

Number of
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114571

Form No. 41.

THE COMPANIES ACTS 1908 to 1917.



A 5s.
Companies'
Registration
Fee Stamp
to be
impressed
here.

DECLARATION of Compliance with the requirements of the Companies

(Consolidation) Act 1908, on behalf of a Company proposed to be

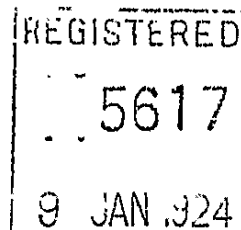
registered as The British Industrial Alcohol Company,

LIMITED.

Pursuant to Section 17 (2) of the Companies (Consolidation) Act 1908.

ated for filing by

Beaumont & Co.
10 George Street.
Manchester Square.
London. W.1.



J. Julius Barclay

of 10 George Street, Hanover Square in the County of
London Solicitor

(a) Here insert:
"A Solicitor of
the High Court
engaged in the
formation,"
or
"A Director" or
Secretary named
in the Articles of
Association."

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

of The British Industrial Alcohol Company, Limited

Limited, and that all and every the requirements of the Companies
(Consolidation) Act 1908, 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 10 George Street
Hanover Square in the
County of London
the 14th day of December

One thousand nine hundred and twenty three

Before me,

A. G. Smith

A Commissioner for Oaths.

Julius Barclay

Number of
Certificate }

1924

Form No. 25.

THE STAMP ACT 1891.

(54 & 55 VICT., CH. 39.)



COMPANY LIMITED BY SHARES.

Statement of the Nominal Capital

OF

The British Industrial Alcohol Company

LIMITED.

Pursuant to Section 112 of the Stamp Act 1891, as amended by Section 7 of the Finance Act 1899, and by Section 39 of the Finance Act 1920.

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

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

Presented for filing by

Beardall & Co

10 George Street

Hanover Square.

H.I.

REGISTERED
5616
9 JAN 1924

The Stationers' Law Stationery Society, Limited, 22 Chancery Lane, W.C.2, 27 & 28 Walbrook, E.C.4.
49 Bedford Row, W.C.1, 45 Tothill Street, S.W.1, 15 Hanover Street, W.1.

PRINTERS AND PUBLISHERS OF COMPANIES' BOOKS AND FORMS.

Copyright Form B. 627, 5-1-23. W.P.S.



THE NOMINAL CAPITAL

OF

The British Industrial Alcohol Company,
, Limited,
is £ 100, divided into 2,000 (Two thousand)
Shares of One shilling (1/-) each.

Signature.....

Beaman

*10, George Street
Stanmore Square
W.1.*

Officer.....

Solicitor to the Company.

Dated the *eight* day of

January 192*4*

This Statement should be signed by an Officer of the Company.



THE COMPANIES ACTS, 1908 to 1917.

COMPANY LIMITED BY SHARES.

Memorandum of Association

— OF —

The British Industrial Alcohol Company,
LIMITED.

152129 ✓

1. The name of the Company is "THE BRITISH INDUSTRIAL ALCOHOL COMPANY 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 the business of the manufacture, refining, distilling and obtaining, and importation of alcohol of every description, and of its bye-products and compounds, and of any variation or form or compound thereof, ether, methylated spirit, yeast, carbon dioxide, fusil-oil, and any kindred substances; and the manufacture, exploitation and importation of and dealing in all substances, gases and by-products obtained in the course of the manufacture of any such substances, or in any process connected therewith.

(b) To carry on the business of industrial chemists in all its branches and to manufacture and deal in, both by wholesale and retail, export and import, all products and by-products of such chemical business.

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- (c) To carry on the businesses of drysalters, oil and colourmen, importers and manufacturers of and dealers in cements, oils, lubricants, paints, pigments, varnishes and colouring matter, flavouring extracts, soaps, dyes, celluloid, artificial silk, plastic materials, dye-ware, paint and colour grinders, and industrial and other preparations, articles and compounds.
- (d) To carry on the business of chemists and druggists, both by wholesale and retail, and importers and manufacturers of and dealers in pharmaceutical, medicinal and chemical articles, preparations and compounds, drugs and other substances, and makers of and dealers in proprietary articles of all kinds and of chemical, electrical, photographic, surgical, aeronautical and scientific apparatus and materials.
- (e) To buy, sell, import, export, refine, treat, manufacture, prepare and deal in molasses, whether alone or in conjunction with any other business of the Company, and whether in a raw or prepared state or as a by-product of the Company's businesses aforesaid or otherwise.
- (f) To buy, sell, import, export, refine, treat, manufacture, prepare and deal in all other substances (including raw material) capable of being used in any such business as aforesaid, or required by any customers of or persons having dealings with the Company, either by wholesale or retail.
- (g) To carry on any business relating to the production, manufacture and preparation of any other materials, substances or things, which may be usefully or conveniently employed in or combined with the manufacturing or other business of the Company, or any contracts undertaken by the Company; and, either for the purpose only of such contracts or as an independent business, to carry on any other business which may seem to the Company capable of being carried on in connection with or by way of extension of the above businesses or any of them, or calculated, directly or indirectly, to enhance the value, present or future, of any of the Company's assets or rights (including goodwill), for the time being.

- (h) To apply for, purchase or otherwise acquire, and maintain, any patents, brevets d'invention, concessions and the like, conferring an exclusive or non-exclusive or limited right of user of or any secret or other information as to any invention or process or combination of processes which may seem capable of being used for, or the acquisition whereof may seem directly or indirectly beneficial for, any of the purposes of the Company, and to use, develop, grant licenses in respect of or otherwise turn to account the property, rights, monopoly or information so secured; And to enter into any agreement or arrangement with any government or authority, supreme, local, municipal or otherwise, and to obtain from any such government or authority any rights, concessions or privileges. that may seem conducive or beneficial to any of the Company's objects or any extension or development thereof.
- (i) To purchase, take on lease, or by grant, or otherwise acquire, and hold, for any estate or interest, and to sell, let or otherwise deal with, or in, or dispose of, any land, or interest in land, buildings, wharves, piers, jetties, rights and easements or any option therefor or interest therein, or any apparatus, plant, machinery, stock-in-trade, utensils, patents and patent-rights and privileges, copyright, trade-marks and designs, and real and personal property of any kind nature or description.
- (j) To lay out land for purposes of building or development, and to enter into or take building leases, and to advance money to persons building and otherwise to develop the same in such manner as may seem expedient in the Company's interests and to enter into contracts with and employ architects, surveyors, quantity surveyors, building or other contractors, for the said purposes and for the ~~equipping~~^{completion} and equipping of any factory or business of the Company, or the development aforesaid. ✓
- (k) To purchase, maintain, erect, construct, set up or improve, or to co-operate in or subscribe to the purchase maintenance, erection, construction, setting

up or improvement, of water works, railways, tramways, bridges, reservoirs, wharves, piers, jetties, manufactories, factories, warehouses, stores, shops, buildings, machinery, plant, apparatus and other works and undertakings, necessary or convenient for all or any the purposes of the Company.

- (l) To purchase, construct, build, charter, affreight, hire or let on hire, or otherwise use, sell, mortgage and dispose of, ships, steam or electric locomotives, aircraft, cars, waggons, rolling-stock, and other means of transport and otherwise provide for the conveyance of passengers, goods and movable property of every description.
- (m) To amalgamate or make working or traffic agreements or other agreements or contracts with any person, firm or company as to running powers, interchange of traffic, sharing of returns or profit, union of interests or co-operation in relation to the working or development of the property of the Company and such other party, and whether such arrangements or contracts are to come into force at once or at a future date, and whether subject or not to the exercise of any option given to such other party and so that as part of any such arrangement or contract any liabilities or obligations of such other party may be a charge upon all or any part of the undertaking, revenues and property of the Company, present, or future, including its uncalled capital.
- (n) To acquire by purchase, subscription or otherwise, and hold or deal with and dispose of or re-issue, with or without guarantee, any securities or shares or other interest of or in any other company, firm or association carrying on or intending to carry on any business or undertaking which this Company is authorised to carry on, and to make agreements and arrangements and act in conjunction with, to create or constitute, or assist in creating or constituting, to amalgamate the Company into, or to amalgamate into the Company any such other company, firm or association, and to sell, lease, or dispose of all or any part of the undertaking, business, patents, rights, or property of the Company to, and to acquire, to purchase, take on lease,

or otherwise deal with all or any part of the undertaking, business, or property of any such other company, firm or association, or other person, for such consideration, and either wholly or partly in cash, shares, securities, or property, as the Company may think fit.

- (o) To promote any company or companies for the purpose of acquiring all or any of the property or liabilities of this Company or for any other purpose which may seem directly or indirectly calculated to benefit this Company.
- (p) To undertake and carry into effect all such financial, commercial, trading or other operations or businesses in connection with the objects of the Company, as the Company may think fit, including in particular financial arrangements of any description, with any government, provincial or municipal body in connection with any concession or business in which the Company is or intends to be interested.
- (q) To remunerate any person or company for services rendered in placing or assisting to place any of the shares in the Company's capital or any debentures or other securities of the Company, or of any company in which this Company is or may be interested, or for guaranteeing the same, or for services rendered or to be rendered, or for moneys expended or risks undertaken in connection with the undertaking or properties which the Company may acquire, and such remuneration may be in the form of a cash payment or by the grant to any of such parties of the right or option (to be exercised within a definite period) of subscribing for shares in the Company, at any sum not less than the par value thereof, but so that the provisions of Section 89 of the Companies (Consolidation) Act, 1908, be not infringed.
- (r) To invest and deal with the moneys of the Company not immediately required in such manner as may from time to time be determined.
- (s) To lend money to such persons, bodies or companies, whether without security or otherwise, upon such

terms as the Company shall think fit, and to guarantee the performance of any contracts entered into by persons, bodies or companies having dealings with or associated with the Company.

- (t) To guarantee the debentures, debenture stocks, shares or stocks of any other company as regards payment of principal, interest, dividend or otherwise.
- (u) To raise capital or borrow money as the Company shall think fit, and in particular by the issue of any mortgages, debentures, debenture stock, bonds, notes or obligations of the Company, either at par, premium or discount, and either redeemable, irredeemable or perpetual, secured on all or any part of the undertaking, revenues and property of the Company, present and future, including the uncalled capital or the unpaid calls of the Company, and with or without such security, or by such other means as the Company may from time to time determine, and to exchange or convert from time to time any such securities, and to take money on deposit at interest or otherwise.
- (v) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading, warrants, debentures and other negotiable or transferable instruments.
- (w) To sell or dispose of the undertaking of the Company or any part thereof in such manner and for such consideration as the Company may think fit, and in particular for shares (fully or partly paid up), debentures, debenture stock or securities of any other company, whether promoted by the Company for the purpose or not, and to improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Company.
- (x) To distribute any part of the property of the Company in specie among the Members.
- (y) To obtain any Provisional Order or Act of Parliament 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 application which may seem calculated directly or indirectly to prejudice the Company's interests.

- (z) To do all acts necessary to procure the Company to be duly constituted or incorporated and registered or recognised in any foreign country or any colony or dependency of Great Britain or any foreign power.
- (aa) To remunerate Directors, officials and servants of the Company and others out of and in proportion to the returns or profits of the Company or otherwise, as the Company may think fit.
- (bb) To carry out the above objects or any of them, either on account of the Company alone, or in conjunction with any other company, association, firm, person or persons, and either as principals, agents, contractors or otherwise, and either by or through agents, sub-contractors, trustees or otherwise, and in any part of the world, and to do all such other things as are or may be or become incidental or conducive to the attainment of the above objects or any of them and so that the objects specified in each paragraph of this clause shall except when otherwise expressed in such paragraph be and be deemed to be separate and independent principal objects of the Company and be in no wise limited or restricted by reference to or inference from the terms of any other paragraph or the name of the Company.

4. The liability of the Members is limited.

5. The capital of the Company is £100, divided into 2,000 shares of 1/- each.

WE, the several persons whose names and addresses 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.
<i>Thomas Paget Somerton</i> ^{his wife} <i>The House Beyond - Fallowfield</i> ^{his wife} <i>Buck</i>	One
<i>Julius Pearce</i> <i>10 George Street</i> <i>Hanover Square N</i> <i>Solicitor</i>	one

DATED this *4th* day of *January* 192 *4*

WITNESS to the above signatures—

W. L. R.
10 George Street
Hanover Square
Managing Clerk to
Messrs Pearce & Co
Solicitors.



THE COMPANIES ACTS, 1908 to 1917.

COMPANY LIMITED BY SHARES.

Articles of Association

— OF —

The British Industrial Alcohol Company, LIMITED.

PRELIMINARY

1. Subject as hereinafter provided the regulations contained in Table "A" in the First Schedule to the Companies (Consolidation) Act, 1908 (hereinafter referred to as Table "A"), shall apply to the Company.

2. Clauses 2, 5, 20, 31-40 (both inclusive), 51 and 73 of Table "A," shall not apply to this Company, but the clauses herein contained and the remaining clauses of Table "A" as hereby modified shall constitute the regulations of the Company.

PRIVATE COMPANY.

3. The Company is a "Private Company" within the meaning of the Companies Acts, 1908 and 1913, and accordingly (1) no invitation shall be issued to the public to subscribe for any shares, debentures or debenture stock of the Company: (2) the number of the Members of the Company (exclusive of persons who are in the employment of the Company, and of persons who, having been formerly in the employment of the Company, were, while in such employment, and have continued after the determination of such employment, to be Members of the Company) shall be limited to 50, provided that for the

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purposes of this provision where two or more persons hold one or more shares in the Company jointly, they shall be treated as a single Member and (3) the right to transfer the shares of the Company shall be restricted in manner and to the extent hereinafter appearing.

SHARES.

4. The shares shall be at the disposal of the Directors and they may allot or otherwise dispose of them to such persons at such times and generally on such terms and conditions as they think proper, subject always to Clause 3 hereof, and provided that no shares be issued at a discount.

TRANSFER OF SHARES.

5. No transfer of any share in the capital of the Company to any person not a Member of the Company shall be made or registered without the previous sanction of the Directors who may, without assigning any reason, decline to give any such sanction and shall so decline in the case of any transfer the registration of which would involve a contravention of Clause 3 hereof. The Directors may decline to register any transfer of shares on which the Company has a lien.

PROCEEDINGS AT GENERAL MEETINGS.

6. A General Meeting may with the written consent of all the Members for the time being entitled to receive notice of meetings, be convened by a shorter notice and in such manner as such Members think fit, and Article 49 of Table "A" shall have effect accordingly.

7. No business shall be transacted at any General Meeting unless a quorum of Members is present at the time when the meeting proceeds to business. Save as otherwise provided by or pursuant to the regulations of the Company, two Members personally present shall be a quorum.

DISQUALIFICATION OF DIRECTORS.

8. To the events specified in Article 77 of Table "A" there shall be added the following:--

- (f) If by notice in writing to the Company he resigns the office of Director.

PROCEEDINGS OF DIRECTORS.

9. A resolution in writing signed by every Member of the Board shall have the same effect and validity as a resolution duly passed at a meeting of the Board duly convened and constituted.

NOTICES.

10. Clause 114 of Table "A" shall be modified by omitting therefrom the words "(including bearers of share warrants)".

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS.

Thomas Page - London Mining Engineer
The Home Record - Farnham Common - Bucks

Julius Barclay
10 George Street
Hanover Square N
Solicitor

DATED this 7th day of January, 1924

WITNESS to the above signatures:—

Arthur P. R.
10 George Street
Hanover Square W.
Managing Agents to
Messrs Barclay &
Solicitors

DUPLICATE FOR THE FILE.

104971



Certificate of Incorporation

I Hereby Certify, That the

BRITISH INDUSTRIAL ALCOHOL COMPANY, LIMITED

is this day Incorporated under the Companies Acts, 1908 to 1917, and that the Company is Limited.

Given under my hand at London this Ninth day of January

One Thousand Nine Hundred and Twenty-four.

Fees and Deed Stamps £3:10:0.

Stamp Duty on Capital £1.

A. E. Campbell-Taylor
Assistant Registrar of Joint Stock Companies.

Certificates received by

*G. Gooch for
Pearsons*

10 George Street, Hammersmith

Date *11th January 1924*