each share of which he is the holder.

DIRECTORS

9. Regulations 80-87 of Part I of Table A apply except that Article 10 shall be substituted for sub-clauses (2) and (4) of Regulation 84 which shall be deleted.

10. A Director who has disclosed his interest in accordance with Regulation 84 (1) of Part I of Table A and Section 199 of the Act may vote in respect of any contract proposed contract or any arrangement in which he is interested directly or indirectly and such Director shall be counted in the quorum present at any meeting at which such contract or proposed contract or arrangement is being considered.

11. A Director may hold any other office or place of profit under this Company (other than the office of Auditor) in conjunction with his office of Director for such period and on such terms (as to remuneration and otherwise) as the Directors may determine.

12. Any Director may act by himself or his firm in a professional capacity for this Company, and he or his firm shall be entitled to remuneration for professional services as if he were not a Director; provided that nothing herein contained shall authorise a Director to act as Auditor of this Company.

13. This Company shall not be subject to Section 185 of the Act, and accordingly any person may be appointed or elected as a Director whatever his age, and no Director shall be required to vacate his office of Director, reason of his attaining or having attained the age of seventy years or any other age.

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

- (1) If by notice in writing to this Company he resigns the office of Director.
- (2) If he ceases to be a Director by virtue of Section 182 of the Act.
- (3) If he becomes bankrupt or insolvent, or enters into an arrangement with his creditors.
- (4) If he becomes of unsound mind.
- (5) If he is prohibited from being a Director by any order made under Section 188 of the Act.
- (6) If he is removed from office by a resolution duly passed under Section 184 of the Act.

BORROWING POWERS

15. The proviso to Regulation 79 of Part I of Table A shall not apply to this Company.

MANAGING DIRECTORS AND MANAGERS

16. The Directors may from time to time appoint one or more of their body to the office of Managing Director or Manager 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. A Director so appointed, whilst holding such office, shall not be subject to retirement by rotation or be taken into account in determining the number of Directors to retire by rotation or the rotation of retirement of Directors, but his appointment, subject to the payment to him of such compensation or damages as may be payable to him by reason thereof, shall be automatically determined if he cease from any cause to be a Director.

17. A Managing Director or Manager shall receive such remuneration (whether by way of salary, commission or participation in profits or partly in one way and partly in another) as the Directors may determine.

SECRETARY

18. The Secretary shall be appointed by the Directors for such term, at such remuneration and upon such conditions as they may think fit; and any Secretary so appointed may be removed by them. If at any time there shall be no secretary or for any reason no secretary capable of acting, the Directors may appoint an assistant or deputy secretary.

NOTICES

19. Notice of every general meeting shall be given in manner authorised by Table A to every member except those members who are by these Articles disentitled from receiving such notices and those members who (having no registered address within the United Kingdom) have not supplied to the Company any address within the United Kingdom for the giving of notices to them.

FIRST DIRECTORS

20. The number of Directors shall not be less than two or more than four and the first Directors of this Company shall be:-

HERBERT WATTS STARKEY

and

JOHN EDWARD LIONEL STEWARD.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS

JOHN EDWARD LIONEL STEWARD,
31, Latham Road,
Bexleyheath, Kent.
Printer.

HERBERT WATTS STARKEY,
12, Wansunt Road,
Bexley, Kent.
Printer.

DATED this 21st day of February, 1964.

WITNESS to the above signatures:-

CHARLES S. WEEDON,
5, Station Parade,
Erith, Kent.
Solicitor.

516
796256
Number of Company

THE COMPANIES ACTS 1948

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

OF

THE LOWFIELD PRINTING COMPANY LIMITED

Passed 16th APRIL, 1987.

At an EXTRAORDINARY GENERAL MEETING of the above-named Company, duly convened, and held at KENNET RD CRAYFORD on the 16th day of APRIL 1987 the subjoined SPECIAL RESOLUTION was duly passed, namely:-

RESOLUTION

THAT the Articles of Association of the Company be altered as follows:-

- (1) By substituting for regulation 6(A) the following regulation viz:
- "6(A) Any member (hereinafter called "the retiring member") shall be entitled to transfer any shares whether by way of sale, death, gift or otherwise to any other member and subject thereto save as otherwise hereinafter provided no retiring member shall be entitled to transfer any shares whether by way of sale, death, gift or otherwise, without first causing the same to be offered to the other members of the Company at the fair value in accordance with the provisions of this clause"



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COMPANY LIMITED BY SHARES

Articles of Association

OF

THE LOWFIELD PRINTING
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 "Part II of Table A") shall apply to this Company.
2. Regulations 2, 3, 24, 53, 75, 88, 107, 108, 110 and 134 of Part I of Table A aforesaid (hereinafter referred to as "Part I of Table A") shall not apply to this Company, but the Articles hereinafter contained together with the remaining regulations of Part I of Table A, subject to the modifications hereinafter expressed, shall constitute the regulations of this Company.

CAPITAL

3. The initial share capital of this Company is £100 divided into 100 shares of £1 each.
4. The shares of this Company, whether forming part of the original capital or of any increased capital may be allotted or otherwise disposed of to such persons and for such consideration and upon such terms as the Directors may determine subject, in the case of any shares forming part of any increased capital, to such directions as to the allotment or disposal thereof as may be given by this Company in general meeting at the time of the creation of such shares and subject also to the provisions of Regulation 2 in Part II of Table A.
5. Subject to the provisions of Section 58 of the Act any Preference Shares may be issued on the terms that they are, or at the option of this Company are, liable to be redeemed.



TRANSFER OF SHARES

Amended by Special Resolutions Passed 14th November, 1977
and 16th April, 1987

6(A) Any member (hereinafter called "the retiring member") shall be entitled to transfer any shares whether by way of sale, death, gift or otherwise to any other member and subject thereto save as otherwise hereinafter provided no retiring member shall be entitled to transfer any shares whether by way of sale, death, gift or otherwise, without first causing the same to be offered to the other members of the Company at the fair value in accordance with the provisions of this clause.

(B) In order to ascertain whether any other members of the Company are willing to purchase the shares at the fair value the retiring member shall give a notice in writing (hereinafter referred to as a "sale notice") to the Company that he desires to sell the same. Every sale notice shall specify the denoting numbers (if any) of the shares which the retiring member desires to sell, and shall constitute the Company the agent of the retiring member for the sale of such shares to the other members of the Company at the fair value. No sale notice shall be withdrawn except with the sanction of the Directors.

(C) The Directors shall, with a view to finding members willing to purchase the shares (hereinafter referred to as "purchasing members") offer the shares comprised in a sale notice to the persons then holding the remaining shares in the Company as nearly as may be in proportion to their holding of shares in the Company, and shall limit a time within which such offer, if not accepted, will be deemed to be declined; and the Directors shall make such arrangements as they shall think just and reasonable as regards the finding of purchasing members for any shares not accepted by members to whom they shall in the first instance have been so offered as aforesaid.

(D) If the Company shall within twenty-eight days after service of a sale notice find purchasing members in respect of all or any of the shares comprised therein it shall give notice thereof to the retiring member and the retiring member shall be bound upon payment of the fair value to transfer the shares to such purchasing members, who shall be bound to complete the purchase within seven days from the service of such last mentioned notice.

(E) The fair value shall be fixed by the Auditors for the time being of the Company and the sum so fixed shall, for the purposes of this Clause, be deemed to be the fair value of any share comprised in such notice. For the purpose of fixing such fair value the Auditors shall be deemed to act as valuers and experts and not as arbitrators and their decision shall be final. Accordingly, the Arbitration Act 1950 shall not apply.

7. The proviso to Regulation 32 of Part I of Table A shall not apply to this Company.

VOTES OF MEMBERS

8. Subject to any rights or restrictions for the time being attached to any class or classes of shares, on a show of hands every member present in person shall have one vote, and on a poll every member shall have one vote for each share of which he is the holder.

DIRECTORS

9. Regulations 80-87 of Part I of Table A apply except that Article 10 shall be substituted for sub-clauses (2) and (4) of Regulation 84 which shall be deleted.

10. A Director who has disclosed his interest in accordance with Regulation 84 (1) of Part I of Table A and Section 199 of the Act may vote in respect of any contract proposed contract or any arrangement in which he is interested directly or indirectly and such Director shall be counted in the quorum present at any meeting at which such contract or proposed contract or arrangement is being considered.

11. A Director may hold any other office or place of profit under this Company (other than the office of Auditor) in conjunction with his office of Director for such period and on such terms (as to remuneration and otherwise) as the Directors may determine.

12. Any Director may act by himself or his firm in a professional capacity for this Company, and he or his firm shall be entitled to remuneration for professional services as if he were not a Director; provided that nothing herein contained shall authorise a Director to act as Auditor of this Company.

13. This Company shall not be subject to Section 185 of the Act, and accordingly any person may be appointed or elected as a Director whatever his age, and no Director shall be required to vacate his office of Director by reason of his attaining or having attained the age of seventy years or any other age.

14. The office of a Director shall be vacated:-
- (1) If by notice in writing to this Company he resigns the office of Director.
 - (2) If he ceases to be a Director by virtue of Section 182 of the Act.
 - (3) If he becomes bankrupt or insolvent, or enters into an arrangement with his creditors.
 - (4) If he becomes of unsound mind.
 - (5) If he is prohibited from being a Director by any order made under Section 188 of the Act.
 - (6) If he is removed from office by a resolution duly passed under Section 184 of the Act.

BORROWING POWERS

15. The proviso to Regulation 79 of Part I of Table A shall not apply to this Company.

MANAGING DIRECTORS AND MANAGERS

16. The Directors may from time to time appoint one or more of their body to the office of Managing Director or Manager 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. A Director so appointed, whilst holding such office, shall not be subject to retirement by rotation or be taken into account in determining the number of Directors to retire by rotation or the rotation of retirement of Directors, but his appointment, subject to the payment to him of such compensation or damages as may be payable to him by reason thereof, shall be automatically determined if he cease from any cause to be a Director.

17. A Managing Director or Manager shall receive such remuneration (whether by way of salary, commission or participation in profits or partly in one way and partly in another) as the Directors may determine.

SECRETARY

18. The Secretary shall be appointed by the Directors for such term, at such remuneration and upon such conditions as they may think fit; and any Secretary so appointed may be removed by them. If at any time there shall be no secretary or for any reason no secretary capable of acting, the Directors may appoint an assistant or deputy secretary.

NOTICES

19. Notice of every general meeting shall be given in manner authorised by Table A to every member except those members who are by these Articles disentitled from receiving such notices and those members who (having no registered address within the United Kingdom) have not supplied to the Company any address within the United Kingdom for the giving of notices to them.

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HERBERT WATTS STARKEY

and

JOHN EDWARD LIONEL STEWARD.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS

JOHN EDWARD LIONEL STEWARD,
31, Latham Road,
Bexleyheath, Kent.
Printer.

HERBERT WATTS STARKEY,
12, Wansunt Road,
Bexley, Kent.
Printer.

DATED this 21st day of February, 1964.

WITNESS to the above signatures:-

CHARLES S. WEEDON,
5, Station Parade,
Erith, Kent.
Solicitor.

Number of Company: 796256

Form 123 HSE-1714
Form 88(2) HSE-1714
188(2) HSE-1714

THE COMPANIES ACT 1985

A PRIVATE COMPANY LIMITED BY SHARES

(Copy)

ORDINARY RESOLUTIONS

OF

THE LOWFIELD PRINTING COMPANY LIMITED

Passed the 1st day of February 1988

At an EXTRAORDINARY GENERAL MEETING of the Company, duly convened, and held on the 1st day of February 1988, the following ORDINARY RESOLUTIONS were duly passed:-

1. That:

- (i) The Share Capital of the Company be increased from £ 100 to £ 25,000 by the creation of 24,900 new Shares of £1 each ranking in all respects pari passu with the existing Shares of £1 each in the Capital of the Company;
- (ii) All the unissued Shares in the Capital of the Company be under the control of the Directors and that the Directors may allot, grant options over, or otherwise deal with or dispose of any such Shares, to such persons and generally on such terms and in such manner as they think fit; and
- (iii) The general authority conferred by the preceding paragraph shall expire on the fifth anniversary of the passing of this Resolution unless varied or revoked or renewed by the Company in General Meeting.

2. That it is desirable to capitalise the sum of £ 24,900 being part of the amount standing to the credit of the Profit and Loss Account

of the Company, and accordingly that the said sum of £24,900 be set free for distribution among the holders, at the time of the passing of this Resolution of the Ordinary issued Shares in proportion to the amount paid up or credited as paid on the Shares held by them respectively, on condition that the said sum of £24,900 be not paid in cash but be applied in paying up 24,900 unissued Shares of £1 each, to be allotted and distributed, credited as fully paid up, to and among the said holders (or such persons as may be nominated by them respectively and be approved by the Directors) in the proportion aforesaid, and that the Directors shall give effect to this Resolution and may make such arrangements as they think fit for the case of Shares becoming distributable in fractions.

Belve / OPA

Prepared by:

THE LONDON LAW AGENCY LTD.

TEMPLE CHAMBERS,

TEMPLE AVENUE,

LONDON EC4Y 3HP

The London Law Agency Limited, Temple Chambers, Temple Avenue, London, EC4Y 0HP

CHAIRMAN.



COMPANIES FORM No. 123

**Notice of increase
in nominal capital****123**Please do not
write in
this margin

Pursuant to section 123 of the Companies Act 1985

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

To the Registrar of Companies

For official use

Company number

--	--	--	--

796256

Name of company

* Insert full name
of company

*

THE LOWFIELD PRINTING COMPANY

Limited

gives notice in accordance with section 123 of the above Act that by resolution of the company
dated 1st February 1988 the nominal capital of the company has been
increased by £ 24,900 beyond the registered capital of £ 100.

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

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

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

- (a) The shares are to rank Pari Passu with the existing
shares.

Please tick here if
continued overleaf☐‡ Insert
Director,
Secretary,
Administrator,
Administrative
Receiver or
Receiver
(Scotland) as
appropriate

Signed

Designation: Director

Date 1.2.1988

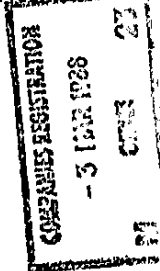
Presenter's name address and
reference (if any):

Belu 1045

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TEMPLE AVENUE,
LONDON EC4Y 0HP

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