FILE COPY

CERTIFICATE OF INCORPORATION

OF A PRIVATE LIMITED COMPANY

Company No. 178003

The Registrar of Companies for Scotland hereby certifies that

WJB (480) LIMITED

is this day incorporated under the Companies Act 1985 as a private company and that the company is limited.

Given at Companies House, Edinburgh, the 15th August 1997

NSC178003A

SHEILA INGLIS

Registrar Of Companies

COMPANIES HOUSE

COMPANIES HOUSE

12

Please complete in typescript, or in bold black capitals.

Declaration on application for registration

[illegible]

Company Name in full WJB (480) LIMITED

SCT *SXD0JY50* 562
COMPANIES HOUSE 11/08/97

I, JOHN CAMPBELL RAFFERTY

of 16 HOPE STREET, EDINBURGH, EH2 4DD

do solemnly and sincerely declare that I am a [Solicitor engaged in the formation of the company]~~[person named as director or secretary of the company in the statement delivered to the Registrar under section 10 of the Companies Act 1985]~~† and that all the requirements of the Companies Act 1985 in respect of the registration of the above company and of matters precedent and incidental to it have been complied with.

† Please delete as appropriate.

And I make this solemn Declaration conscientiously believing the same to be true and by virtue of the Statutory Declarations Act 1835.

Declarant's signature John C. Rafferty

Declared at EDINBURGH

the SEVENTH day of AUGUST

One thousand nine hundred and ninety SEVEN

before me ❶ ALISDAIR STUART MATHESON

❶ Please print name.

Signed A S Matheson **Date** 7th August 1997

A Commissioner for Oaths or Notary Public or Justice of the Peace or Solicitor

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

REYNOLDS ROBERTSON
W. & J. BURNESS W.S. 16 HOPE STREET, EDINBURGH, EH2 4DD
Tel 0131 226 2561
DX number 73 DX exchange EDINBURGH

When you have completed and signed the form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF4 3UZ **DX 33050 Cardiff**
for companies registered in England and Wales
or
Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB **DX 235 Edinburgh**
for companies registered in Scotland

Form revised March 1995

THE COMPANIES ACTS 1985 to 1989

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

of

WJB (480) LIMITED

BURNESS
solicitors

Edinburgh
Telephone 0131-226 2561
Facsimile 0131-225 3949/2964

THE COMPANIES ACTS 1985 to 1989

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

of

WJB (480) LIMITED

I. The Company's name is WJB (480) LIMITED.

II. The Company's registered office is to be situated in Scotland.

III. The Company's objects are:-

1. (a) To carry on in Scotland and elsewhere any business for profit, directly or indirectly, whether by itself and in its own name or through subsidiary, associated or allied companies or firms in the United Kingdom or elsewhere, in all or any of its branches any business, undertaking, project or enterprise of any character whether private or public and all or any trades, activities and processes connected therewith or ancillary and complementary thereto.

(b) To do any similar businesses which may be conveniently carried on in connection with any of the Company's objects or may be expected to increase the value or make more profitable its properties, assets, rights or interests.

It is hereby declared that each sub-paragraph of this sub-clause shall be construed independently of the other sub-paragraphs hereof and that none of the Objects mentioned in any sub-paragraph shall be deemed to be merely subsidiary to the objects mentioned in any other sub-paragraph.

2. To purchase, feu, take on lease or on licence or sub-licence or in exchange, hire or by any other means acquire or become interested in, use, work, exercise and develop any real or heritable or leasehold or licensed property of whatever nature or tenure whether on any mainland, or on or under the sea-bed and any rights, privileges, servitudes or easements over or in respect of any property and any mines, minerals, quarries, collieries, farms, buildings, factories, mills, works, wharves, canals, roads, railways, tramways, machinery, engines, rolling stock, plant, implements, live and dead stock, ships, steam vessels, barges, boats or things and any moveable or personal property or rights whatsoever which may seem to the Company necessary or convenient for the purpose of its business, or calculated directly or indirectly to enhance the value of any other property of the Company.

3. To acquire or establish and carry on any business or trade, manufacturing or otherwise, which the Directors may consider desirable to

be carried on in connection with its business, or otherwise calculated directly or indirectly to enhance the value of the Company's properties and rights for the time being.

4. To establish and regulate branches or agencies for the purpose of the business of the Company in the United Kingdom or elsewhere and to discontinue the same.

5. To apply for, purchase, take on licence or otherwise acquire or become able to use intellectual property rights, in any part of the world, including patents, inventions, design rights, copyrights, database rights, know-how, secret information, trade marks and other marks and other rights and to authorise the user of such intellectual property on such terms and conditions as the Company may think fit.

6. To buy or acquire the whole or any part of or any interest in the business, property or undertaking of any company or partnership or individual and to undertake the whole or any part of the liabilities of such company, partnership or individual and to pay for such business, property or undertaking in cash, or in shares, stocks or debentures of the Company or in debentures or other securities of any other company or partly in each of such modes of payment.

7. To sell, dispose of or transfer the business, property or undertaking of the Company or any branch or part thereof in consideration of payment in cash or in shares, stocks or debentures of the purchasing company or in shares, stocks or debentures of any other company, or partly in each of such modes of payment, or for such other considerations as may be deemed proper, and to distribute equitably the price howsoever paid or satisfied among the members in or towards satisfaction of their interests in the assets of the Company.

8. To hold, sell, improve, manage, develop, exchange, lease, mortgage, dispose of, turn to account, or otherwise deal with all or any part of the property and rights of the Company and to feu out all or any parts of the heritable estate of the Company.

9. To take and hold any property and effects, heritable or moveable, real or personal, whether acquired in security or absolutely, either in the name of the Company itself or in the name of a trustee or trustees, who may be either individuals or corporations; and the title of the trustee or trustees may or may not disclose that they hold in trust; also to carry on any business which the Company is authorised to carry on in the name of a trustee or trustees as aforesaid and that whether or

not it be disclosed that such trustee or trustees are acting in that capacity.

10. To draw, make, accept, endorse and execute, and to discount and sell promissory notes, bills of exchange, bills of lading and other negotiable instruments and documents of title so as to be transferable by delivery or to order or otherwise.

11. To receive from any person or persons, whether director, shareholder, or employee of the Company or otherwise, or from any corporate body, money on deposit at interest or otherwise.

12. To lend or advance money to such parties and on such terms as may seem expedient, whether to customers or employees of the persons having dealings with the Company or otherwise, and to vary the conditions of any such advance or loan, and to discount bills, and to transact any of the business of a banker which may seem to the Company expedient.

13. To borrow or raise money on the real or heritable, personal or moveable property of the Company, present or future, and its uncalled capital: and to borrow by way of discount, cash credit or overdraft or in any other manner; and to grant security for all or any of such sums, either to lenders or to any one granting a guarantee, undertaking or other obligation on behalf of the Company to enable it to obtain

such sums, and by way of such security to dispone, assign, mortgage, pledge, or charge the whole or any part of the property, assets or revenue of the Company, including its uncalled capital, or to dispone, transfer, or convey the same absolutely or in trust, and to give to creditors or others receiving such security powers of sale and other usual and necessary powers.

14. To guarantee the payment of any monies or the performance of any contracts, liabilities, duties, obligations or engagements of any company, firm or person, and to become liable or responsible for money, and to undertake obligations of every kind and description, upon such terms as the Company may consider desirable and without prejudice to the generality thereof and with or without the Company receiving any consideration to guarantee and/or give security (either by way of mortgage or charge on all or any part of the property and undertaking present and future, and the uncalled capital of the Company or otherwise) for the performance of the obligations of any company, firm or person and the payment of the principal of and dividends, interests and premiums on any stock, shares, debentures, debenture stock or other securities of any company.

15. To create and issue at par, or at a premium or discount, debentures or debenture stock, in either permanent, redeemable, or other repayable form, bonds, and any other obligations or securities of the Company, and to grant standard or other securities in favour of lenders or trustees for lenders in order to secure any money borrowed or raised by the Company, and to exchange or convert from time to time any such securities.

16. To procure the Company to be registered or recognised in any foreign country.

17. To establish or promote, or concur in establishing or promoting, any other company in the United Kingdom or elsewhere for the purpose of carrying on any business or for acquiring all or any of the property, rights and liabilities of the Company or for any other purpose which may seem directly or indirectly calculated to benefit the Company, and to acquire and hold shares, preference, ordinary, deferred or otherwise, stock or securities of any such company, and to guarantee payment of any securities issued by or any other obligation of any such company.

18. To pay for any property or rights acquired by the Company either in cash or fully or partly paid-up shares, with or without preferred or deferred rights in respect of dividend, or

repayment of capital or otherwise or by debentures or other securities which the Company has power to issue, or partly in one mode and partly in another, and generally on such terms as the Directors may approve.

19. To establish or co-operate with other persons in the establishment of and maintain or procure the establishment and maintenance of any non-contributory or contributory pension or superannuation funds for the benefit of, and to give or procure the giving of donations, gratuities, pensions, allowances or emoluments to any persons who are or were at any time in the employment or service of the Company, or of any company which is a subsidiary of the Company or is allied to or associated with the Company or with any such subsidiary Company, or who are or were at any time Directors or officers of the Company or of any such other company, and the wives, widows, families and dependants of any such persons, and also to establish, join with and subsidise or subscribe to any institutions, associations, clubs or funds considered to be for the benefit of or to advance the interests and wellbeing of the Company or of any such other company as aforesaid, or of any such person as aforesaid, and to make payments for or towards the insurance of any such person as aforesaid, and

to subscribe or guarantee money for any charitable or benevolent objects or for any exhibition, or for any public, general or useful object, and to do any of the matters aforesaid, either alone, or in conjunction with any such other company as aforesaid.

20. To remunerate the servants of the Company and any person, firm, or company rendering services to the Company, either by cash payment or by allotment to them or him of shares or securities of the Company, credited as paid up in full or otherwise, or to remunerate them or him out of or in proportion to, the return or profits of the Company, or of any particular business carried on by it, or otherwise as the Company may think fit.

21. To pay out of capital or revenue all or any expenses incurred in connection with the formation, promotion and incorporation of the Company or to contract with any person or company to pay the same, and to pay commission to brokers and others for underwriting, placing, selling or guaranteeing the subscription of any shares, debentures, debenture stock or securities of the Company or of any company promoted by the Company.

22. To enter into partnership, or into any agreement or joint purchase or joint venture arrangement, or any arrangement for sharing

profits and losses, or union of interest, or co-operation with any person, company, corporation or association carrying on, or proposing to carry on any business or transaction which the Company may legally carry on or enter into, or any business or transaction capable of being conducted so as directly or indirectly to benefit the Company, and in connection therewith to grant and receive guarantees, and to acquire and hold shares, stock or securities of any such company; and to enter into any contract with any person, company, corporation or association to regulate the course of business for the purpose of establishing any tariff or prices, or otherwise and to contribute out of the Company's funds to any association or fund calculated directly or indirectly to benefit the Company or its interests.

23. To amalgamate with any person or firm, or any company, whose objects are within the objects of the Company; and for that purpose to purchase or sell for shares (preference, ordinary or deferred or otherwise) the undertaking of the Company or such person, firm or other company, subject to the liabilities of the Company or such person, firm, or other company, with or without winding up, or to purchase or sell for shares (preference,

ordinary, deferred or otherwise) all the shares or stock of the Company or any such other company as aforesaid, or to amalgamate by partnership, or any arrangement of the nature of partnership or in any other manner; and to take by subscription purchase or otherwise, and hold shares, (preference, ordinary or deferred) or stock in, or debentures or other securities of any company, society or undertaking having any object of a like nature with any of those of the Company, or such as may be deemed likely to advance in any way the interests of the Company.

24. To distribute the property of the Company, or any part thereof, in specie among its members, whether by way of dividend or upon a return of capital, but so that no distribution amounting to a reduction of capital be made except with the sanction (if any) for the time being required by law.

25. To invest and deal with the monies of the Company in any way which the Company shall think fit, and to use any sum which may be set aside as a reserve fund or special reserve fund, as working capital, or in any other way the Company may deem right or suitable.

26. To obtain any provisional order 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.

27. To do all or any of the above things in any part of the World, and either as principals, agents, trustees or otherwise, and either alone or in conjunction with others, and either by or through agents, sub-contractors or otherwise.

28. To do all such other things as the Directors may think incidental or conducive to the attainment of the above objects or any of them, in any part of the World.

It is hereby 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.

IV. The liability of the members is limited.

V. The Company's share capital is £100 divided into One hundred ordinary shares of £1 each, with power to divide the shares in the capital for the time being into several classes, and to attach thereto respectively such preferential, deferred, qualified or special rights, privileges or conditions as may be determined by or in accordance with the regulations of the Company.

WE, the subscribers to this Memorandum of Association, wish to be formed into a company pursuant to this memorandum; and we agree to take the number of shares shown opposite our respective names.

NAMES AND ADDRESSES OF SUBSCRIBERS	NUMBER OF SHARES TAKEN BY EACH SUBSCRIBER
W & J BURNESS (TRUSTEES) LIMITED 12 Hope Street Edinburgh EH2 4DD	TWO

John C. [illegible]
Director
[illegible], Director

DATED 7 August 1997.

WITNESS to the above signatures:-

ANNE HOGGAN
16 Hope Street
Edinburgh
EH2 4DD
Junior Company Secretary

Anne Hoggan

01/08/97

JCR/RER/SW

10R041004

WJB(480).MA/COMPANY/MEMO&ART

MEMORANDUM OF ASSOCIATION

of

WJB (480) LIMITED

1997

W & J BURNESS W.S.

<u>THE COMPANIES ACTS 1985 to 1989</u>

<u>COMPANY LIMITED BY SHARES</u>

ARTICLES OF ASSOCIATION

of

WJB (480) LIMITED

BURNESS

solicitors

Edinburgh
Telephone 0131-226 2561
Facsimile 0131-225 3949/2964

THE COMPANIES ACTS 1985 to 1989

COMPANY LIMITED BY SHARES

ARTICLES OF ASSOCIATION

of

WJB (480) LIMITED

PRELIMINARY

1. Subject as hereinafter provided the regulations contained in or made applicable by Table A in The Companies (Tables A to F) Regulations 1985 as amended by The Companies (Tables A to F) (Amendment) Regulations 1985 (such Table being hereinafter referred to as Table A) shall apply to the Company.

INTERPRETATION

2. In these Articles:-

   The words "written" and "writing" shall, unless the contrary intention appears, be construed as including references to printing and other modes of representing or reproducing words in a visible form and shall include any document sent by telex, facsimile or other similar means of transmission.

MODIFICATIONS

3. In regulation 1 of Table A the following words shall be inserted after the word "regulations" in line 1 thereof:- "and in any Articles adopted the same". The regulations numbered 3, 24, 35, 40, 64, 73 to 80 inclusive, 94 to 98 inclusive, 101 and 118 of Table A shall not apply to the Company.

REDEMPTION AND PURCHASE OF SHARES

4. Subject to the provisions of Part V of the Act, the Company shall have power:-

   (a) pursuant to Sections 159, 159A and 160 of the Act to issue shares which are to be redeemed or are liable to be redeemed at the option of the Company or the shareholder on such terms and in such manner as the Company before the issue of the shares may by special resolution determine;

   (b) pursuant to Section 162 of the Act to purchase its own shares (including any redeemable shares), and may make a payment in respect of any such redemption or purchase otherwise than out of distributable profits of the Company or the proceeds of a fresh issue of shares.

ALLOTMENT OF SHARES

5. The Directors are unconditionally authorised, for the purposes of Section 80 of the Act, to allot any unissued shares of the Company up to the total amount of the authorised share capital for the time being remaining unissued on such terms and to such persons as they may in their sole discretion determine, at any time or times during the period of five years from the date of the incorporation of the Company; provided that the Company is authorised to make an offer or agreement during the said five year period which may require shares to be allotted after the expiry of the period. The pre-emption provisions of Sections 89(1) and 90(1) to (6) inclusive of the Act shall not apply to the Company.

6. Any direction (by way of renunciation, nomination or otherwise) by a member entitled to an allotment of shares to the effect that such shares or any of them be allotted or issued to or registered in the name of some person other than himself shall, for the purpose of these Articles, be deemed to be a transfer of shares.

TRANSFER OF SHARES

7. All transfers of shares shall be subject to the approval and sanction of the Board of Directors and the Directors may, in their absolute discretion, and without assigning any reasons therefor, decline to register any transfer of any share, whether or not it is a fully paid share. The Directors may also decline to register any transfer of shares on which the Company has a lien.

PROCEEDINGS AT GENERAL MEETINGS

8. No business shall be transacted at any meeting, unless a quorum is present. Two persons, or one person where the Company has a single member, entitled to vote upon the business to be transacted, each being a member or a proxy for a member or a duly authorised representative of a corporation, shall be a quorum.

APPOINTMENT AND RETIREMENT OF DIRECTORS

9. The maximum number and minimum number respectively of the Directors may be determined from time to time by ordinary resolution of the Company in General Meeting. Subject to and in default of any

such determination there shall be no maximum number of Directors and the minimum number of Directors shall be one. Whensoever the minimum number of Directors shall be one, a sole Director shall have authority to exercise all the powers and discretions given by Table A and by these Articles expressed to be vested in the Directors generally, and Regulation 89 in Table A shall be modified accordingly.

10. At the first Annual General Meeting none of the Directors shall retire from office nor shall the Directors subsequently be subject to retirement by rotation.

11. At any time and from time to time the Company in General Meeting may by ordinary resolution appoint any person to be a Director and determine the period for which such person is to hold office.

12. The Directors shall have power at any time, and from time to time, to appoint any person to be a Director, either to fill a casual vacancy or as an addition to the existing Directors.

BORROWING POWERS

13. The Directors may exercise all the powers of the Company to borrow money and to mortgage or charge its undertaking, property and uncalled capital, or any part thereof, and subject to section 80 of the Companies Act 1985 to issue debentures, debenture stock and other securities whether outright or as security for any debt, liability or obligation of the Company or of any third party.

PROCEEDINGS OF THE DIRECTORS

14. A Director may vote on any resolution concerning a matter in which he has, directly or indirectly, an interest or duty which is material and which conflicts or may conflict with the interests of the Company. If he does so, his vote shall be counted and he may be counted in the quorum at any meeting of the Directors at which any such matter as referred to in the previous sentence shall come before the meeting for consideration.

15. Without prejudice to the first sentence of regulation 88 of Table A, a meeting of the Directors may consist of a conference between Directors who are not all in the one place but who can communicate with each of the others and be heard by each of them simultaneously by telephone or video conference facilities, and the word "meeting" in these Articles and in Table A shall be construed accordingly.

RESOLUTION BY MEMBERS

16. Subject to the provisions of the Act, a resolution in writing signed by all the members for the time being entitled to receive notice of and to attend and vote at general meetings (or being corporations, by their duly appointed attorneys) shall be as valid and effective as if the same had been passed at a general meeting of the Company duly convened and held. Any such resolution may consist of several documents in the like form each signed by one or more of the members or their attorneys, and the signature in the case of a corporate body which is a member shall be sufficient if made by a Director thereof or its duly appointed attorney.

THE SEAL

17. If the Company has a seal it shall only be used with the authority of the Directors or a committee of Directors. The Directors may determine who shall sign any instrument to which the seal is affixed and unless otherwise so determined it shall be signed by a Director and by the Secretary or second Director. The obligation under Clause 6 of Table A relating to sealing of share certificates shall only apply if the Company has a seal.

INDEMNITY

18. (a) Subject to the provisions of Section 310 of the Act every Officer, Agent and Auditor, for the time being of the Company shall be entitled to be indemnified out of the assets of the Company against all losses or liabilities which he may sustain or incur in or about the execution of the duties of his office or otherwise in relation thereto including any liability incurred by him in defending any proceedings, whether civil or criminal, in which judgement is given in his favour or in which he is acquitted or in connection with any applications under Sections 144 (3) and (4) or 727 of the Act in which relief is granted to him by the Court, and such indemnity shall extend to the former Officers, former Agents and former Auditors of the Company.

(b) The Directors shall have power to purchase and maintain for any Director or Officer of the Company insurance against any such liability as is referred to in Section 310(1) of the Companies Act 1985.

NAME AND ADDRESS OF SUBSCRIBER

W & J BURNESS (TRUSTEES) LIMITED
12 Hope Street
Edinburgh
EH2 4DD

John C. [illegible]
Director
[illegible], Director

DATED: 7 August 1997.

WITNESS to the above signatures:- ANNE HOGGAN
16 Hope Street
Edinburgh
EH2 4DD
Junior Company Secretary

Anne Hoggan

01/08/97

JCR/RER/SW

10R041004

WJB(480).AA/COMPANY/MEMO&ART

ARTICLES OF ASSOCIATION

of

WJB (480) LIMITED

1997

W & J BURNESS W.S.

COMPANIES HOUSE

10

Please complete in typescript, or in bold black capitals.

Notes on completion appear on final page

First directors and secretary and intended situation of registered office

178553

Company Name in full WJB (480) LIMITED

SCT *SXD0KY5P* 563
COMPANIES HOUSE 11/08/97

Proposed Registered Office 12 HOPE STREET

(PO Box numbers only, are not acceptable)

Post town EDINBURGH

County / Region LOTHIAN Postcode EH2 4DD

If the memorandum is delivered by an agent for the subscriber(s) of the memorandum mark the box opposite and give the agent's name and address. X

Agent's Name W. & J. BURNESS W.S.

Address 16 HOPE STREET

Post town EDINBURGH

County / Region LOTHIAN Postcode EH2 4DD

Number of continuation sheets attached

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

REYNOLDS ROBERTSON

W. & J. BURNESS W.S.16 HOPE STREET, EDINBURGH,

EH2 4DD Tel 0131 226 2561

DX number 73 DX exchange EDINBURGH

When you have completed and signed the form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF4 3UZ **DX 33050 Cardiff**
for companies registered in England and Wales

or

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB **DX 235 Edinburgh**
for companies registered in Scotland

Form revised March 1995

Company Secretary (see notes 1-5)

Company name	
NAME *Style / Title	
*Honours etc	
Forename(s)	
Surname	W. & J. BURNESS W.S.
Previous forename(s)	
Previous surname(s)	
Address	16 HOPE STREET
Post town	EDINBURGH
County / Region	LOTHIAN
Postcode	EH2 4DD
Country	SCOTLAND

* Voluntary details

Usual residential address
For a corporation, give the registered or principal office address.

I consent to act as secretary of the company named on page 1

Consent signature [signature] **Date** 7.8.97

Directors (see notes 1-5)

Please list directors in alphabetical order

NAME *Style / Title	
*Honours etc	
Forename(s)	
Surname	WJB (DIRECTORS) LIMITED
Previous forename(s)	
Previous surname(s)	
Address	12 HOPE STREET
Post town	EDINBURGH
County / Region	LOTHIAN
Postcode	EH2 4DD
Country	SCOTLAND
Date of birth (Day Month Year)	
Nationality	SCOTTISH LIMITED COMPANY
Business occupation	CORPORATE DIRECTOR
Other directorships	NONE REQUIRING DISCLOSURE.

Usual residential address
For a corporation, give the registered or principal office address.

I consent to act as director of the company named on page 1

Consent signature [signature] **Date** 7.8.97

Directors (continued) (see notes 1-5)

NAME	*Style / Title		*Honours etc
* Voluntary details	Forename(s)		
	Surname		
	Previous forename(s)		
	Previous surname(s)		
Address			
Usual residential address For a corporation, give the registered or principal office address.			
	Post town		
	County / Region		Postcode
	Country		
		Day Month Year	
Date of birth			**Nationality**
Business occupation			
Other directorships			
		I consent to act as director of the company named on page 1	
Consent signature			**Date**

This section must be signed by

Either

an agent on behalf of all subscribers	**Signed**	Woodman	**Date** 7.8.97
***Or* the subscribers**	**Signed**		**Date**
(i.e those who signed as members on the memorandum of association).	**Signed**		**Date**
	Signed		**Date**
	Signed		**Date**
	Signed		**Date**
	Signed		**Date**

Notes

1. Show for an individual the full forename(s) NOT INITIALS and surname together with any previous forename(s) or surname(s).

   If the director or secretary is a corporation or Scottish firm - show the corporate or firm name on the surname line.

   Give previous forename(s) or surname(s) except that:

   - for a married woman, the name by which she was known before marriage need not be given,

   - names not used since the age of 18 or for at least 20 years need not be given.

   A peer, or an individual known by a title, may state the title instead of or in addition to the forename(s) and surname and need not give the name by which that person was known before he or she adopted the title or succeeded to it.

   Address:

   Give the usual residential address.

   In the case of a corporation or Scottish firm give the registered or principal office.

   Subscribers:

   The form must be signed personally either by the subscriber(s) or by a person or persons authorised to sign on behalf of the subscriber(s).

2. Directors known by another description:

   - A director includes any person who occupies that position even if called by a different name, for example, governor, member of council.

3. Directors details:

   - Show for each individual director the director's date of birth, business occupation and nationality.
   The date of birth must be given for every individual director.

4. Other directorships:

   - Give the name of every company of which the person concerned is a director or has been a director at any time in the past 5 years. You may exclude a company which either **is** or at **all times during the past 5 years,** when the person was a director, **was**:

   - dormant,

   - a parent company which wholly owned the company making the return,

   - a wholly owned subsidiary of the company making the return, or

   - another wholly owned subsidiary of the same parent company.

   If there is insufficient space on the form for other directorships you may use a separate sheet of paper, which should include the company's number and the full name of the director.

5. Use Form 10 continuation sheets or photocopies of page 2 to provide details of joint secretaries or additional directors and include the company's number.