



COMPANIES HOUSE

**Return and declaration
delivered for registration
by an overseas company.**

This form should be completed in black ink

GN

FC17388

For official use ☐

Company name

Aktiebolaget Lindex

Country of incorporation

Sweden

Address of place of business in
Great Britain

4th floor

40-44 Newman Street

Post town London

County/Region

Postcode W1P 3PA

Constitution of the company

(See notes 1 and 2)

(A certified English translation must
be included)

A certified copy of the: (mark appropriate box)

☐

Charter

☒

Memorandum and Articles of Association

☐

Statutes

☒

Other instrument

constituting or defining the constitution of the company is/are delivered for
registration.

26 JUL 1993

FC17388/1a

Directors (See notes 3, 4 and 5)

Name *Style/Title
Forenames
Surname
*Honours etc
Previous forenames
Previous surname

Address

Usual residential address must be given.
In the case of a corporation, give the
registered or principal office address.

Date of birth

(See note 5)

Business occupation
(if any). If none
other directorships.

Name *Style/Title
Forenames
Surname
*Honours etc
Previous forenames
Previous surname

Address

Usual residential address must be given.
In the case of a corporation, give the
registered or principal office address.

Date of birth

(See note 5)

Business occupation
(if any). If none
other directorships.

* Voluntary details

CD	Managing Director
	Hans Lennart
	Johansson
AD	Trymsgatan 22
	Post town Borås
	County/Region
	Postcode S-502 55
	Country Sweden
DO	010947
	Nationality NA Swedish
OC	Executive
OD	-

CD	
	Ulf Ingemar
	Andersson
AD	Sägengatan 20
	Post town Göteborg
	County/Region
	Postcode S-422 58
	Country Sweden
DO	250155
	Nationality NA Swedish
OC	Employee Representative
OD	-

Company Secretary(ies)

(See notes 4 and 6)

Name *Style/Title
Forenames
Surname
*Honours etc
Previous forenames
Previous surname

Address

Usual residential address must be given.
In the case of a corporation, give the
registered or principal office address.

CS	
AD	
Post town	
County/Region	
Postcode	Country

Name *Style/Title
Forenames
Surname
*Honours etc
Previous forenames
Previous surname

Address

Usual residential address must be given.
In the case of a corporation, give the
registered or principal office address.

CS	
AD	
Post town	
County/Region	
Postcode	Country

Person(s) authorised

List of some one or more
persons resident in Great
Britain authorised to accept
on the company's behalf
service of process and any
notice required to be
served on it

*Style/Title
Forenames
Surname
Address

Manager	
Anna	
Skingley	
4th floor	
40-44 Newman Street	
Post town London	
County/Region	Postcode W1P 3PA

*Voluntary details

Person(s) authorised (continued)

List of some one or more persons resident in Great Britain authorised to accept on the company's behalf service of process and any notice required to be served on it.

*Style/Title

Forenames

Surname

Address

Post town

County/Region

Postcode

*Style/Title

Forenames

Surname

Address

Post town

County/Region

Postcode

*Style/Title

Forenames

Surname

Address

Post town

County/Region

Postcode

*Style/Title

Forenames

Surname

Address

Post town

County/Region

Postcode

*Voluntary details

Declaration (See note 8)

Full name and address

I Anna M Skingley
of (address) 132 Belsize road
London NW6 4BG

[†]delete as applicable

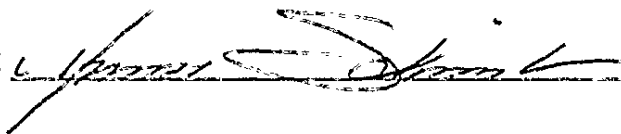
a ~~director~~/~~secretary~~/[†]person authorised to accept on the company's behalf service of process or any notices required to be served on it, do solemnly and sincerely declare that the company established its place of business in Great Britain on

2	2	1	12	9	12
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(enter date)

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.

Signed

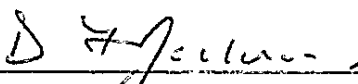


Declared at

ELLIS WOOD NEW GARDEN HOUSE 78, HATTON GARDEN LONDON, EC1N 8JR

the 18th day of January
one thousand nine hundred and ninety three

before me



A Commissioner for Oaths or Notary Public or Justice of the Peace or Solicitor having the powers conferred on a Commissioner for Oaths. (See note 8)

DENIS F. JACKSON
A SOLICITOR EMPLOYED
TO ADMINISTER OATHS

Number of continuation sheets attached

4

To whom should Companies House direct any enquiries about the information on this form?

Pannell Kerr Forster (Ref: 36/DK)
78 Hatton Garden
London EC1N 8JA Postcode
Telephone 071 831 7393 Extension

Please ensure the form is fully completed and then send it to the Registrar of Companies at (See note 9)

Companies House, Crown Way, Cardiff CF4 3UZ
for companies establishing a place of business in England and Wales.
Companies House, 100-102 George Street, Edinburgh EH2 3DJ
for companies establishing a place of business in Scotland.

Directors (See notes 3, 4 and 5)

Name *Style/Title
Forenames
Surname
*Honours etc
Previous forenames
Previous surname

Address

Usual residential address must be given.
In the case of a corporation, give the
registered or principal office address.

Date of birth

(See note 5)

Business occupation
(if any). If none
other directorships.

CD

Siv Marianne

Edlund

AD

Rörvägen 52

Post town Sörberge

County/Region

Postcode S-860 30

Country Sweden

DO 0 4 0 2 3 5Nationality **NA** Swedish**OC**

Employee representative

OD

Name *Style/Title
Forenames
Surname
*Honours etc
Previous forenames
Previous surname

Address

Usual residential address must be given.
In the case of a corporation, give the
registered or principal office address.

26 JUL 1993

17383/16

Date of birth

(See note 5)

Business occupation
(if any). If none
other directorships.

CD

Ture Roland

Fahlin

AD

Luntmakargatan 93

Post town Stockholm

County/Region

Postcode S-113 51

Country Sweden

DO 0 8 1 1 3 8Nationality **NA** Swedish**OC**

Executive

OD

* Voluntary details

Directors (See notes 3, 4 and 5)

Name *Style/Title
Forenames
Surname
*Honours etc
Previous forenames
Previous surname

Address

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Date of birth

(See note 5)

Business occupation
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other directorships.

Name *Style/Title
Forenames
Surname
*Honours etc
Previous forenames
Previous surname

Address

Usual residential address must be given.
In the case of a corporation, give the
registered or principal office address.

26 JUL 1993

R 17350 / 10

Date of birth

(See note 5)

Business occupation
(if any). If none
other directorships.

* Voluntary details

CD

Stig Åke

Lundström

AD

Tallmostigen 9 B

Post town Västra Frölunda

County/Region

Postcode S-421 53

Country Sweden

DO 0 3 1 2 4 8Nationality **NA** Swedish**OC**

Executive

OD**CD**

Nils Svante

Nilsson

AD

Barometersgatan 4

Post town Västerås

County/Region

Postcode S723 48

Country Sweden

DO 0 9 0 1 5 0Nationality **NA** Swedish**OC**

Executive

OD

Directors (See notes 3, 4 and 5)

Name *Style/Title
Forenames
Surname
*Honours etc
Previous forenames
Previous surname

Address

Usual residential address must be given.
In the case of a corporation, give the
registered or principal office address.

Date of birth

(See note 5)

Business occupation
(if any). If none
other directorships.

Name *Style/Title
Forenames
Surname
*Honours etc
Previous forenames
Previous surname

Address

Usual residential address must be given.
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registered or principal office address.

Date of birth

(See note 5)

Business occupation
(if any). If none
other directorships.

* Voluntary details

CD

Karl-Gustaf Ingemar

Nordberg

AD

Östra Förstadsgatan 25

Post town Malmö

County/Region

Postcode S212 12

Country Sweden

DO 2 9 0 9 3 1Nationality **NA** Swedish**OC**

Employee representative

OD**CD**

Ivan David Natanael

Ottosson

AD

Rådjursstigen 4

Post town Uppsala

County/Region

Postcode S-756 53

Country Sweden

DO 1 2 0 8 3 0Nationality **NA** Swedish**OC**

Executive

OD

Directors (See notes 3, 4 and 5)

Name *Style/Title
Forenames
Surname
*Honours etc
Previous forenames
Previous surname

Address

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In the case of a corporation, give the
registered or principal office address.

Date of birth

(See note 5)

Business occupation
(if any). If none
other directorships.

Name *Style/Title
Forenames
Surname
*Honours etc
Previous forenames
Previous surname

Address

Usual residential address must be given.
In the case of a corporation, give the
registered or principal office address.

Date of birth

(See note 5)

Business occupation
(if any). If none
other directorships.

* Voluntary details

CD	
Forenames	Lars-Erik Gösta
Surname	Ottosson
*Honours etc	
Previous forenames	
Previous surname	
AD	Dammvägen 3 A
Post town	Mölnlycke
County/Region	
Postcode	S-435 43
Country	Sweden
DO	0 7 0 1 4 7
Nationality	NA Swedish
OC	Executive
OD	-

CD	
Forenames	Margot Anne-Brit
Surname	Johansson-Forsgren
*Honours etc	
Previous forenames	
Previous surname	
AD	Långströmögatan 20 B
Post town	Göteborg
County/Region	
Postcode	S-417 25
Country	Sweden
DO	2 0 1 1 3 2
Nationality	NA Swedish
OC	Employee representative
OD	-

ARTICLES OF ASSOCIATION

Para 1

The Company's name is Aktiebolaget Lindex.

Para 2

The Company's Board of Directors shall have its registered office in Alingsås.

Para 3

The objective of the Company is to operate in manufacturing and trading with textile products and to conduct other related business.

Para 4

The share capital shall be not less than SEK 20,000,000 and not more than SEK 80,000,000.

Para 5

Each share shall have a nominal value of SEK 100.

Para 6

The Board of Directors shall consist of not less than three and not more than nine Members.

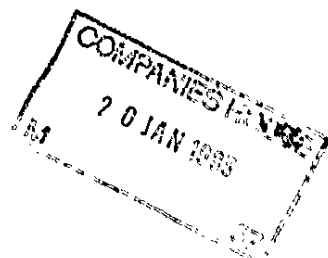
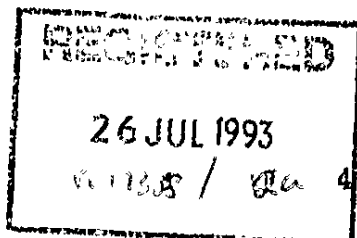
The Members shall be elected annually by the Annual General Meeting for a term lasting until the end of the following Annual General Meeting.

Para 7

The Annual General Meeting shall appoint an Auditor and a Deputy Auditor for a term lasting until the end of the following AGM.

Para 8

Notice of a General Meeting shall be sent by mail not earlier than four weeks and not later than two weeks prior to the Meeting.



Para 9

The following matters shall be considered by the AGM:

1. Election of Chairman for the Meeting.
2. Preparation and approval of a list of voters.
3. Appointment of one or two persons to check the Minutes.
4. Examination to establish that the Meeting was correctly convened.
5. Presentation of the Annual Report and the Audit Report as well as the Consolidated Accounts and the Consolidated Audit Report.
6. Resolutions
 - a regarding the adoption of the Profit and Loss Account and Balance Sheet as well as the Consolidated Profit and Loss Account and the Consolidated Balance Sheet.
 - b regarding distribution of the Company's profit or loss in accordance with the adopted Balance Sheet.
 - c regarding the discharge from liability of the Board of Directors and the Managing Director.
7. Determination of remuneration of the Board of Directors and the Auditor.
8. Election of Board of Directors and Auditor and Deputy Auditor.
9. Other matters to be considered by the AGM in accordance with the Swedish Companies Act or the Articles of Association.

Para 10

The Company's financial year shall be the calendar year.

Para 11

Only a certain proportion of the Company's shares, which at any given time is less than 40 per cent of the total share capital and less than 20 per cent of the voting rights for all shares - through subscription or transfer - may be acquired by a foreign national, organisation or foundation in accordance with legislation (1982:617), regarding foreign acquisition of Swedish companies.

Para 12

When a share has been transferred to a person who is not previously a shareholder in the Company, the share shall immediately be offered for first refusal to the shareholders through written notification to the Company's Board of Directors. In so doing, evidence of the acquisition must be given and, where the share has been transferred through purchase, information given of the purchase payment called for.

When notification has been given for the transfer of a share, the Board shall immediately give written notification thereof to each person entitled to make redemption whose address is entered in the share register or otherwise known to the Company, with a request to the person who wishes to exercise the right of

redemption, to make a written request for redemption to the Company within two months of the date on which notification was given to the Board regarding transfer of the share.

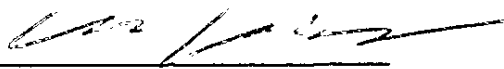
Should more than one person entitled to redemption apply, the inter-mutual right of preference shall be determined by drawing lots carried out by a Notary Public, with the proviso that, should several shares have been offered for first refusal at the same time, the shares shall as far as possible be distributed evenly between those who have made claims for redemption.

In the case of purchase, the payment amount shall be formed by the purchase payment and otherwise an amount which, if there is no agreement, shall be determined in the order stipulated in the Arbitration Act (1929:145). The payment shall be made within a month of the date on which the payment amount was determined.

Should no person entitled to redemption make a claim for redemption or if payment is not made within the stipulated time, the person who has made the offer of first refusal shall have the right to be registered for the share.

I, Ulf Jakobsson, member of the Swedish Bar Association and partner of the law firm of Wistrand & Hedborg of Gothenburg, Sweden, do hereby to the best of my ability and conscience declare that the above is a true translation of the corresponding document in the Swedish language.

Gothenburg, January 14, 1993


Ulf Jakobsson



NOTARIUS PUBLICUS I GÖTEBORG

ADVOKAT BJÖRN MAGNUSSON

I, the undersigned, BJÖRN MAGNUSSON, Notary Public of Gothenburg, Sweden, do hereby certify, that the hereto attached By-Laws of the Swedish company

AKTIEBOLAGET LINDE

has been issued by the proper Swedish Authority, i.e. the National Swedish Patent- and Registration Office, Sundsvall, Sweden.

Gothenburg, this 9th day of June 1993

Ex officio:

Björn Magnusson
Björn Magnusson

Exp.No.: 49971

Fee: SEK 200:-

REGISTERED

26 JUL 1993

17383/26

Postadress/Postal address

Box 11911

S-404 39 GÖTEBORG

Besöksadress/Visitors

Östra Hamngatan 38

GÖTEBORG

Exp. tid/Office hours

10.00—12.00, 13.00—15.30

Dag före helgdag/

Day before public holiday 10.00—13.00

Lördagar stängt/Saturdays closed

Telefon/Telephone

NAT 031-80 34 30

INT +46 31 80 34 30

Telefax

NAT 031-15 82 85

INT +46 31 15 82 85



Härmed intygas att bifogad bolagsordning är den för bolaget
nu gällande.

Datum 93-02-08

I tjänsten

K. Ljungman

Expeditionsavg: 50: _____ kr

** "Genom lagändring 1 januari 1993 (SFS 1992:1238) har förbudet i vissa fall mot aktieförvärv enligt 17 kap 1 § aktiebolagslagen (sk utlänningsförbehåll) upphört att gälla. Om ett sådant förbehåll finns i bolagsordningen saknar det giltighet."

3

B O L A G S O R D N I N G

§ 1.

Bolagets firma är Aktiebolaget Lindex.

§ 2.

Styrelsen skall ha sitt säte i Alingsås.

§ 3.

Föremålet för bolagets verksamhet är att bedriva tillverkning av och handel med textilprodukter samt annan därmed sammanhängande verksamhet.

§ 4.

Aktiekapitalet skall utgöra lägst 20.000.000 kr och högst 80.000.000 kr.

§ 5.

Aktie skall lyda på 100 kr.

§ 6.

Styrelsen skall bestå av lägst tre och högst nio ledamöter.

Ledamöterna väljs årligen på ordinarie bolagsstämma för tiden intill slutet av nästa ordinarie bolagsstämma.

§ 7.

På ordinarie bolagsstämma utses årligen en revisor med en suppleant för tiden intill slutet av nästa ordinarie bolagsstämma.

§ 8.

Kallelse till bolagsstämma skall ske genom brev med posten till aktieägarna tidigast fyra veckor och senast två veckor före stämman.

§ 9.

På ordinarie bolagsstämma skall följande ärenden förekomma till behandling:

1. Val av ordförande vid stämman.
2. Upprättande och godkännande av röstlängd.
3. Val av en eller två justeringsmän.
4. Prövning av om stämman blivit behörigen sammankallad.
5. Framläggande av årsredovisningen och revisionsberättelsen samt koncernredovisningen och koncernrevisionsberättelsen.
6. Beslut
 - a) om fastställelse av resultaträkningen och balansräkningen samt koncernresultaträkningen och koncernbalansräkningen,
 - b) om dispositioner betr bolagets vinst eller förlust enl den fastställda balansräkningen,
 - c) om ansvarsfrihet åt styrelseledamöterna och verkställande direktören.
7. Fastställande av arvoden åt styrelsen och revisorn.
8. Val av styrelse samt revisor och revisorssuppleant.
9. Annat ärende, som ankommer på stämman enl aktiebolagslagen eller bolagsordningar.

§ 10.

Bolagets räkenskapsår skall vara kalenderåret.

§ 11.

Av bolagets aktier får endast en viss del, vid varje tidpunkt motsvarande mindre än fyrtio procent av hela aktiekapitalet och mindre än tjugo procent av röstetalet för samtliga aktier, genom teckning eller överlåtelse förvärvas av sådant kontrollssubjekt som avses i lagen (1982:617) om utländska förvärv av svenska företag.

§ 12.

Har aktie övergått till person, som inte förut är aktieägare i bolaget, skall aktien genast hembjudas aktieägarna till inlösen genom skriftlig anmälan hos bolagets styrelse. Atkomsten av aktien skall därvid styrkas samt, där aktien övergått genom köp, uppgift lämnas om den betingade köpeskillingen.

När anmälan gjorts om akties övergång, skall styrelsen genast skriftligen meddela detta till varje lösningsberättigad, vars postadress är införd i aktieboken eller eljest känd för bolaget, med anmodan till den, som önskar begagna sig av lösningsrätten, att skriftligen framställa lösningsanspråk hos bolaget inom två månader, räknat från anmälan hos styrelsen om akties övergång.

Anmäler sig flera lösningsberättigade, skall företrädesrätten dem emellan bestämmas genom lottning, verkställd av notarius publicus, dock att, om samtidigt flera aktier hembjudits, aktierna först, så långt kan ske, skall jämnt fördelas bland dem, som framställt lösningsanspråk.

Lösenbeloppet skall utgöras, där fångat är köp, av köpeskillingen, men eljest av belopp, som, i brist av åsämjande, bestämmes i den ordning lagen (1929:145) om skiljemän stadgar. Lösenbeloppet skall erläggas inom en månad från den tidpunkt, då lösenbeloppet blev bestämt.

Om inte inom stadgad tid någon lösningsberättigad framställer lösningsanspråk eller lösen inte erlägges inom föreskriven tid, äger den, som gjort hembudet, att bli registrerad för aktien.

FILE COPY



**CERTIFICATE OF REGISTRATION
OF AN OVERSEA COMPANY**

(Establishment of a place of business)

Company No. FC017388

The Registrar of Companies for England and Wales hereby certifies that
AKTIEBOLAGET LINDEK

has this day been registered under Section 691 of the Companies Act
1985 as having established a place of business in England and Wales

Given at Companies House, Cardiff, the 26th July 1993

H. G. Pell

For The Registrar Of Companies



C O M P A N I E S H O U S E

G

COMPANIES FORM No. 701a

**Notice of accounting reference date
by an overseas company**

701a

Please do not
write in this
margin

Pursuant to section 224 of the Companies Act 1985
as applied by section 701(1) of that Act as substituted
by the Companies Act 1989

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

To the Registrar of Companies
(Address overleaf)

Company number

FC 17383

Name of company

* Aktiebolaget Lindex

* enter corporate
name

gives notice that the date on which the company's accounting reference period is to be treated as
coming to an end in each successive year is as shown below:

Important
The accounting
reference date to
be entered along-
side should be
completed as in the
following examples:

Day Month

3 1 1 2

5 April
Day Month

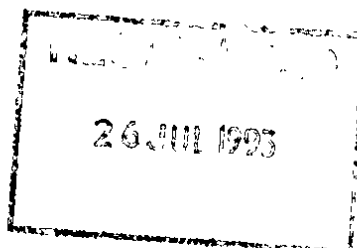
0 5 0 4

30 June
Day Month

3 0 0 6

31 December
Day Month

3 1 1 2



‡ Insert
Director,
Secretary or
Authorised
Signatory as
appropriate

Signed

Hans Johansson

Designation‡ Director

Date

22/12/92.

Hans Johansson

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

For official use
D.E.B.

Post room

COMPANIES HOUSE
20 JAN 1993
M 57