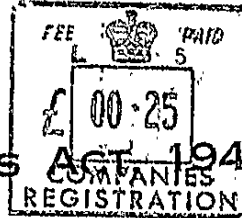


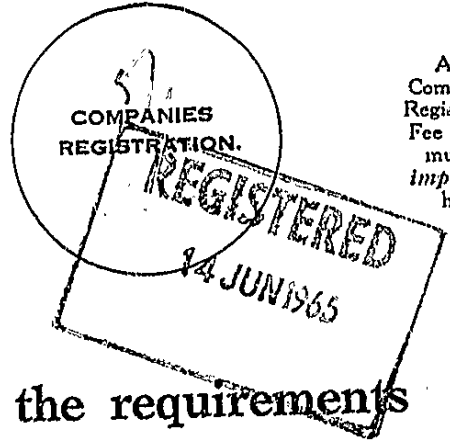
851614

NO. OF COMPANY.



[C.F. 41]

THE COMPANIES ACT, 1948.  
COMPANIES  
REGISTRATION



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)*

*(SEE FOOTNOTE OVER LEAF.)*

NAME OF

COMPANY

**EMMERTON CONSTRUCTION**

**LIMITED.**

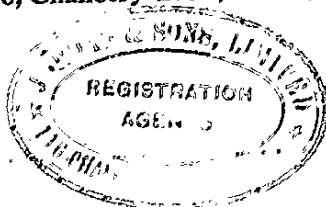
CAT. No. C.F. 41.

C511 J5164(J)L

**JORDAN & SONS,  
LIMITED**

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

*Presented by*



I, DOUGLAS EMMERTON

of JESTERS, THE STREET, BETCHWORTH, SURREY

DO solemnly and sincerely declare that I am (a) [~~a Solicitor of the Supreme Court engaged in the formation~~]-[a person named in the Articles of Association as a Director/Secretary].

of EMMERTON CONSTRUCTION

12 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 Reigate in the County  
of Surrey

the 4<sup>th</sup> day of June  
One thousand nine hundred and sixty five  
before me,

Arthur G. Jenkins  
A Commissioner for Oaths (b)

Douglas Emmerton

NOTE.

Section 15 of The Companies Act, 1948.

15.—(1) A Certificate of Incorporation given by the Registrar in respect of any Association shall be conclusive evidence that all the requirements of this Act in respect of registration and of matters precedent and incidental thereto have been complied with, and that the Association is a Company authorised to be registered and duly registered under this Act.

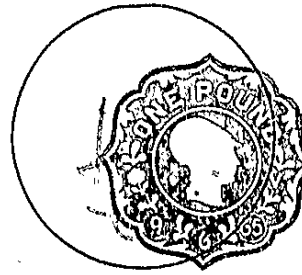
(2) A Statutory Declaration by a Solicitor of the Supreme Court, and in Scotland by a Solicitor, engaged in the formation of the Company, or by a person named in the Articles as a Director or Secretary of the Company, of compliance with all or any of the said requirements shall be produced to the Registrar, and the Registrar may accept such a Declaration as sufficient evidence of compliance.

This margin to be reserved for binding.

851614 / 2

No. OF COMPANY.....

COMPANY HAVING A SHARE CAPITAL.

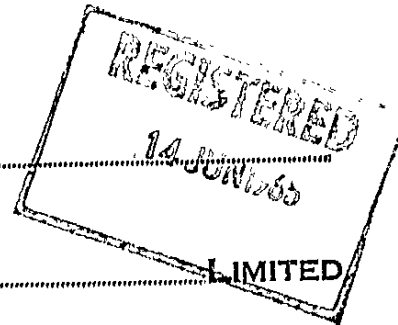


Inland  
Revenue  
Duty Stamp  
to be  
impressed  
here.

NAME OF

COMPANY.....

EMMERTON CONSTRUCTION



# Statement of the Nominal Capital

made pursuant to Section 112 of the Stamp Act, 1891.

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

The Nominal Capital of the above-named Company is £200

Signature *John Jordan*

Date *3. June 1965* Description *Director*

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

CAT. NO. C.A.25.

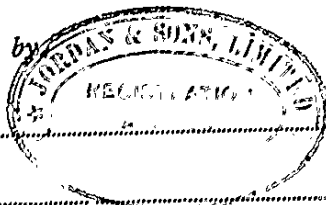
JORDAN & SONS,  
LIMITED

Company Registration Agents, Printers & Publishers.

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

POST(A) ☐

Presented for registration by





COMPANIES  
REGISTRATION

The Companies Act, 1948

851614

3

COMPANY LIMITED BY SHARES



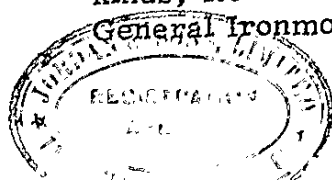
# Memorandum of Association

OF

EMMERTON CONSTRUCTION LIMITED.



1. The Name of the Company is "EMMERTON CONSTRUCTION LIMITED".
2. The Registered Office of the Company will be situate in England.
3. The Objects for which the Company is established are:-
  - (A) To carry on all or any of the businesses of Builders, Building and Public Works Contractors, Contractors for the Erection, Repair, Alteration, Reconstruction, Demolition, and Decoration of Houses, Dwellings, and Public Works and Buildings of all kinds, and for the Clearance and Levelling of Land in connection therewith, and for the Construction of Roads and Laying of Sewers or Drains, Designers and Erectors of Prefabricated Houses and other Buildings and Manufacturers of and Dealers in all materials required in connection therewith, Builders' Merchants, Proprietors, Hirers, Letters on Hire, Manufacturers, Repairers, Merchants and Factors of, Agents for, and Dealers in Builders' Plant and Apparatus, and Digging, Dredging, Levelling and Site-clearing Machinery, Equipment, and Appliances and General Contractors' Plant Machinery, Implements, Apparatus, and Tools of all kinds, Brick and Tile Manufacturers, Merchants of and Dealers in Stone, Sand, Gravel, Ballast, Shingle, Flint, Bricks, Tiles, Slates, Lime, Cement, Mortar, and General Building Materials and Requisites, and Plastics, and Plastic Materials and Substances and Goods, Timber Merchants, Sawmill Proprietors, Sawyers, and Importers of and Dealers in Hard and Soft Woods, Veneers, Mouldings, Building Woodwork, and Joinery, Carpenters, Joiners, Moulding, Manufacturers, Turners, Coopers, and Packing Case Makers, Shop and Office Fitters, French Polishers, Builders' Engineers, Civil, Consulting, Constructional, Sanitary, Electrical, Hot Water, Gas, Motor and General Engineers, Electricians, Plumbers, Painters, Decorators, Floor Specialists, Glaziers, Tilers, Plasterers, Masons, Sculptors, Quarriers, Makers of and Dealers in Artificial Stone, Concrete and Concrete Specialities of all kinds, Reinforced Concrete, Earthenware, Hardware, and General Ironmongery, Undertakers, Funeral Furnishers and



Directors, Garage Proprietors, Haulage Contractors, Removal Contractors, Insurance Agents, Property and Estate Owners, Managers and Developers, Property Repairers and Jobbers, Auctioneers, Valuers, Architects, Surveyors, House, Land and Estate Agents, and Commission and General Agents, and to manufacture, buy, sell, and deal in plant, machinery, tools, implements, materials, commodities, substances, articles, and things of all kinds necessary or useful for carrying on the foregoing businesses, or any of them, or likely to be required by customers of or persons having dealings with the Company.

- (B) To carry on any other business (whether manufacturing or otherwise) which may seem to the Company capable of being conveniently carried on in connection with the above objects, or calculated directly or indirectly to enhance the value of or render more profitable any of the Company's property.
- (C) To purchase or by any other means acquire any freehold, leasehold, or other property for any estate or interest whatever, and any rights, privileges or easements over or in respect of any property, and any buildings, offices, factories, mills, works, wharves, roads, railways, tramways, machinery, engines, rolling stock, vehicles, plant, live and dead stock, barges, vessels, or things, and any real or personal property or rights whatsoever which may be necessary for, or may be conveniently used with, or may enhance the value of any other property of the Company.
- (D) To build, construct, maintain, alter, enlarge, pull down and remove or replace any buildings, offices, factories, mills, works, wharves, roads, railways, tramway, machinery, engines, walls, fences, banks, dams, sluices, or watercourses and to clear sites for the same or to join with any person, firm or company in doing any of the things aforesaid, and to work, manage, and control the same or join with others in so doing.
- (E) To apply for, register, 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, trade marks, designs, protections, and concessions which may appear likely to be advantageous or useful to the Company, and to use and turn to account and to manufacture under or grant licences or privileges in respect of the same, and to expend money in experimenting upon and testing and in improving or seeking to improve any patents, inventions, or rights which the Company may acquire or propose to acquire.
- (F) To acquire and undertake the whole or any part of the business, goodwill, and assets of any person, firm, or company carrying on or proposing to carry on any of the businesses which this Company is authorised to carry on, and as part of the consideration for such acquisition to undertake all or any of the liabilities of such person, firm, or company.

or to acquire an interest in, amalgamate with, or enter into partnership or into any arrangement for sharing profits, or for co-operation, or for limiting competition, or for mutual assistance with any such person, firm or company, or for subsidising or otherwise assisting any such person, firm or company and to give or accept, by way of consideration for any of the acts or things aforesaid or property acquired, any Shares, Debentures, Debenture Stock, or securities that may be agreed upon, and to hold and retain, or sell, mortgage, and deal with any shares, debentures, debenture stock, or securities so received.

- (G) To improve, manage, cultivate, develop, exchange, let on lease or otherwise, mortgage, charge, sell, dispose of, turn to account, grant rights, and privileges in respect of, or otherwise deal with all or any part of the property and rights of the Company.
- (H) To invest and deal with the moneys of the Company not immediately required in such shares or upon such securities and in such manner as may from time to time be determined.
- (I) To lend and advance money or give credit to such persons, firms, or companies and on such terms as may seem expedient, and in particular to customers of and others having dealings with the Company, and to give guarantees or become security for any such persons, firms, or companies.
- (J) To borrow or raise money in such manner as the Company shall think fit, and in particular by the issue of Debentures or Debenture Stock (perpetual or otherwise), and to secure the repayment of any money borrowed, raised, or owing, by mortgage, charge, or lien upon the whole or any part of the Company's property or assets (whether present or future), including its uncalled Capital, and also by a similar mortgage, charge, or lien to secure and guarantee the performance by the Company of any obligation or liability it may undertake.
- (K) To draw, make, accept, endorse, discount, execute, and issue promissory notes, bills of exchange, bills of lading, warrants, debentures, and others negotiable or transferable instruments.
- (L) To apply for, promote, and obtain any Act of Parliament, Provisional Order, or Licence of the Board of Trade or other authority for enabling the Company to carry any of its objects into effect, or for effecting any modification of the Company's constitution, or for any other purpose which may seem expedient, and to oppose any proceedings or applications which may seem calculated directly or indirectly to prejudice the Company's interests.
- (M) To enter into any arrangements with any Governments or authorities (supreme, municipal, local, or otherwise), or any companies, firms, or persons that may seem conducive to the attainment of the Company's objects or any of them, and to obtain from any such Government, authority, company, firm, or person any charters, contracts, decrees, rights, privileges, and concessions which the Company may think desirable, and to carry out, exercise, and comply with any such charters, contracts, decrees, rights, privileges, and concessions.

- (N) To subscribe for, take, purchase, or otherwise acquire and hold shares or other interests in or securities of any other company having objects altogether or in part similar to those of this Company or carrying on any business capable of being carried on so as directly or indirectly to benefit this Company.
- (O) To act as agents or brokers and as trustees for any person, firm, or company, and to undertake and perform sub-contracts, and also to act in any of the businesses of the Company through or by means of agents, brokers, sub-contractors, or others.
- (P) To remunerate any person, firm, or company rendering services to this Company, either by cash payment or by the allotment to him or them of Shares or securities of the Company credited as paid up in full or in part or otherwise as may be thought expedient.
- (Q) To pay all or any expenses incurred in connection with the promotion, formation, and incorporation of the Company, or to contract with any person, firm, or company to pay the same, and to pay commissions to brokers and others for underwriting, placing, selling, or guaranteeing the subscription of any Shares, Debentures, Debenture Stock, or securities of this Company.
- (R) To support and subscribe to any charitable or public object, and any institution, society, or club which may be for the benefit of the Company or its employees, or may be connected with any town or place where the Company carries on business; to give or award pensions, annuities, gratuities, and superannuation or other allowances or benefits or charitable aid to any persons who are or have been Directors of, or who are or have been employed by, or who are serving or have served the Company, and to the wives, widows, children, and other relatives and dependants of such persons; to make payments towards insurance; and to set up, establish, support, and maintain superannuation and other funds or schemes (whether contributory or non-contributory) for the benefit of any of such persons and of their wives, widows, children, and other relatives and dependants.
- (S) To promote any other company for the purpose of acquiring the whole or any part of the business or property and undertaking any of the liabilities of this Company, or of undertaking any business or operations which may appear likely to assist or benefit this Company or to enhance the value of any property or business of this Company, and to place or guarantee the placing of, underwrite, subscribe for, or otherwise acquire all or any part of the shares or securities of any such company as aforesaid.

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

It is hereby expressly declared that each Sub-Clause of this Clause shall be construed independently of the other Sub-Clauses hereof, and that none of the objects mentioned in any Sub-Clause shall be deemed to be merely subsidiary to the objects mentioned in any other Sub-Clause.

4. The Liability of the Members is Limited.

5. The Share Capital of the Company is Two Hundred Pounds, divided into Two Hundred 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.	No. of Shares taken by each Subscriber.
<p><i>Souglas. Emmanston.</i></p> <p><i>'Jesters'</i> <i>The Street</i> <i>Bethamth</i> <i>Chartered Surveyor. Surrey.</i></p> <p><i>P. J. Pinnock</i> <i>6 Shandon Close</i> <i>Tunbridge Wells</i> <i>Vicar.</i></p>	<p><i>One 'B' Share</i></p> <p><i>One 'B' Share.</i></p>
<p><i>Bullock.</i></p> <p>TOTAL SHARES TAKEN.</p>	<p><i>Two 'B' shares</i></p>

Dated this 3rd day of June 1965

Witness to the above Signatures :-

*M. J. Suchy* SUCHY  
*Edenroth.*  
*11 moor Road.*  
*Reigate.*  
*Private Secretary.*

851614 / 4

The Companies Act, 1948

COMPANY LIMITED BY SHARES

## Articles of Association

OF

EMMERTON CONSTRUCTION LIMITED.



### PRELIMINARY.

1. The regulations contained in Part I of Table A in the First Schedule to The Companies Act, 1948 (such Table being hereinafter called "Table A"), shall apply to the Company save in so far as they are excluded or varied hereby: that is to say, Clauses 24, 53, 60, 62, 75, and 89 to 94 in Part I of Table A shall not apply to the Company; and in addition to the remaining Clauses in Part I of Table A, as varied by these Articles, the following shall be the regulations of the Company.

2. The Company is a Private Company and Clauses 2, 3, 4, 5 and 6 (but not Clause 1) in Part II of Table A shall also apply to the Company.

### SHARE CAPITAL AND SHARES.

3. The Original Share Capital of the Company is £200, divided into 100 "A" Shares of £1 each and 100 "B" Shares of £1 each. The said "A" Shares and "B" Shares shall confer upon the holders thereof the rights, privileges and conditions hereinafter mentioned, and such rights, privileges and conditions shall be subject to variation in the manner provided by Clause 4 in Part I of Table A but not otherwise. No additional Shares of either Class shall be created without the consent in writing of all the Holders of the Shares of either such Class.

4. The Shares shall be under the control of the Directors, who may allot and dispose of or grant options over the same to such persons, on such terms, and in such manner as they think fit.

5. The lien conferred by Clause 11 in Part I of Table A shall attach to fully paid up Shares, and to all Shares registered in the name of any person indebted or under liability to the Company, whether he shall be the sole registered holder thereof or shall be one of two or more joint holders.

### GENERAL MEETINGS.

6. Every notice convening a General Meeting shall comply with the provisions of Section 136 (2) of The Companies Act, 1948, as to giving information to Members in regard to their right to appoint proxies; and notices of and other communications relating to any General Meeting which any Member is entitled to receive shall be sent to the Auditor for the time being of the Company.

7. Clause 54 in 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".

### PROCEEDINGS AT MEETINGS.

8. The Chairman of any Meeting of the Company or of the Board of Directors or of a Committee of Directors shall not be entitled to a second or casting vote and Clauses 98 and 104 in Part I of Table A shall be modified accordingly.

### TRANSFER OF SHARES.

9. (a) In the event of any of the persons named in Sub-Article (b) of this Article ceasing to be employed by the Company or vacating office as a Director or dying (and for the purposes of this Sub-Article the person so ceasing to be employed or vacating office or dying shall be referred to as "the retiring Member") the following provisions shall have effect with regard to the Shares (hereinafter referred to as "the said Shares") of the retiring Member, that is to say:-

- (i) The surviving Member shall have the option (save as hereinafter provided) of purchasing the whole (but not a part only) of the said Shares and no transfer of the said Shares shall be registered until such option has been exercised or waived; save that the surviving Member may if he so desires elect to exercise the said option in respect of only one class of the said Shares.
- (ii) The surviving Member may at any time within six calendar months after the date on which the retiring Member ceases to be employed or vacates office or dies (or such extended period, not exceeding twelve months, as the Auditor for the time being of the Company shall determine) notify to the retiring Member or, in the event of his death, his legal personal representatives the willingness of the surviving Member to exercise the said option or that he waives the said option. In default of such notification within such period or extended period as aforesaid, the said option shall be deemed to have been waived.

- (iii) If the said option shall be duly exercised as aforesaid the retiring Member or his legal personal representatives (as the case may be) shall sell, and the surviving Member shall purchase the said Shares at such price as shall be agreed between the retiring Member or his legal personal representatives and the surviving Member or, in default of agreement, in the case of "A" Shares at the fair value as at the date of death or retirement of the retiring Member thereof as fixed by the Auditor for the time being of the Company who for this purpose shall be assisted by two valuers (one to act on behalf of the retiring Member and one to act on behalf of the surviving Member) and in computing the fair value regard shall be paid to the market value of the net tangible assets of the Company excluding Goodwill and the valuation shall be itemised, and in the case of "B" Shares at the fair value determined in manner aforesaid or at par value whichever shall be the lower.
- (iv) Unless the parties concerned shall otherwise determine, the purchase price shall be payable by five equal annual instalments, the first instalment, together with interest at the rate of five per centum per annum on the purchase money from the date of death or retirement of the retiring Member to the date of payment of such first instalment, to be paid at the time when the purchase price has been agreed or fixed by the Auditor as aforesaid, and the balance shall be secured by the promissory note or notes of the surviving Member and shall carry interest at the rate of five per centum per annum on the amount for the time being unpaid from the date of the payment of the first instalment.
- (v) The transfer of the said Shares duly executed shall be delivered to the surviving Member on the payment of the first instalment of the purchase price, and if default is made in transferring the said Shares the Company may receive the purchase price on behalf of the person entitled thereto and may authorise some person to execute a transfer of the Shares in favour of the surviving Member or any person nominated by him and such Member or his Nominee shall thereupon be registered as the Holder of the Shares, and the validity of the proceedings shall not be questioned by any person.
- (vi) If the said option shall not be duly exercised as aforesaid in respect of any of the said Shares by the surviving Member the retiring Member or his legal personal representatives (as the case may be) shall

be at liberty to sell and transfer the Shares to any person and at any price, or at any time thereafter to serve the Company with a requisition to convene forthwith an Extraordinary General Meeting for the purpose of considering and if thought fit passing a Special Resolution to wind up the Company voluntarily. At any Meeting convened pursuant to a requisition served under this Sub-Article the requisitionist shall on a poll be entitled in respect of such Shares to three times as many votes as are on a poll conferred by all the other Shares for the time being issued and for this purpose the said legal personal representatives (whether registered as Members of the Company or not) shall be entitled to vote in respect of the Shares of the deceased Member; and Clause 32 in Part I of Table A shall be modified accordingly. Save as aforesaid, the provisions of Section 132 of the Companies Act, 1948, shall apply to any Extraordinary General Meeting which shall be requisitioned pursuant to this Sub-Article. If the retiring Member or his legal personal representatives (as the case may be) elect to transfer the Shares as aforesaid the right of the Directors to decline to register any such transfer under the provisions of Clause 3 in Part II of Table A shall not apply.

- (b) For the purposes of this Article the persons hereinbefore referred to are Percival John Emmerton and Douglas Emmerton.

#### ALTERATION OF CAPITAL.

10. Clauses 44 and 45 in Part I of Table A shall be read and construed as if the words "Special Resolution" were substituted for the words "Ordinary Resolution".

#### VOTES OF MEMBERS.

11. If at any General Meeting a poll is duly demanded on a resolution to remove a Permanent Director from office, such Permanent Director shall on the poll being taken be entitled to ten votes for each "B" Share of which he is the holder. Any motion for the removal of two or more Permanent Directors from office shall be submitted to the Meeting as a separate resolution in respect of each of such Directors.

11a. Subject as hereinafter provided and to any rights attached to any special class of Shares and subject also to Articles 9(a) and 11 hereof, on a show of hands every Member present in person shall have one vote and on a poll every Member present in person or by proxy shall have one vote for each Share of which he is the holder: Provided that the holders of "A" Shares shall have no right to receive notice of or to be present or to vote at any General Meeting of the Company; and Clause 134 in Part I of Table A shall be modified accordingly.

### DIRECTORS.

12. Unless and until all the holders of the "B" Shares shall otherwise agree in writing, the number of Directors shall not be less than two nor more than four, of whom not more than two Directors shall be entitled to hold office as Permanent Directors, namely, Percival John Emmerton and Douglas Emmerton.

13. Each Permanent Director shall, subject to the provisions of Clause 88 in Part I of Table A, be entitled to hold such office so long as he shall live unless he shall be removed from office under Section 184 of the Companies Act, 1948.

14. The remuneration of the Directors shall be such sum or sums as the Company in General Meeting shall by Special Resolution determine; and Clause 76 in Part I of Table A shall be modified accordingly.

15. Clause 79 in Part I of Table A shall be read and construed as if the proviso to such Clause were omitted therefrom.

16. A Director may vote as a Director in regard to any contract or arrangement in which he is interested or upon any matter arising thereout, and if he shall so vote his vote shall be counted and he shall be reckoned in estimating a quorum when any such contract or arrangement is under consideration; and Clause 84 in Part I of Table A shall be modified accordingly.

### DIVIDENDS.

17. The profits of the Company which it shall from time to time be determined to divide among the Members in respect of any year or other period shall be distributed among the Holders of "A" Shares, and the Holders of "B" Shares shall not participate in any distribution of profits. Clause 118 of Table A shall be modified accordingly.

### WINDING UP.

18. If the Company shall be wound up the assets remaining after payment of the debts and liabilities of the Company and the costs of the Liquidation shall first be applied in repaying to the Members the amounts paid or credited as paid on the Shares (whether "A" Shares or "B" Shares) held by them respectively and the balance (if any) shall be distributed among the Holders of "A" Shares in proportion to the number of "A" Shares held by them respectively.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS.

Wm. J. Parnell.

'Peters'

The Street

Beckwith.

Surrey.

P. J. Parnell.

6 Shandon Close

Tunbridge Wells

Hants.

Dated this 3rd day of June 1905

Witness to the above Signatures :-

H. J. Suchy  
Edenroft

Manor Road  
Reigate

Private Secretary.

DUPLICATE FOR THE FILE.

No. 851614



## Certificate of Incorporation

I Hereby Certify that

EMMERTON CONSTRUCTION LIMITED

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

Given under my hand at London this FOURTEENTH DAY OF JUNE  
ONE THOUSAND NINE HUNDRED AND SIXTY FIVE.

*H. V. Smith*  
Assistant Registrar of Companies.

Certificate  
received by }

Date



COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

— O F —

EMMERTON CONSTRUCTION LIMITED

Passed the 13th day of April, 1970.

At an EXTRAORDINARY GENERAL MEETING of the above-named Company, duly convened, and held at Westover, Deerings Road, Reigate, Surrey on the 13th day of April, 1970.

The following SPECIAL RESOLUTIONS were duly passed :-

"The Articles of Association of the Company be varied in so far as the last word of Section 9(a)(iii) be varied from 'lower' to 'higher'"

"The Articles of Association of the Company be varied and there shall be inserted after Clause 13 the following :-

- 13A. The Ordinary Directors may from time to time appoint an employee or employees of the Company to be Executive Directors of the Company with power for the Ordinary Directors to define and limit the powers authorities and discretions of the person or persons so appointed provided that an Executive Director when present at a board meeting shall not be entitled to vote and shall not be counted in constituting a quorum and provided further that if any Executive Director shall also be appointed an Alternate Director under Article 13B hereof nothing in this Article contained shall in any way limit or prejudice the powers of such Executive Director in his capacity as Alternate Director
- 13B. Any Ordinary Director may in writing appoint any person, who is approved by the majority of the Ordinary Directors, to be his alternate to act in his place at any meeting of the directors at which he is unable to be present. Every such alternate shall be entitled to notice of meetings of the Directors and to attend and vote thereat as a Director when the person appointing him is not personally present, and where he is a Director to have a separate vote on behalf of the Director he is representing in addition to his own vote. A Director may at any time in writing revoke the appointment of an alternate appointed by him. Every such alternate shall be an officer of the Company and shall not be deemed to be the agent of the Director appointing him. The remuneration of such alternate shall be payable out of the remuneration payable to the Director appointing him, and the proportion thereof shall be agreed between them. An alternate need not hold any share qualification.

(Signature) ... [Signature] ...  
(Description) Chairman

# THE COMPANIES ACTS 1948 TO 1967

[COPY]

SPECIAL

## resolution (1)

pursuant to section 141 ( ) of the Companies Act 1948 (2)

of.....  
Emmerton Construction Limited

Passed the 6th day of September 1978

At an Extraordinary General Meeting of the members of the above-named company,  
duly convened and held at (3) 70/71 New Bond Street,  
London, W1Y 9DE.

on the 6th day of September, 1978

the following (1) RESOLUTION was duly passed:—

- (4) It was resolved that in accordance with Article 128 of Table A £10 from the balance of the share premium account be utilized in issuing 10 fully paid 'B' ordinary shares to the members shown in the register of members at todays date in the ratio of 1 'B' ordinary for every 1 'B' ordinary share held and that the Directors be authorised to issue the said shares forthwith.

*By: Emmerton*

### NOTES:

- (1) Insert "Special" or "Extraordinary" as the case may be.
- (2) Where this form is returned to the Publishers to be printed, they will fill in the correct references to the Sections under which the Resolution was passed.
- (3) Insert the full address of the place where the meeting was held.
- (4) This copy Resolution must be signed by the Chairman of the Meeting or a Director or the Secretary of the Company.  
The copy Resolution must then be filed with the Registrar of Companies within 15 DAYS after the passing of the same.

57

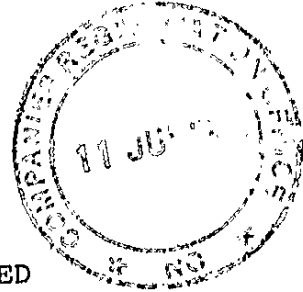


Jordan & Sons Limited  
International Law Agents, Consultants & Publishers  
82 City Road London EC1Y 2BX  
Telephone: 01-253 6214 Telex No. 261010

Number of Company 851614

The Companies Act 1985

SPECIAL RESOLUTION  
OF  
EMMERTON CONSTRUCTION LIMITED



Passed 23 June 1986

At an Extraordinary General Meeting of the Emmerton Construction Company Limited duly convened and held at Dovers Farm, Dovers Green Road, Reigate, Surrey on 23 June 1986, the subjoined resolution was duly passed as a Special Resolution, viz:-

RESOLUTION

That the name of the company be changed to EMMERTON DEVELOPMENT LIMITED.

Signed



113 yds 640.00  
50 300!

*J. E. ...*  
Chairman of the Meeting



# FILE COPY



## CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

No. 851614

I hereby certify that

EMMERTON CONSTRUCTION LIMITED

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

EMMERTON DEVELOPMENTS LIMITED

Given under my hand at the Companies Registration Office,

Cardiff the

8TH AUGUST 1986

*D. G. Blackstock*

D. G. BLACKSTOCK

an authorised officer

~~RECEIVED~~  
857614

COMPANY LIMITED BY SHARES

**Memorandum of Association**

OF

B

EMMERTON DEVELOPMENTS LIMITED

1. The Name of the Company is " EMMERTON DEVELOPMENTS LIMITED ".
2. The Registered Office of the Company will be situate in England.
3. The Objects for which the Company is established are:-
  - (A) To carry on all or any of the businesses of Builders, Building and Public Works Contractors, Contractors for the Erection, Repair, Alteration, Reconstruction, Demolition, and Decoration of Houses, Dwellings, and Public Works and Buildings of all kinds, and for the Clearance and Levelling of Land in connection therewith, and for the Construction of Roads and Laying of Sewers or Drains, Designers and Erectors of Prefabricated Houses and other Buildings and Manufacturers of and Dealers in all materials required in connection therewith, Builders' Merchants, Proprietors, Hirers, Letters on Hire, Manufacturers, Repairers, Merchants and Factors of, Agents for, and Dealers in Builders' Plant and Apparatus, and Digging, Dredging, Levelling and Site-clearing Machinery, Equipment, and Appliances and General Contractors' Plant Machinery, Implements, Apparatus, and Tools of all kinds, Brick and Tile Manufacturers, Merchants of and Dealers in Stone, Sand, Gravel, Ballast, Shingle, Flint, Bricks, Tiles, Slates, Lime, Cement, Mortar, and General Building Materials and Requisites, and Plastics, and Plastic Materials and Substances and Goods, Timber Merchants, Sawmill Proprietors, Sawyers, and Importers of and Dealers in Hard and Soft Woods, Veneers, Mouldings, Building Woodwork, and Joinery, Carpenters, Joiners, Moulding, Manufacturers, Turners, Coopers, and Packing Case Makers, Shop and Office Fitters, French Polishers, Builders' Engineers, Civil, Consulting, Constructional, Sanitary, Electrical, Hot Water, Gas, Motor and General Engineers, Electricians, Plumbers, Painters, Decorators, Floor Specialists, Glaziers, Tilers, Plasterers, Masons, Sculptors, Quarriers, Makers of and Dealers in Artificial Stone, Concrete and Concrete Specialities of all kinds, Reinforced Concrete, Earthenware, Hardware, and General Ironmongery, Undertakers, Funeral Furnishers and

27 JUN 1986

Directors, Garage Proprietors, Haulage Contractors, Removal Contractors, Insurance Agents, Property and Estate Owners, Managers and Developers, Property Repairers and Jobbers, Auctioneers, Valuers, Architects, Surveyors, House, Land and Estate Agents, and Commission and General Agents, and to manufacture, buy, sell, and deal in plant, machinery, tools, implements, materials, commodities, substances, articles, and things of all kinds necessary or useful for carrying on the foregoing businesses, or any of them, or likely to be required by customers of or persons having dealings with the Company.

- (B) To carry on any other business (whether manufacturing or otherwise) which may seem to the Company capable of being conveniently carried on in connection with the above objects, or calculated directly or indirectly to enhance the value of or render more profitable any of the Company's property.
- (C) To purchase or by any other means acquire any freehold, leasehold, or other property for any estate or interest whatever, and any rights, privileges or easements over or in respect of any property, and any buildings, offices, factories, mills, works, wharves, roads, railways, tramways, machinery, engines, rolling stock, vehicles, plant, live and dead stock, barges, vessels, or things, and any real or personal property or rights whatsoever which may be necessary for, or may be conveniently used with, or may enhance the value of any other property of the Company.
- (D) To build, construct, maintain, alter, enlarge, pull down and remove or replace any buildings, offices, factories, mills, works, wharves, roads, railways, tramways, machinery, engines, walls, fences, banks, dams, sluices, or watercourses and to clear sites for the same or to join with any person, firm or company in doing any of the things aforesaid, and to work, manage, and control the same or join with others in so doing.
- (E) To apply for, register, 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, trade marks, designs, protections, and concessions which may appear likely to be advantageous or useful to the Company, and to use and turn to account and to manufacture under or grant licences or privileges in respect of the same, and to expend money in experimenting upon and testing and in improving or seeking to improve any patents, inventions, or rights which the Company may acquire or propose to acquire.
- (F) To acquire and undertake the whole or any part of the business, goodwill, and assets of any person, firm, or company carrying on or proposing to carry on any of the businesses which this Company is authorised to carry on, and as part of the consideration for such acquisition to undertake all or any of the liabilities of such person, firm, or company,

or to acquire an interest in, amalgamate with, or enter into partnership or into any arrangement for sharing profits, or for co-operation, or for limiting competition, or for mutual assistance with any such person, firm or company, or for subsidising or otherwise assisting any such person, firm or company and to give or accept, by way of consideration for any of the acts or things aforesaid or property acquired, any Shares, Debentures, Debenture Stock, or securities that may be agreed upon, and to hold and retain, or sell, mortgage, and deal with any shares, debentures, debenture stock, or securities so received.

- (G) To improve, manage, cultivate, develop, exchange, let on lease or otherwise, mortgage, charge, sell, dispose of, turn to account, grant rights, and privileges in respect of, or otherwise deal with all or any part of the property and rights of the Company.
- (H) To invest and deal with the moneys of the Company not immediately required in such shares or upon such securities and in such manner as may from time to time be determined.
- (I) To lend and advance money or give credit to such persons, firms, or companies and on such terms as may seem expedient, and in particular to customers of and others having dealings with the Company, and to give guarantees or become security for any such persons, firms, or companies.
- (J) To borrow or raise money in such manner as the Company shall think fit, and in particular by the issue of Debentures or Debenture Stock (perpetual or otherwise), and to secure the repayment of any money borrowed, raised, or owing, by mortgage, charge, or lien upon the whole or any part of the Company's property or assets (whether present or future), including its uncalled Capital, and also by a similar mortgage, charge, or lien to secure and guarantee the performance by the Company of any obligation or liability it may undertake.
- (K) To draw, make, accept, endorse, discount, execute, and issue promissory notes, bills of exchange, bills of lading, warrants, debentures, and others negotiable or transferable instruments.
- (L) To apply for, promote, and obtain any Act of Parliament, Provisional Order, or Licence of the Board of Trade or other authority for enabling the Company to carry any of its objects into effect, or for effecting any modification of the Company's constitution, or for any other purpose which may seem expedient, and to oppose any proceedings or applications which may seem calculated directly or indirectly to prejudice the Company's interests.
- (M) To enter into any arrangements with any Governments or authorities (supreme, municipal, local, or otherwise), or any companies, firms, or persons that may seem conducive to the attainment of the Company's objects or any of them, and to obtain from any such Government, authority, company, firm, or person any charters, contracts, decrees, rights, privileges, and concessions which the Company may think desirable, and to carry out, exercise, and comply with any such charters, contracts, decrees, rights, privileges, and concessions.

- (N) To subscribe for, take, purchase, or otherwise acquire and hold shares or other interests in or securities of any other company having objects altogether or in part similar to those of this Company or carrying on any business capable of being carried on so as directly or indirectly to benefit this Company.
- (O) To act as agents or brokers and as trustees for any person, firm, or company, and to undertake and perform sub-contracts, and also to act in any of the businesses of the Company through or by means of agents, brokers, sub-contractors, or others.
- (P) To remunerate any person, firm, or company rendering services to this Company, either by cash payment or by the allotment to him or them of Shares or securities of the Company credited as paid up in full or in part or otherwise as may be thought expedient.
- (Q) To pay all or any expenses incurred in connection with the promotion, formation, and incorporation of the Company, or to contract with any person, firm, or company to pay the same, and to pay commissions to brokers and others for underwriting, placing, selling, or guaranteeing the subscription of any Shares, Debentures, Debenture Stock, or securities of this Company. - -
- (R) To support and subscribe to any charitable or public object, and any institution, society, or club which may be for the benefit of the Company or its employees, or may be connected with any town or place where the Company carries on business; to give or award pensions, annuities, gratuities, and superannuation or other allowances or benefits or charitable aid to any persons who are or have been Directors of, or who are or have been employed by, or who are serving or have served the Company, and to the wives, widows, children, and other relatives and dependants of such persons; to make payments towards insurance; and to set up, establish, support, and maintain superannuation and other funds or schemes (whether contributory or non-contributory) for the benefit of any of such persons and of their wives, widows, children, and other relatives and dependants.
- (S) To promote any other company for the purpose of acquiring the whole or any part of the business or property and undertaking any of the liabilities of this Company, or of undertaking any business or operations which may appear likely to assist or benefit this Company or to enhance the value of any property or business of this Company, and to place or guarantee the placing of, underwrite, subscribe for, or otherwise acquire all or any part of the shares or securities of any such company as aforesaid.



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

It is hereby expressly declared that each Sub-Clause of this Clause shall be construed independently of the other Sub-Clauses hereof, and that none of the objects mentioned in any Sub-Clause shall be deemed to be merely subsidiary to the objects mentioned in any other Sub-Clause.

4. The Liability of the Members is Limited.

5. The Share Capital of the Company is Two Hundred Pounds, divided into Two Hundred 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.	No. of Shares taken by each Subscriber
<p>Douglas Emmerton, Jesters, The Street, Betchworth, Surrey. Chartered Surveyor.</p> <p>P. J. Emmerton, 6, Shandon Close, Tunbridge Wells, Kent. Builder.</p>	<p>One "B" Share</p> <p>One "B" Share</p>
TOTAL SHARES TAKEN.	Two "B" Shares

Dated this 3rd day of June 1965.

Witness to the above Signatures:-

M. J. Suchy,  
Edencroft,  
Manor Road,  
Reigate.  
Private Secretary.

The Companies Act, 1948

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COMPANY LIMITED BY SHARES

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Articles of Association

OF

EMMERTON DEVELOPMENTS LIMITED

---

PRELIMINARY.

1. The regulations contained in Part I of Table A in the First Schedule to The Companies Act, 1948 (such Table being hereinafter called "Table A"), shall apply to the Company save in so far as they are excluded or varied hereby: that is to say, Clauses 24, 53, 60, 62, 75, and 89 to 94 in Part I of Table A shall not apply to the Company; and in addition to the remaining Clauses in Part I of Table A, as varied by these Articles, the following shall be the regulations of the Company.

2. The Company is a Private Company and Clauses 2, 3, 4, 5 and 6 (but not Clause 1) in Part II of Table A shall also apply to the Company.

SHARE CAPITAL AND SHARES.

3. The Original Share Capital of the Company is £200, divided into 100 "A" Shares of £1 each and 100 "B" Shares of £1 each. The said "A" Shares and "B" Shares shall confer upon the holders thereof the rights, privileges and conditions hereinafter mentioned, and such rights, privileges and conditions shall be subject to variation in the manner provided by Clause 4 in Part I of Table A but not otherwise. No additional Shares of either Class shall be created without the consent in writing of all the Holders of the Shares of either such Class.

4. The Shares shall be under the control of the Directors, who may allot and dispose of or grant options over the same to such persons, on such terms, and in such manner as they think fit.

5. The lien conferred by Clause 11 in Part I of Table A shall attach to fully paid up Shares, and to all Shares registered in the name of any person indebted or under liability to the Company, whether he shall be the sole registered holder thereof or shall be one of two or more joint holders.

## GENERAL MEETINGS.

6. Every notice convening a General Meeting shall comply with the provisions of Section 136 (2) of The Companies Act, 1948, as to giving information to Members in regard to their right to appoint proxies; and notices of and other communications relating to any General Meeting which any Member is entitled to receive shall be sent to the Auditor for the time being of the Company.

7. Clause 54 in 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".

## PROCEEDINGS AT MEETINGS.

8. The Chairman of any Meeting of the Company or of the Board of Directors or of a Committee of Directors shall not be entitled to a second or casting vote and Clauses 98 and 104 in Part I of Table A shall be modified accordingly.

## TRANSFER OF SHARES.

9. (a) In the event of any of the persons named in Sub-Article (b) of this Article ceasing to be employed by the Company or vacating office as a Director or dying (and for the purposes of this Sub-Article the person so ceasing to be employed or vacating office or dying shall be referred to as "the retiring Member") the following provisions shall have effect with regard to the Shares (hereinafter referred to as "the said Shares") of the retiring Member, that is to say:-

- (i) The surviving Member shall have the option (save as hereinafter provided) of purchasing the whole (but not a part only) of the said Shares and no transfer of the said Shares shall be registered until such option has been exercised or waived; save that the surviving Member may if he so desires elect to exercise the said option in respect of only one class of the said Shares.
- (ii) The surviving Member may at any time within six calendar months after the date on which the retiring Member ceases to be employed or vacates office or dies (or such extended period, not exceeding twelve months, as the Auditor for the time being of the Company shall determine) notify to the retiring Member or, in the event of his death, his legal personal representatives the willingness of the surviving Member to exercise the said option or that he waives the said option. In default of such notification within such period or extended period as aforesaid, the said option shall be deemed to have been waived.

- 4
- (iii) If the said option shall be duly exercised as aforesaid the retiring Member or his legal personal representatives (as the case may be) shall sell, and the surviving Member shall purchase the said Shares at such price as shall be agreed between the retiring Member or his legal personal representatives and the surviving Member or, in default of agreement, in the case of "A" Shares at the fair value as at the date of death or retirement of the retiring Member thereof as fixed by the Auditor for the time being of the Company who for this purpose shall be assisted by two valuers (one to act on behalf of the retiring Member and one to act on behalf of the surviving Member) and in computing the fair value regard shall be paid to the market value of the net tangible assets of the Company excluding Goodwill and the valuation shall be itemised, and in the case of "B" Shares at the fair value determined in manner aforesaid or at par value whichever shall be the lower.
- (iv) Unless the parties concerned shall otherwise determine, the purchase price shall be payable by five equal annual instalments, the first instalment, together with interest at the rate of five per centum per annum on the purchase money from the date of death or retirement of the retiring Member to the date of payment of such first instalment, to be paid at the time when the purchase price has been agreed or fixed by the Auditor as aforesaid, and the balance shall be secured by the promissory note or notes of the surviving Member and shall carry interest at the rate of five per centum per annum on the amount for the time being unpaid from the date of the payment of the first instalment.
- (v) The transfer of the said Shares duly executed shall be delivered to the surviving Member on the payment of the first instalment of the purchase price, and if default is made in transferring the said Shares the Company may receive the purchase price on behalf of the person entitled thereto and may authorise some person to execute a transfer of the Shares in favour of the surviving Member or any person nominated by him and such Member or his Nominee shall thereupon be registered as the Holder of the Shares, and the validity of the proceedings shall not be questioned by any person.
- (vi) If the said option shall not be duly exercised as aforesaid in respect of any of the said Shares by the surviving Member the retiring Member or his legal personal representatives (as the case may be) shall

be at liberty to sell and transfer the Shares to any person and at any price, or at any time thereafter to serve the Company with a requisition to convene forthwith an Extraordinary General Meeting for the purpose of considering and if thought fit passing a Special Resolution to wind up the Company voluntarily. At any Meeting convened pursuant to a requisition served under this Sub-Article the requisitionist shall on a poll be entitled in respect of such Shares to three times as many votes as are on a poll conferred by all the other Shares for the time being issued and for this purpose the said legal personal representatives (whether registered as Members of the Company or not) shall be entitled to vote in respect of the Shares of the deceased Member; and Clause 32 in Part I of Table A shall be modified accordingly. Save as aforesaid, the provisions of Section 132 of the Companies Act, 1948, shall apply to any Extraordinary General Meeting which shall be requisitioned pursuant to this Sub-Article. If the retiring Member or his legal personal representatives (as the case may be) elect to transfer the Shares as aforesaid the right of the Directors to decline to register any such transfer under the provisions of Clause 3 in Part II of Table A shall not apply.

- (b) For the purposes of this Article the persons hereinbefore referred to are Percival John Emmerton and Douglas Emmerton.

#### ALTERATION OF CAPITAL.

10. Clauses 44 and 45 in Part I of Table A shall be read and construed as if the words "Special Resolution" were substituted for the words "Ordinary Resolution".

#### VOTES OF MEMBERS.

11. If at any General Meeting a poll is duly demanded on a resolution to remove a Permanent Director from office, such Permanent Director shall on the poll being taken be entitled to ten votes for each "B" Share of which he is the holder. Any motion for the removal of two or more Permanent Directors from office shall be submitted to the Meeting as a separate resolution in respect of each of such Directors.

11a. Subject as hereinafter provided and to any rights attached to any special class of Shares and subject also to Articles 9(a) and 11 hereof, on a show of hands every Member present in person shall have one vote and on a poll every Member present in person or by proxy shall have one vote for each Share of which he is the holder: Provided that the holders of "A" Shares shall have no right to receive notice of or to be present or to vote at any General Meeting of the Company; and Clause 134 in Part I of Table A shall be modified accordingly.

## DIRECTORS.

12. Unless and until all the holders of the "B" Shares shall otherwise agree in writing, the number of Directors shall not be less than two nor more than four, of whom not more than two Directors shall be entitled to hold office as Permanent Directors, namely, Percival John Emmerton and Douglas Emmerton.

13. Each Permanent Director shall, subject to the provisions of Clause 88 in Part I of Table A, be entitled to hold such office so long as he shall live unless he shall be removed from office under Section 184 of the Companies Act, 1948.

14. The remuneration of the Directors shall be such sum or sums as the Company in General Meeting shall by Special Resolution determine; and Clause 76 in Part I of Table A shall be modified accordingly.

15. Clause 79 in Part I of Table A shall be read and construed as if the proviso to such Clause were omitted therefrom.

16. A Director may vote as a Director in regard to any contract or arrangement in which he is interested or upon any matter arising thereout, and if he shall so vote his vote shall be counted and he shall be reckoned in estimating a quorum when any such contract or arrangement is under consideration; and Clause 84 in Part I of Table A shall be modified accordingly.

## DIVIDENDS.

17. The profits of the Company which it shall from time to time be determined to divide among the Members in respect of any year or other period shall be distributed among the Holders of "A" Shares, and the Holders of "B" Shares shall not participate in any distribution of profits. Clause 118 of Table A shall be modified accordingly.

## WINDING UP.

18. If the Company shall be wound up the assets remaining after payment of the debts and liabilities of the Company and the costs of the Liquidation shall first be applied in repaying to the Members the amounts paid or credited as paid on the Shares (whether "A" Shares or "B" Shares) held by them respectively and the balance (if any) shall be distributed among the Holders of "A" Shares in proportion to the number of "A" Shares held by them respectively.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS.

Douglas Emmerton,  
Jesters, The Street,  
Betchworth,  
Surrey.  
Chartered Surveyor.

P. J. Emmerton,  
6, Shandon Close,  
Tunbridge Wells,  
Kent.  
Builder.

Dated this 3rd day of June 1965.

Witness to the above Signatures:-

M. J. Suchy,  
Edencroft,  
Manor Road,  
Reigate.  
Private Secretary.



G

353

**Notice of place where register of members is kept or of any change in that place**

Note: This notice is not required where the register is and has, since 1 July 1948, always been kept at the Registered Office

Please do not write in this margin

Pursuant to section 353 of the Companies Act 1985

To the Registrar of Companies

For official use

Company number

516

851614

Name of company

\* EMMERSON CONSTRUCTION LIMITED

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

\* insert full name of company

† delete as appropriate

gives notice that the register of members is [now]† kept at:

47 DUKE STREET, ST JAMES'S	
LONDON	
Postcode	SW1

Signed

*AM*

[Director][Secretary]† Date 8/8/86

For and on behalf of

M & N SECRETARIES LIMITED

Presenter's name address and reference (if any): MN/132

For official Use  
General Section

Post room



G

**Notice of place where register of directors' interests in shares etc. is kept or of any change in that place**

325

Note: This notice is not required where the register is and has always been kept at the Registered Office

Please do not write in this margin

Pursuant to section 325 of and Schedule 13 paragraph 27 to 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

[1517]

851614

Name of company

\* EMMERTON CONSTRUCTION LIMITED

\* Insert full name of company

gives notice that the register of directors' interests in shares and/or debentures, which is kept by the company pursuant to section 325 of the above Act, is [now] † kept at:

† delete as appropriate

47 DUKE STREET, ST JAMES'S  
LONDON

Postcode SW 1

Signed

*Am J. M.*

[Director][Secretary]† Date 8/8/86 .

For and on behalf of

M & N SECRETARIES LIMITED

Presenter's name address and reference (if any): MN1132

For official Use  
General Section

Post room



**G****244****Notice of claim to extension of period allowed for laying and delivering accounts —oversea business or interests**

Please do not write in this margin

Pursuant to section 244 of the Companies Act 1985 as inserted by section 11 of the Companies Act 1989

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

To the Registrar of Companies  
(Address overleaf)

Company number

00851614

\*Insert full name of company

Name of company

• EMERTON DEVELOPMENTS LIMITED

†Delete as appropriate

The directors of this company give notice that the company is carrying on business, or has interests, outside the United Kingdom, the Channel Islands and the Isle of Man and claim an extension of three months to the period allowed under this section for laying and delivering accounts in relation to the financial year of the company [ending] [which ended on]†

Day Month Year

3 1 1 2 1 9 9 3

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

Signed

Designation: Director

Date 12.10.94

Notes

1. A company which carries on business or has interests outside the United Kingdom, the Channel Islands and the Isle of Man may, by giving notice in the prescribed form to the Registrar of Companies under section 244(3) of the Act, claim an extension of three months to the period which otherwise would be allowed for the laying and delivery of accounts under section 244(1).
2. Notice must be given before the expiry of the period which would otherwise be allowed under section 244(1).
3. A separate notice will be required for each period for which the claim is made.
4. The date in the box on the form should be completed in the manner illustrated below.

0 5 0 4 1 9 8 5

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

For official use  
General Section