



Crown Way Cardiff CF14 3UZ www.companieshouse.gov.uk

NOTICE OF ILLEGIBLE DOCUMENTS

Companies House regrets that documents in this company's microfiche record have pages which are illegible.

This has been noted but unfortunately steps taken to rectify this were unsuccessful.

Companies House would like to apologise for any inconvenience this may cause.

COMPANY INFORMATION SUPPLIED BY COMPANIES HOUSE

* Companies House is a registary of company information. We carry out basic checks to make sure that documents have been fully completed and signed, but we do not have the statutory power or capability to verify the accuracy of the information that companies rend to us. We accept all information that companies deliver to us in each faith and place it on the public record. The fact that the information has been placed on the public record should not be taken to indicate that Companies House has verified or validated it in any way.

THE COMPANIES ACTS 1948 TO 1976

Declaration of compliance with the requirements of the Companies Acts 1948 to 1976 on application for regisantion of a company

Pursuant to section 15(2) of the Companies Act 1948 as amended by the Companies Act 1976



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	WILDMAN & BATTELL LTD							
	12 PANCRAS LANE. QUEEN STREET,							
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Memorandum of Association's

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PELICAN (BUILDING AND ENGINEERING SERVICES) LIMATED

NC 082621/9

- 1. The name of the Company Is "PELICAN (BUILDING AND ENGINEERING SERVICES) LIMITED"
- 2 he Registered Office of the Company will be situate in Englan:
 - The objects for which the Company is established are:-
 - (4) To carry on the business of roadworks contractors, exequators and tunnelling contractors, earthmoving contractors, memolition contractors, dredging contractors, rasine and underwater works contractors, site welding contractors, civil, structural, mechanical, electrical, gas, hot water, ventilating, heating, sanitary and general engineers and as consultants to the civil engineering and building industries; as metal and alloy makers and workers, paviors, tar spraying and asphalt contractors, coment and concrete contractors, bricklayers, monumental masons, sculptors and quarriers, plant hirs contractors, pile drivers, tree fellers, land clearers, pit sinkers, joiners, carpenters, turners, cabinet makers and wood workers, builders, seaters, tilers, stone masons and bricksetters, painters, plasterers and decorators, plumbers and glaziers, electrical and gas fitters, house, shop, factory and office fitters, wharfingers, stevedores, barge owners, lightermen, chandlers, garage proprietors, builders and decorators merchants, wood and timber merchants, ships chandlers, ballast and aggregate merchants, ironmongers and hardware dealers, haulage contracturs and contractors generally.
 - (ii) To build, fit out end repair ships and vessels of every description and their engines, boilers and machinery.
 - (iii) To buy and otherwise acquire ships and vessels complete or not complete, sound or out of repair, for the purpose of improving, reselling or otherwise making a profit out of the same.
 - (iv) To manufacture, buy, sell and deal in plant, including barges, pontoons, rafts, bulks, floating patforms, machinery, machine tools, implements, tools, materials, articles and things of all kinds necessary for carrying on the foregoing businesses or any other business as mentioned in sub-clause (b) hereof or any of them or likely to be requested by customers of or persons having dealings with the Company.

WILDMAN A BATTELL LTD

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1.

- (b) To carry on any other business which, in the opinion of the Company, may be capable of being conveniently or profitably carried on in conjunction with or subsidiary to any other business of the Company and is calculated to enhance the value of the 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 the 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 privilegos in respect thereof or otherwise turn the same to the advantage of the Company.
- (e) To build, reconstruct or generally maintain buildings and works of all kinds, whether or not these are situate on the property of the Company.
- (f) To invest and deal with the monies of the Company in such shares or upon such securities and in such manner as from time to time may 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 the 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, in the opinion of the Company, may be carried on so as directly or indirectly to benefit the Company.
- (i) To sell or otherwise dispose of the whole or any part of the business or property of the Company for any consideration, shares or debentures as the Company may think fit.
- (j) To lend money to customers, associates and others both corporate and incorporate and to guarants the observance and performance of obligations and contracts by customers and others.
- (k) To borrow or raise money in such manner as the Company thinks fit and secure the repayment thereof by the creation and issue of debentures, debenture stock, mortgages or in any other way.

- (1) To pay or remunerate any person, firm or company for rendering services to the Company in the promotion of the Company or the placing and issue of shares, debentures, debenture stock or other securities of the 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 the 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 the 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 the 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 the Company.
- (q) To distribute in specie any of the shares, debentures or securities of the Company between the members of the 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.
- (a) To do all or any of the above things in any part of the world, and either as principals, agents, trustees, contractors or otherwise and either alone or in conjunction with others and either by or through agents, trustees, sub-contractors or otherwise.
- (t) To pay out of the funds of the Company all costs and expenses of or incidental to the formation and registration of the Company and the issue of its capital and debentures including brokerage and commission.

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 the Company.

- 4. The liability of the members is limited.
- 5. The share capital of the Company is £1,000 divided into \sim 1,000 shares of £1 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
Pelecon Hill', SV Der, Commell, Comporty Director.	One.
Rosemany Bassett Pelican Hill, Trenwith have St. Ires Cornwall Married Goman	O . L

DATED this I and day of Ocenic 1979.

WITNESS to the above signatures -

lan baker (29 BARSSET ROAD)
Commande
Commande
Sourtin

COMPANY LIMITED BY SHARES

Articles of Association

1465509

OF

PELICAN (BUILDING AND ENGINEERING SERVICES) 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 the 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 the 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 the Company.

CAPITAL

- 3. The initial share capital of the Company is £1,000 divided into 1,000 shares of £1 each.
- 4. The shares of the 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 the 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 the Company are liable, to be redeemed.

TRANSFER OF SHARES

- 6. Any phare may be transferred by a member to his or her spouse or lineal deacondant and any share of a deceased member may be transferred to any such relation as aforesaid of the deceased member. Save 45 eforesaid the Directors, in their absolute discretion and without resigning any reason therefor, may 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 the 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.

<u>DIRECTORS</u>

- 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.
- 12. A Director may hold any other office or place of profit under the 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 the 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 for the Company.
- 13. The 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 the Company he resigns the office of Director.

- (2) If he ceases to be a Director by virtue of Section 182 of the Act.
- (3) If he becomes bankrupt or insolvent, or enters into 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 provise to Regulation 79 of Part I of Table A shall not apply to the Company.

MANAGING DIRECTORS AND MANAGERS

- 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 pirectors 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 rembers who are by these Articles disentitled from recaiving 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 seven and the first Directors of the Company shall be:

ROGER BASSETT AND

ROSEMARY BASSETT.

INDEMNITY

21. Subject to Section 205 of the Act and in addition to such indemnity as is contained in Clause 136 of Part I of Table A every director, officer or official of the Company shall be indemnified out of the funds of the Company against all costs, charges, losses, expenses and liabilities incurred by him or her in the execution and discharge of his or her duties or in relation thereto.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS

Roger Banet.
Pelecon Hell', St. Der, Cormell.
Company alirech.

Rosemany Bassett Relican Hill, Trensith Lane, St. Ives Cornwall Married Warran

DATED this 222. day of Occure 1979.

WINDESS to the above eignatures -

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THE COMPANIES ACTS 1948 TO 1976

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

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





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Former name(s: (note 3)	
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	tary of the company named on page
I hereby consent to act as secre	tary of the company named on page 1 Date
1	Date
Signature	

* as required by section 21(3) of the Companies Act 1976 Signed by or on behalf of the subscribers of the memorandum*

† delete as · appropriate Signature And South

[Subscriber] [Agent]† Date 22:10.79

Signature Rossenay Bassettsubscriber [Agents Date 27.10.79



CERTIFICATE OF INCORPORATION

1465509 No.

I hereby certify that

PELICAN (BUILDING AND ENGINEERING SERVICES) LIMITED

is this day incorporated under the Companies Acts 1948 to 1976 and that the Company is Limited.

Given under my hand at Cardiff the 7TH DIME SECTION :

Assistant Registrar of Companies

The Companies Acts 1948 to 19

COMPANY LIMITED BY &

Extraordinary Resol.

	OF	
	PELICAN (BUILDING AND)	ENGINEERING
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	Passed 21st September	, <i>19</i> 32
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on the 21st Extraordinary	day of September Resolution duly	, 1982, the subjoined passed, viz.:—
	RESOLUTION	
THAT the name o	of the Company be change	ed to
		-5 12 1 :082 1
Signatu	ro 4 Barrilly.	To be signed by the Chairman, a Direc-

Oyez Publishing Limited, Norwich House, 11/13 Norwich Street, London EC4A 1AB, a subsidiary of The Solicitors' Law Stationery Society, Limited.

Companies 7*



CERTIFICATE OF INCORPORATION CN CHANGE OF NAME.

No.

I hereby certify that

PELICAN (BUILDING AND ENGINEERING SERVICES) LIMITED

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

MULTI-BAR SYSTEMS LIMITED

Given under my hand at Cardiff the 26TH OCTOBER 1982

Assistant Registrar of Companies



COMPANIES FORM No. 123

Notice of increase in nominal capital



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	reference (if any):	General Section	Post	room
	CL TU 1752/CG			
	Jordan & So ns Ltd 21 St.Thomas St Bristol B31 84 8			# 23 0CT ICE3

disclare | Jordan & Sons Limited | 21 St. Thomas Street, Bristol BS1 6JS Tel. 0272-230600 Telex 449119

Company Number 1465509

CL 1752/CG

THE COMPANIES ACT 1985

Jordan & Sons Ltd 21 Sy.Thomas 8t Eristol BS1 618

COMPANY LIMITED BY SHARES

ORDINARY AND SPECIAL RESOLUTIONS OF

MULTI-BAR SYSTEMS LIMITED

At an Extraordinary General Meeting of the members of the above-named Company, duly convened and held at the Registered Office of the Company on the 27th day of September 1990, the following Ordinary and Special Resolutions were passed:-

ORDINARY RESOLUTIONS

- 1. That the capital of the Company be increased from £1,000 to £150,000 by the creation of 149,000 shares of £1 each ranking pari passu in all respects with the existing 1,000 shares of £1 each.
- 2. That the Directors be and they are hereby generally and unconditionally authorised pursuant to Section 80 of the Companies Act 1985 to exercise any power of the Company to allot and grant rights to subscriber for or to convert securities into shares of the Company up to a maximum nominal amount equal to the nominal amount of the authorised but unissued share capital at the date of the passing of this resolution. Provided that the authority hereby given shall expire five years after the passing of this resolution unless previously renewed or varied save that the directors may, notwithstanding such expiry, allot any shares or grant any such rights under this authority in pursuance of an offer or agreement so to do made by the Company before the expiry of this authority.

23 OCT 1990

SPECIAL RESOLUTION

3. That the Directors be and they are hereby generally and unconditionally empowered to allot and grant rights to subscribe for convert securities into shares of the Company pursuant to authority conferred under Resolution 2 above as if Section 89(1) of the Companies Act 1985 did not apply. This power shall enable the Directors so do allot and grant rights to subscribe for or convert securities into shares of the Company after its expiry in pursuance of an offer or agreement so to do made by the Company before its expiry.

Chairman/Director/Secretary



(COPY)

(1)

(2)

resolution

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of,	MULTI-BA	R SYSTE	HS.	
************	*********************	***************	******	Limited
At an Ext	traordinary Genera	al Meeting of	the members of th	ne above-named company, duly 5 Guilpford Road
NOUST	RIAL ESTATE	T, HAYL	E CORNUALI	**************************************
		•		19. 9 Z
he followi	ing (1) SPECIA	RESOLUT	TION was duly pass	ed:-

MINUTES OF THE EXTRAORDINARY MEETING OF THE MEMBERS OF MULTI-BAR SYSTEMS LID AT THE REGISTERED OFFICE OF THE COMPANY ON 5TH JUNE 1992.

PRESENT

MR R BOSSETT CHAIRMAN

MRS R BASSETT

MR J B WILLIAMS COMPANY SECRETARY

NOTICE

ALL MEMBERS BEING PRESENT FORMAL NOTICE OF THE MEETING WAS WAIVED

CHANGE OF NOME

IT WAS RESOLVED BY SPECIAL RESOLUTION THAT THE NAME OF THE COMPANY BE CHANGED IN PIGLICIPE LIMITED WITH EFFECT FROM LST JULY 1998

SIGNED

DATED

1/1 danutis 5/6/92 CHAIRMAN

PRINTED AND SUPPLIED BY

JOHNAN & BONS LIMITED
JOHNAN HOUSE
BRUNSWCK PLACE
LONGON NI 6EE
TELEPHONE DI 253 3030
THE STATES



NOTES:

(1) Insert "Special" or "Extraordinary" as the case may be.

(2) This copy Resolution must be signed by the Chairman of the Meeting or a Director or the Secretary of the Company, and must then be filled with the Registrar of Companies within 15 days after being passed and can be sent to Jordan & Sons Ltd. for that purpose.

67

FILE COPY



CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

No. 1465509

I hereby certify that

MULTI-BAR SYSTEMS LIMITED

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

RIGIBORE LIMITED

Given under my hand at the Companies Registration Office, Cardiff the 1 JULY 1992

MRS. L. PARRY

an authorised officer



Notice of increase in nominal capital



Please do pot Write to Pursuant to section 123 of the Companies Act 1985

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