

No. of  
(Certificate)

2225

[Form No. 41.

# "The Companies Acts, 1908 to 1917."



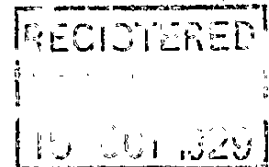
A  
Company's  
Registration  
Fee Stamp  
must be  
impressed  
here.

**DECLARATION** of compliance with the requirements of the

Companies Acts, 1908 to 1917, made pursuant to S. 17 (2) of the

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

be registered as... **Globe Brothers Estates Limited,**



Specimen

Telegrams: "WOODROW, LIVERPOOL."

Telephone: BANK 730 (3 Lines).

**H. T. WOODROW & CO. LTD.,**  
Joint Stock Company Printers, Publishers, Stationers  
and Registration Agents,  
3 & 5, COOK STREET, LIVERPOOL.

*Presented for filing by*

**Owen Dawson & Wynn-Evans,**  
**5 Castle Street,**  
**Liverpool.**

I, Baron Tobias Globe

of 18 Cook Street in the City of Liverpool

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

Do solemnly and sincerely declare that I am<sup>(a)</sup> a person named in

the Articles of Association as a Director

of Globe Brothers Estates

Limited, and that all the requirements of the Companies Acts, 1908 to 1917,  
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 Liverpool

B. T. Globe

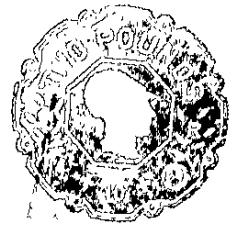
the 10th day of October  
one thousand nine hundred and twenty before  
me,

J. B. Sullivan

Number of  
Certificate

242955

N



THE STAMP ACT, 1891,

(54 & 55 VICT. CH. 39),

AND FINANCE ACTS 1896 & 1920.

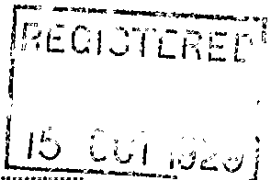
COMPANY LIMITED BY SHARES.

Statement of Nominal Capital.

OF

GLOBE BROTHERS ESTATES

Limited.



Pursuant to Section 112 of the Stamp Act, 1891, Section 12  
Finance Act, 1896, and Section 39 Finance Act, 1920.

*NOTE.*—The Stamp Duty on the Nominal Capital is Twenty Shillings  
for every £100 or fraction of £100—See last page of this form.

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

Telegrams:  
"WOODROW," LIVERPOOL.

Telephone:  
730 BANK (3 Lines).

H. T. WOODROW & CO. LIMITED,

Joint Stock Company Printers, Publishers, Stationers,  
and Registration Agents.

3 & 5, COOK STREET, LIVERPOOL.

Presented for filing by

Owen Dawson & Wynn-Evans,

5 Castle Street, Liverpool.



# THE NOMINAL CAPITAL

OK

Globe Brothers Estates Limited

is Two hundred Pounds,

(£ 200 . . . . .) divided into.....two hundred.....

Shares of one pound. each.

Signature: B. H. Gobe

Officer Managing Director.

Dated this 17 day of

October 1929

*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

# GLOBE BROTHERS ESTATES LIMITED.

1—The name of the Company is "GLOBE BROTHERS ESTATES LIMITED."

2—The Registered Office of the Company will be situate in England.

3—The objects for which the Company is established:—

(A) To purchase for investment or resale and to traffic in land and houses and other property of any tenure and any interest therein and to create sell and deal in freehold and leasehold ground rents and to make advances upon the security of land or house or other property or any interest therein and generally to deal in and traffic by way of sale lease exchange or otherwise with land and house property and any other property whether real or personal wherever situate.

(B) To develop and turn to account any land acquired by or in which the Company is interested and in particular by laying out and preparing the same for building purposes constructing altering pulling down decorating maintaining furnishing fitting up and improving offices flats houses factories warehouses shops and buildings of all kinds and by planting paving draining farming cultivating letting on building lease or building agreement and by advancing money to and entering into contracts and arrangements of all kinds with builders tenants and others.

(C) To manage land buildings and other property wherever situate and whether belonging to the Company or not and to collect rents and income and to supply to tenants and occupiers and others refreshments attendance messengers light waiting rooms reading rooms meeting rooms lavatories laundry conveniences electric conveniences garages and other advantages.

(D) To acquire and take over any business or undertaking carried on upon or in connection with any land or building which the Company may desire to acquire as aforesaid or become interested in and the whole or any of the assets and liabilities of such business or undertaking and to carry on the same or to dispose of remove or put an end thereto or otherwise deal with the same as may seem expedient.

(E) To establish and carry on and to promote the establishment and carrying on upon any property in which the Company is interested of any business which may be conveniently carried on upon or in connection with such property and the establishment of which may seem calculated to enhance the value of the Company's interest in such property or facilitate the disposal thereof.

*Recorded for filing*

- (F) To carry on all or any of the businesses of builders and contractors decorators merchants and dealers in stone sand lime bricks timber hardware and other building requisites and tile and terra cotta makers carriers licensed victuallers and house and land agents.
- (G) To amalgamate with or to carry on any other business which may seem to the Company capable of being conveniently carried on in connection with the above or calculated directly or indirectly to enhance the value of or render profitable any of the Company's property or rights except the issuing of policies of assurance of human life. Provided that nothing herein contained shall empower the Company to carry on the business of assurance or to grant annuities within the meaning of the Assurance Companies Act 1909 as extended by the Industrial Assurance Act 1923 or to reinsure any risk under any class of assurance business to which that Act applies.
- (H) To enter into any agreement for sharing profits union of interest co-operation joint adventure reciprocal concession or otherwise with any person or company carrying on or engaged in or about to carry on or engage in any business or transaction which this Company is authorised to carry on or engage in or any business or transaction capable of being conducted so as directly or indirectly to benefit this Company and to lend money to guarantee the contracts of or otherwise assist any such person or Company and to take or otherwise acquire shares and securities of any such company and to sell hold re-issue with or without guarantee or deal otherwise with the same.
- (I) To enter into any arrangements with any Governments or authorities supreme or municipal local or otherwise that may seem conducive to the Company's objects or any of them and to obtain from any such Government or authority any rights privileges and concessions which the Company may think it desirable to obtain and to carry out exercise and comply with any such arrangements rights privileges and concessions.
- (J) To take or otherwise acquire and hold shares in any other company having objects altogether or in part similar to those of this Company or carrying on any business capable of being conducted so as directly or indirectly to benefit this Company.
- (K) To let on lease mortgage sell dispose of or otherwise turn to account the undertaking of the Company or any part thereof for such consideration as the Company may think fit and in particular for shares debentures or securities of any other company purchasing the same.
- (L) To promote any other company for the purpose of acquiring all or any of the property and liabilities of this Company or for any other purpose which may seem likely directly or indirectly to benefit this Company.
- (M) Generally to build maintain purchase take on lease or in exchange hire or otherwise acquire any real and personal property and any rights or privileges which the Company may think necessary or convenient for the purposes of its business and in particular any land buildings easements trade marks patents machines plant and stock-in-trade.
- (N) To invest and deal with the monies of the Company not immediately required upon such securities and in such manner as may from time to time be determined.

- (o) To construct maintain and alter any buildings or works necessary or convenient for the purpose of the Company.
- (p) To lend money to such persons and on such terms as may seem expedient and in particular to persons having dealings with this Company or undertaking to build on or improve any property in which the Company is interested and to guarantee the performance of contracts by any such persons.
- (q) To establish or support or aid in the establishment or support of or subscribe to associations institutions funds trusts and conveniences calculated to benefit or assist the Company or its employees and to subscribe or guarantee any money for any exhibition or for any public general or useful objects.
- (r) To borrow or raise or secure the payment of money in such manner as the Company shall think fit and in particular by the issue of debentures or debenture stock perpetual or otherwise charged upon all or any of the Company's property (both present and future) including its uncalled capital and to redeem or pay off any such securities.
- (s) To remunerate any person firm or company rendering any services to this Company whether by cash payment commission on profits or by the allotment to him or them of shares debentures or securities of the Company credited as paid up in full or in part or otherwise.
- (t) To pay all or any expenses incurred in connection with all negotiations agreements or other acts preliminary to the formation of the Company and in connection with the promotion formation and incorporation of the Company.
- (u) 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.
- (v) To sell improve manage develop lease mortgage dispose of turn to account or otherwise deal with all or any part of the property of the Company and as consideration for any such sale or other disposition to accept shares debentures or securities of any other company having objects altogether or in part similar to those of this Company.
- (w) To distribute among the members of the Company in kind any property of the Company and in particular any shares debentures or securities of other companies belonging to this Company or of which this Company may have power of disposing.
- (x) To do all or any of the above things as principals agents contractors trustees or otherwise and by or through trustees agents or otherwise and either alone or in conjunction with others.
- (y) To do all such other things as may be deemed incidental or conducive to the attainment of the above objects or any of them.

The objects set forth in any sub-clause of this clause shall except where otherwise expressed in such sub-clause be in nowise limited or restricted by reference to or inference from the terms of any other sub-clause and the Company shall have full power to exercise all or any of the powers conferred by any part of this clause in any part of the world.

4--The liability of the members is limited.

5--The share capital of the Company is £200 divided into 200 Ordinary Shares of £1 each. Upon any increase of capital the Company is to be at liberty to issue any new shares with any preferential deferred qualified or special rights privileges or conditions attached thereto.

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 DESCRIPTION OF SUBSCRIBERS.	Numbers of Shares taken by each Subscriber.
Baron Tobias Globe 18 Cross St York Company Directors	One Ordinary one ordinary
George Charles Dawson Elmwood Warren Road Blundellsands Chorley	One Ordinary One ordinary

Dated the 4 day of October, 1929.

Witness to the above Signatures of Baron Tobias Globe  
and George Charles Dawson:-

L. Hyman. Esq.  
Solicitor.  
Liverpool.





COMPANY LIMITED BY SHARES.

## Articles of Association

OF THE



# GLOBE BROTHERS ESTATES LIMITED.

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

2—No invitation shall be made to the public to subscribe for any shares or debentures of the Company.

3—The Company shall have a lien on every share whether fully paid up or not and Article 9 of Table A shall be varied accordingly.

4—The number of members of the Company (exclusive of persons 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 fifty provided for the 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.

5—The Directors may in their absolute and uncontrolled discretion decline to register any proposed transfer of shares.

6—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 herein otherwise provided two members personally present shall be a quorum.

7—Until otherwise determined by a General Meeting the number of Directors shall not be less than two nor more than five.

8—In Clause 88 of Table A the words "when the number of Directors exceed three" shall be omitted and the word "two" shall be substituted for the word "three" at the end of the clause.

9—The persons hereinafter named shall be the first Directors that is to say:—Baron Tobias Globe, of 18, Cook Street, Liverpool; Gertrude Globe, of "Nateby," 32, Aigburth Drive, Liverpool, wife of the said Baron Tobias Globe. The said Baron Tobias Globe shall be the Managing Director of the Company until he resigns the office or dies or ceases to hold at least 10 shares in the Company and while he retains the said office he shall have authority to exercise all the powers authorities and discretions by Table A as expressly or impliedly varied by these Articles expressed to be vested in the Directors and all the other Directors if any for the time being shall be under his control and shall be bound to conform to his directions in regard to the Company's business.

10--The qualification of a Director shall be the holding of at least 10 shares in the Company and it shall be his duty to comply with the provisions of Section 73 of the Companies (Consolidation) Act 1908.

11- The last five words "but for no other purpose" shall be omitted from Clause 89 of Table A.

12--A Director may hold any other office in the Company <sup>as an auditor</sup> in conjunction with the office of Director and on such terms as to remuneration and otherwise as the other Director or Directors may agree to.

13 --A resolution signed by all the Directors shall be valid and effectual as if it had been passed at a meeting of the Directors duly called and constituted.

14 -The office of a Director shall be vacated if the Director

- (A) Ceases to be a Director by virtue of Section 73 of The Companies (Consolidation) Act 1908 ; or
- (B) Becomes bankrupt; or
- (C) Is found lunatic or becomes of unsound mind; or
- (D) If he or she gives the Company seven days' notice in writing of his or her intention to resign his or her office.

15--A Director may enter into contracts or arrangements or have dealings with the Company and shall not be disqualified from office thereby nor shall he be liable to account to the Company for any profit arising out of any such contract arrangement or dealing to which he is a party or in which he is interested by reason of his being at the same time a Director of the Company provided the interest of such Director in such transaction shall have been disclosed to the other Director or Directors.

16--Clause 76 of Table A shall apply as if the words "at least" were struck out and the words "One Director" were substituted for the words "two Directors."

17- Subject to any direction to the contrary that may be given by the resolution sanctioning the increase of share capital all new shares shall be issued at such times in such manner upon such terms and conditions and with such rights priorities and privileges as the Directors shall determine.

18--The Directors may raise or borrow money for the purpose of the Company's business and for the other objects mentioned in the Company's Memorandum of Association and may secure the repayment of the same by mortgage or charge upon the whole or any part of the assets and property of the Company (present or future) including its uncalled or unissued capital and may issue loan certificates mortgages debentures or debenture stock either charged upon the whole or any part of the assets and property of the Company or not so charged and payable either to bearer or registered holder and either perpetual or redeemable and generally upon such terms and conditions as the Directors may determine. The Directors may redeem and pay off any loan mortgage or charge whether created by the Company or affecting any property acquired or to be acquired by it.

19- A Director may lend money to and may accept securities from the Company in such manner and upon such terms and conditions in all respects as the Directors shall think fit and the Company may create any mortgage charge or debenture in favour of a Director either by way of security for a loan or debt or by way of indemnity against any liability incurred by such Director on behalf of the Company.

20--A General Meeting shall be held once in every year at such time and place as may be prescribed by the Company in General Meeting or in default by the Directors.

21--With the consent in writing of all the Directors for the time being a General Meeting may be convened on a shorter notice than seven days and in any manner they think fit and Clause 49 of Table A shall be modified accordingly.

22--In Clause 66 of Table A the words "or adjourned meeting as the case may be" shall be inserted immediately before the word "at."

23--An instrument appointing a proxy may appoint several persons in the alternative.

24--The Statutory General Meeting of the Company shall be the Ordinary General Meeting for the year 1929.

25--Any notice if given by post shall be deemed to have been served at the time when the letter containing the same is put into the post office and in proving the giving of the notice it shall be sufficient to prove that the letter containing the notice was properly addressed and put into the post office.

26--A copy of the balance sheet and report mentioned in Clause 107 of Table A shall for seven days previous to the meeting be kept at the office of the Company open for the inspection of members. Such balance sheet and report shall however not be circulated and no copy of or extract from the same shall be taken or made.

27--If the Company shall be wound up whether voluntarily or otherwise the liquidators may with the sanction of an Extraordinary Resolution divide among the contributories in specie or kind any part of the assets of the Company and may with the like sanction vest any part of the assets of the Company in trustees upon such trusts for the benefit of the contributories or any of them as the liquidators with the like sanction shall think fit.

28--Clauses, 2, 5, 35 to 40 (both inclusive), 46, 51, 68, 70, 73, 77, 108 and 111 of Table A shall not apply to this Company.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS.

Baron Tobias Bloch  
18 Court St Liverpool

Company Director

George Charles Dawson

Glenrosa

Warren Road

Blundellsands

Chas

DATED this 4 day of October, 1929.

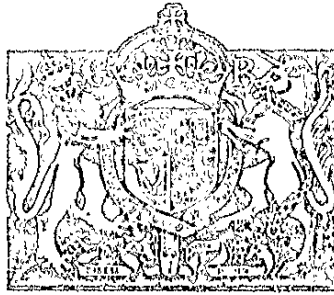
Witness to the above signatures of Baron Tobias Bloch  
and George Charles Dawson:-

L. Hyman. Esq.

Solicitor.

Liverpool.

No. 242985



# Certificate of Incorporation

I Hereby Certify,

That

GLORE BROTHERS ESTATES 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 Fifteenth day of October One Thousand Nine Hundred and twenty-nine.

Registrar of Joint Stock Companies.

Certificate received by

*S. J. Wyatt for Pearce Wyatt & Co.*  
*88 Chancery Lane* Date *15<sup>th</sup> Oct 1929*

No. of Company 242985-190

J.S. 40<sup>A</sup>

The Companies Act, 1929.

H. T. WOODROW & CO. LTD.  
Legal Printers and Stationers  
3, 5 & 7, Cook Street,  
LIVERPOOL, 2.  
S. 101-2-35.

# Extraordinary Resolution

(Pursuant to Section 117 (1) of the Companies Act, 1929)



of Globe Brothers Ltd. LIMITED.

The blanks in this heading may be filled up in writing

Passed 1<sup>st</sup> May 1935.

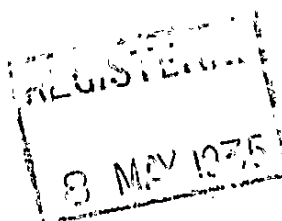
At an EXTRAORDINARY GENERAL MEETING of the above-named Company duly convened and held at 5 Castle Street Liverpool

on the First day of May 1935, the subjoined Extraordinary Resolution was duly passed, viz.:—

## RESOLUTION.

"That the Capital of the Company be increased to Three hundred pounds, by the creation of One hundred new Shares of One pound each."

The Extraordinary Resolution must be printed on this space and not affixed to or written on it



Revised by:

Signature

Geo. Woodrow

To be signed  
by a Director,  
Manager, Secre-  
tary, or other  
duly authorized

Number of  
Certificate

242985

299



# The Companies Act, 1929.

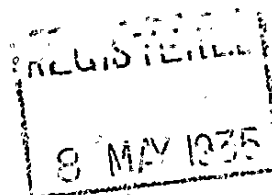
## STATEMENT OF INCREASE OF NOMINAL CAPITAL

OF

*Essex Brothers Ltd.*

*Limited.*

Pursuant to s. 112 of 54 and 55 Vict., ch. 39 (Stamp Act, 1891) as amended by  
s. 7 of 62 and 63 Vict., ch. 9 Finance Act, 1899).



NOTE.—The Stamp Duty on an increase of Nominal Capital is Twenty Shillings for every £100 or fraction of £100.

This Statement is to be filed with the Notice of Increase registered under  
Section 52 of the Companies Act, 1929.

Telegrams: "WOODROW, LIVERPOOL."

Telephone: BANK 730 (3 Lines).

**H. T. WOODROW & CO. LTD.,**

Joint Stock Company Printers, Publishers, Stationers,  
and Registration Agents,

3, 5 & 7, COOK STREET, LIVERPOOL.

S/SIL. 13/52.

Presented by

# THE NOMINAL CAPITAL

OF

*Edwin Brothers & Co. Ltd.* Limited

has been increased by the addition thereto of the sum of

*One hundred* Pounds,

(*£100*) divided into *one hundred ordinary*

Shares of *One pound* each beyond the Registered

Capital of *Two hundred pounds*

Signature *Geo. C. Dawson*

Officer *Secretary*

Dated the *3rd* day of

*May* 1935

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



No. of Company... *242... 985 360*

Form No. 10.

# THE COMPANIES ACT, 1929.

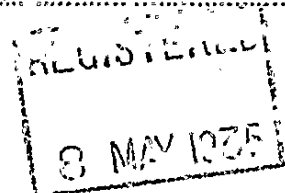


## Notice of Increase in Nominal Capital

*Pursuant to Section 52.*

Name  
of  
Company

*Glen Brothers & Co.*  
*Limited.*



This Notice, accompanied by a printed copy of the Resolution authorising the Increase, must be forwarded to the Registrar of Companies within 15 days after the passing of the said Resolution.

Telegrams : "WOODROW, LIVERPOOL."

Telephone : BANK 730 (3 Lines).

**H. T. WOODROW & CO. LTD.,**

Joint Stock Company Printers, Publishers, Stationers,  
and Registration Agents,

3, 5 & 7, COOK STREET, LIVERPOOL.

S/15002. 4/8/32.

Presented by.....

.....

.....

..... *Globe Builders Ltd* ..... Limited.

hereby gives you notice, pursuant to Section 52 of the Companies Act, 1929, that by

(a) *Extraordinary* ..... Resolution of the Company dated the *7th* .....

day of *May* ..... 19*35*, the nominal Capital of the Company has

been increased by the addition thereto of the sum of £ *100* ..... beyond

the registered Capital of £ *200* .....

The additional Capital is divided as follows:—

Number of Shares	Class of Share	Nominal Amount of each Share
<i>100</i>	<i>Ordinary</i>	<i>£ 1 —</i>

The conditions (e.g., voting rights, dividends, etc.) subject to which the new Shares have been or are to be issued are as follows:

*The new shares are issued on similar conditions to the existing ordinary shares*

(If any of the new Shares are Preference Shares state whether they are redeemable or not.)

(Signature)..... *Geo. Dawson* .....

(b)..... *Secretary* .....

Dated the *3rd* ..... day of *May* ..... 19*35*

(a) "Ordinary," "Extraordinary" or "Special."

(b) State whether Director or Manager or Secretary

No. of Company 242985.

315  
The Companies Act, 1929.



## Extraordinary Resolution

(Pursuant to Section 117 (1) of the Companies Act 1929)

OF

## GLOBE BROTHERS ESTATES LIMITED.

Passed 4th April, 1938.

REGISTERED  
13 APR 1938

At an EXTRAORDINARY GENERAL MEETING of the above-named Company, duly convened and held at the Office of Owen, Dawson and Wynn-Evans, 5, Castle Street, Liverpool, on the fourth day of April, 1938, the subjoined EXTRAORDINARY RESOLUTION was duly passed, viz:—

### RESOLUTION.

"That the capital of the Company be increased to £4,000 by the creation of 3,700 Preference Shares of one pound each. And that the rights privileges and conditions following be attached to such Preference Shares, that is to say:—

- (A) The said Preference Shares shall carry the right to a fixed cumulative preferential dividend at the rate of 5 per cent. per annum on the capital paid up thereon respectively payable as a first charge out of the profits of the Company.
- (B) The said Shares shall rank as regards capital *pari passu* with the Ordinary Shares.
- (C) The holders of the said Preference Shares shall not as such be entitled to any vote.
- (D) The Company is to be at liberty from time to time to create and issue further Preference Shares ranking in all respects *pari passu* with the said 3,700 Preference Shares.
- (E) The Company is to be at liberty at any time and from time to time prior to the fourth day of April 1960 by three months' notice in writing to redeem at par all or any of the said Preference Shares."

*Owen Dawson*

*Secretary*

No. of Company. 242985

Form No. 10.

# THE COMPANIES ACT, 1929.



## Notice of Increase in Nominal Capital

Pursuant to Section 52.

REGISTERED

13 APR 1938

Name  
of  
Company

GLOBE BROTHERS ESTATES

Limited.

This Notice, accompanied by a printed copy of the Resolution authorising the Increase, must be forwarded to the Registrar of Companies within 15 days after the passing of the said Resolution.

Telegrams : "WOODROW, LIVERPOOL."

Telephone : BANK 730 (3 Lines).

**H. T. WOODROW & CO. LTD.,**  
Joint Stock Company Printers, Publishers, Stationers,  
and Registration Agents,

3, 5 & 7, COOK STREET, LIVERPOOL.

S/18002. 4/5/32.

Presented by.....OWEN,.....DAWSON.....&.....MYN-EVANS.....

.....5 CASTLE STREET,.....

.....LIVERPOOL.....



hereby gives you notice, pursuant to Section 52 of the Companies Act, 1929, that by

(a) Extraordinary Resolution of the Company dated the Fourth

day of April 1938, the nominal Capital of the Company has

been increased by the addition thereto of the sum of £. 3,700 beyond

the registered Capital of £.300

The additional Capital is divided as follows :—

Number of Shares	Class of Share	Nominal Amount of each Share
3,700	Five per cent Cumulative Preference	One pound

The conditions (e.g., voting rights, dividends, etc.) subject to which the new

Shares have been or are to be issued are as follows :

The new Preference Shares shall carry the right to a fixed cumulative preferential dividend at the rate of 5 per cent per annum as a first charge out of the profits of the Company.  
 They shall rank as regards capital pari passu with the Ordinary Shares.  
 The holders of the said Preference Shares shall not as such be entitled to any vote.  
 The Company is to be at liberty from time to time to create and issue further Preference Shares ranking in all respects pari passu with the said 3,700 Preference shares.  
 The Company is to be at liberty at any time and from time to time prior to the 4th day of April 1960 by three months' notice in writing to redeem at par all or any of the said Preference Shares.  
 (If any of the new Shares are Preference Shares state whether they are redeemable or not.)

(Signature) E. C. Dawson

(b) Secretary

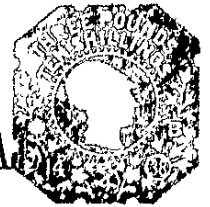
Dated the Eleventh day of April 1938

(a) "Ordinary," "Extraordinary" or "Special."

(b) State whether Director, or Manager, or Secretary.

Number of } 212985  
Certificate } 317

# The Companies Act, 1929.



## STATEMENT OF INCREASE OF NOMINAL CAPITAL OF

GLOBE BROTHERS ESTATES

*Limited.*

REGISTERED

13 APR 1938

Pursuant to s. 112 of 54 and 55 Vict., ch. 39 (Stamp Act, 1891) as amended by  
s. 41 of 23 and 24 Geo., 5 ch. 19 (Finance Act, 1933).

NOTE.—The Stamp Duty on an increase of Nominal Capital is Ten  
Shillings for every £100 or fraction of £100.

This Statement is to be filed with the Notice of Increase registered under  
Section 52 of The Companies Act, 1929.

Telegrams : "WOODROW, LIVERPOOL."

Telephone : BANK 730 (3 Lines).

H. T. WOODROW & CO. LTD.,  
Limited Company Printers, Publishers, Stationers,  
and Registration Agents,

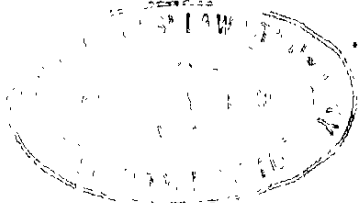
3, 5 & 7, COOK STREET, LIVERPOOL, 2.

S/3920 11/37.

Presented by

OWEN, JACKSON & WYNNE-EDWARDS

5 CASTLE STREET, LIVERPOOL



# THE NOMINAL CAPITAL

OF

.....GLOBE BROTHERS ESTATES.....*Limited*

*has been increased by the addition thereto of the sum of.*

.....Three thousand seven hundred - - - - - Pounds,

(£3,700.....) *divided into* Three thousand seven hundred

Preference - - - - -

*Shares of* One pound.....*each beyond the Registered*

*Capital of* Three hundred pounds.....

Signature.....*W. C. Dawson*.....

Officer.....Secretary.....

Dated the.....Eleventh.....day of

.....April.....19.38

---

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



## Extraordinary Resolution

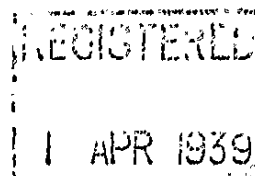
(Pursuant to Section 117 (1) of the Companies Act 1929)

OF

## GLOBE BROTHERS ESTATES

LIMITED.

Passed 29th March, 1939.



At an EXTRAORDINARY GENERAL MEETING of the above-named Company, duly convened and held at the Registered Office of the Company, 18, Cook Street, Liverpool, on the 29th day of March, 1939, the subjoined EXTRAORDINARY RESOLUTION was duly passed, viz. :—

### RESOLUTION.

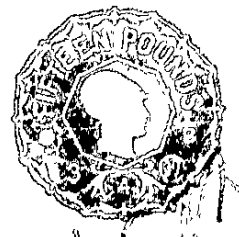
That the capital of the Company be increased to £7,000 by the creation of 3,000 Preference Shares of One pound each and that the rights privileges and conditions to be attached to such shares shall be the same as those under which the first issue of 3,700 Preference Shares was made as amended subsequently by the written consent of the holders of the said first issue and which amended rights privileges and conditions are as follows :—

- Loe C Dawson*
- (A) The said Preference Shares shall carry the right to a fixed cumulative preferential dividend at the rate of 4 per cent. per annum on the capital paid up thereon respectively payable as a first charge out of the profits of the Company.
  - (B) The said Shares shall rank both as regards dividend and return of capital *pari passu* with any further Preference Shares created as hereinafter mentioned and in priority to all other shares in the Company but shall not confer any further right to participate in profits or assets.
  - (C) The Company is to be at liberty from time to time to create and issue further Preference Shares ranking in all respects *pari passu* with the said 3,700 Preference Shares.
  - (D) The Preference Shares shall not confer any right of voting at any General Meeting of the Company nor shall they qualify any person to be a Director of the Company.
  - (E) In the event of the Company being wound up the surplus assets thereof shall be applied in the first place in repaying to the holders of the said Preference Shares and of any other Shares entitled to rank *pari passu* with them the full amount paid up thereon and subject as aforesaid such surplus assets shall belong to and be divided amongst the other members of the Company.
  - (F) The Directors shall be and they are hereby authorised to issue the said Preference Shares to such persons and to be paid for by such instalments or otherwise as they think fit and without being bound to offer the same or any of them to existing members of the Company.
  - (G) The Directors may in their absolute and uncontrolled discretion decline to register any proposed transfer of the shares.
- Loe C Dawson*



Number of }  
Certificate } 242985

324



# The Companies Act, 1929.

REGISTERED  
1 APR 1939

## STATEMENT OF INCREASE OF NOMINAL CAPITAL OF

*Globe Brothers Ltd.*  
*Limited.*

Pursuant to s. 112 of 54 and 55 Vict., ch. 39 (Stamp Act, 1891) as amended by  
s. 41 of 23 and 24 Geo., 5 ch. 19 (Finance Act, 1933).

NOTE.—The Stamp Duty on an increase of Nominal Capital is Ten  
Shillings for every £100 or fraction of £100.

This Statement is to be filed with the Notice of Increase registered under  
Section 52 of The Companies Act, 1929.

Telegrams : "WOODROW, LIVERPOOL."

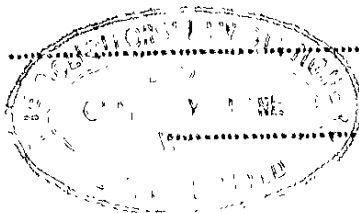
Telephone : BANK 730 (3 Lines).

H. T. WOODROW & CO. LTD.,  
Limited Company Printers, Publishers, Stationers,  
and Registration Agents,

3, 5 & 7, COOK STREET, LIVERPOOL, 2.

S/3029 11/37.

Presented by



# THE NOMINAL CAPITAL

OF

*Globe Products Ltd* Limited

has been increased by the addition thereto of the sum of

*Three thousand* Pounds,

(£ *3,000* ) divided into *three thousand* Pounds

Shares of *One pound* each beyond the Registered

Capital of *five thousand pounds*

Signature *Geo. Dawson*

Officer *Secretary*

Dated the *30* day of

*June* 19 *39*

---

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

No. of Company... 242985-17

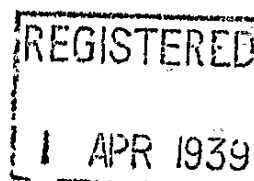
Form No. 10

# THE COMPANIES ACT, 1929.



## Notice of Increase in Nominal Capital

Pursuant to Section 52.



Name  
of  
Company

Globe Brothers Ltd.

Limited.

This Notice, accompanied by a printed copy of the Resolution authorising the Increase, must be forwarded to the Registrar of Companies within 15 days after the passing of the said Resolution.

Telegrams: "WOODROW, LIVERPOOL."

Telephone: BANK 730 (3 lines).

H. T. WOODROW & CO. LTD.,

Limited Company Printers, Publishers, Stationers,  
and Registration Agents.

3, 5 & 7, COOK STREET, LIVERPOOL, 2.

S/2370. 8/36.

Presented by

*[Signature]*

8-  
APR 1939

*Globe Brothers Ltd.* Limited hereby gives you notice, pursuant to Section 52 of The Companies Act, 1929, that by (a) *Extraordinary* Resolution of the Company dated the *29<sup>th</sup>* day of *March* 19*39*, the nominal capital of the Company has been increased by the addition thereto of the sum of £ *3000* beyond the registered capital of £ *4000*

The additional capital is divided as follows:—

Number of Shares	Class of Share	Nominal Amount of each Share
<i>3000</i>	<i>Four per cent cumulative preference</i>	<i>One pound</i>

The conditions (e.g., voting, rights, dividends, etc.) subject to which the new shares have been or are to be issued are as follows:—

*These are set out in the Annual general resolution*

*The Preference shares are not redeemable*

(If any of the new shares are Preference Shares state whether they are redeemable or not).

(Signature)

*Geo C Dawson*

(b)

*Secretary*

Dated the *30* day of *March* 19*39*

"Ordinary" or "Extraordinary" or "Special."

VIZ. : —

### RESOLUTION.

That the capital of the Company be increased to £7,000 by the creation of 3,000 Preference Shares of One pound each and that the rights privileges and conditions to be attached to such shares shall be the same as those under which the first issue of 3,700 Preference Shares was made as amended subsequently by the written consent of the holders of the said first issue and which amended rights privileges and conditions are as follows :—

- GEO. C. DAWSON*
- (A) The said Preference Shares shall carry the right to a fixed cumulative preferential dividend at the rate of ~~£5~~ per cent. per annum on the capital paid up thereon respectively payable as a first charge out of the profits of the Company.
  - (B) The said Shares shall rank both as regards dividend and return of capital *pari passu* with any further Preference Shares created as hereinafter mentioned and in priority to all other shares in the Company but shall not confer any further right to participate in profits or assets
  - (C) The Company is to be at liberty from time to time to create and issue further Preference Shares ranking in all respects *pari passu* with the said 6,700 Preference Shares.
  - (D) The Preference Shares shall not confer any right of voting at any General Meeting of the Company nor shall they qualify any person to be a Director of the Company.
  - (E) In the event of the Company being wound up the surplus assets thereof shall be applied in the first place in repaying to the holders of the said Preference Shares and of any other Shares entitled to rank *pari passu* with them the full amount paid up thereon and subject as aforesaid such surplus assets shall belong to and be divided amongst the other members of the Company.
  - (F) The Directors shall be and they are hereby authorised to issue the said Preference Shares to such persons and to be paid for by such instalments or otherwise as they think fit and without being bound to offer the same or any of them to existing members of the Company.
  - (G) The Directors may in their absolute and uncontrolled discretion decline to register any proposed transfer of the shares.

*GEO. C. DAWSON*

GEO. C. DAWSON,

Secretary.

Number of } 242,985  
Certificate }



# The Companies Act, 1929.

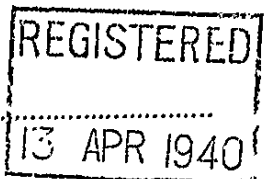
41091

## STATEMENT OF INCREASE OF NOMINAL CAPITAL

OF

*Swiss Brothers Ltd.*

*Limited.*



Pursuant to s. 112 of 54 and 55 Vict., ch. 39 (Stamp Act, 1891) as amended by  
s. 41 of 23 and 24 Geo., 5 ch. 19 (Finance Act, 1933).

NOTE.—The Stamp Duty on an increase of Nominal Capital is Ten Shillings for every £100 or fraction of £100.

This Statement is to be filed with the Notice of Increase registered under Section 52 of The Companies Act, 1929.

Telegrams : "WOODROW, LIVERPOOL."

Telephone : BANK 730 (3 Lines).

**H. T. WOODROW & CO. LTD.,**  
Limited Company Printers, Publishers, Stationers,  
and Registration Agents,  
3, 5 & 7, COOK STREET, LIVERPOOL, 2.

SP320 11/31.

Presented by



# THE NOMINAL CAPITAL

OF

*Globe Bookers Estates* Limited

has been increased by the addition thereto of the sum of

*Two thousand* Pounds,

(£ *2,000* ) divided into *2,000* *2s 6d* per cent.

*Cumulative Preference*

Shares of *One pound* each beyond the Registered

Capital of *Seven thousand pounds*

Signature *W. C. Dawson*

Officer *Secretary*

Dated the *12<sup>th</sup>* day of

*April* 19*40*

---

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

No. of Company. *242,985*

Form No. 10

# THE COMPANIES ACT, 1929.

## Notice of Increase in Nominal Capital

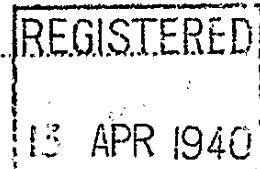
*Pursuant to Section 52.*



Name  
of  
Company

*Globe Brothers Ltd*

*Limited.*



This Notice, accompanied by a printed copy of the Resolution authorising the Increase, must be forwarded to the Registrar of Companies within 15 days after the passing of the said Resolution.

Telegrams: "WOODROW, LIVERPOOL."

Telephone: BANK 730 (3 lines).

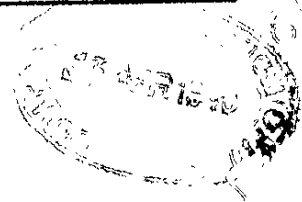
**H. T. WOODROW & CO. LTD.,**

Limited Company Printers, Publishers, Stationers,  
and Registration Agents.

3, 5 & 7, COOK STREET, LIVERPOOL, 2.

S/2270. 8/30.

Presented by .





*Slove Brothers Ltd.* Limited

hereby gives you notice, pursuant to Section 52 of The Companies Act, 1929, that by

(a) *Extraordinary* Resolution of the Company dated the *10<sup>th</sup>* day of *April* 19*40*, the nominal capital of the Company has been increased by the addition thereto of the sum of £*2,000* beyond the registered capital of £*7,000*

The additional capital is divided as follows:—

Number of Shares	Class of Share	Nominal Amount of each Share
<i>2,000</i>	<i>Three per cent Cumulative Preference</i>	<i>One pound</i>

The conditions (e.g., voting, rights, dividends, etc.) subject to which the new shares have been or are to be issued are as follows:—

*These are set out in the annexed printed Resolution*  
*The Preference shares are not redeemable*

(If any of the new shares are Preference Shares state whether they are redeemable or not).

(Signature) *Geo. C. Dawson*

(b) *Secretary*

Dated the *12* day of *April* 19*40*

#### RESOLUTION.

That the capital of the Company be increased to £9,000 by the creation of 2,000 further Preference Shares of One pound each and that the rights privileges and conditions to be attached to such shares shall be the same as those under which the first issue of 3,700 and second issue of 3,000 Preference Shares were made as amended subsequently by the written consent of the holders of the said first and second issues and which amended rights privileges and conditions are as follows :—

- (A) The said Preference Shares shall carry the right to a fixed cumulative preferential dividend at the rate of £3 per cent. per annum on the capital paid up thereon respectively payable as a first charge out of the profits of the Company.
- (B) The said Shares shall rank both as regards dividend and return of capital *pari passu* with any further Preference Shares created as hereinafter mentioned and in priority to all other shares in the Company but shall not confer any further right to participate in profits or assets.
- (C) The Company is to be at liberty from time to time to create and issue further Preference Shares ranking in all respects *pari passu* with the said Preference Shares already issued.
- (D) The Preference Shares shall not confer any right of voting at any General Meeting of the Company nor shall they qualify any person to be a Director of the Company.
- (E) In the event of the Company being wound up the surplus assets thereof shall be applied in the first place in repaying to the holders of the said Preference Shares and of any other Shares entitled to rank *pari passu* with them the full amount paid up thereon and subject as aforesaid such surplus assets shall belong to and be divided amongst the other members of the Company.
- (F) The Directors shall be and they are hereby authorised to issue the said Preference Shares to such persons and to be paid for by such instalments or otherwise as they think fit and without being bound to offer the same or any of them to existing members of the Company.
- (G) The Directors may in their absolute and uncontrolled discretion decline to register any proposed transfer of the shares.



Secretary.

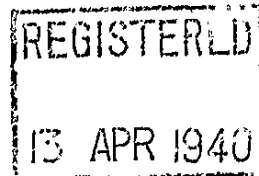


## Extraordinary Resolution

(Pursuant to Section 117 (1) of the Companies Act 1929)

OF

## GLOBE BROTHERS ESTATES LIMITED.



Passed 10th April, 1940.

At an EXTRAORDINARY GENERAL MEETING of the above-named Company, duly convened and held at the Registered Office of the Company, 18, Cook Street, Liverpool, on the 10th day of April, 1940, the subjoined EXTRAORDINARY RESOLUTION was duly passed, viz. :—

### RESOLUTION.

That the capital of the Company be increased to £9,000 by the creation of 2,000 further Preference Shares of One pound each and that the rights privileges and conditions to be attached to such shares shall be the same as those under which the first issue of 3,700 and second issue of 3,000 Preference Shares were made as amended subsequently by the written consent of the holders of the said first and second issues and which amended rights privileges and conditions are as follows :—

- (A) The said Preference Shares shall carry the right to a fixed cumulative preferential dividend at the rate of £3 per cent. per annum on the capital paid up thereon respectively payable as a first charge out of the profits of the Company.
- (B) The said Shares shall rank both as regards dividend and return of capital *pari passu* with any further Preference Shares created as hereinafter mentioned and in priority to all other shares in the Company but shall not confer any further right to participate in profits or assets.
- (C) The Company is to be at liberty from time to time to create and issue further Preference Shares ranking in all respects *pari passu* with the said Preference Shares already issued.
- (D) The Preference Shares shall not confer any right of voting at any General Meeting of the Company nor shall they qualify any person to be a Director of the Company.
- (E) In the event of the Company being wound up the surplus assets thereof shall be applied in the first place in repaying to the holders of the said Preference Shares and of any other Shares entitled to rank *pari passu* with them the full amount paid up thereon and subject as aforesaid such surplus assets shall belong to and be divided amongst the other members of the Company.
- (F) The Directors shall be and they are hereby authorised to issue the said Preference Shares to such persons and to be paid for by such instalments or otherwise as they think fit and without being bound to offer the same or any of them to existing members of the Company.
- (G) The Directors may in their absolute and uncontrolled discretion decline to register any proposed transfer of the shares.

*Secretary*

Secretary.

J.S. 47.

Number of  
Company

242985

It is essential  
that the Company's  
Number be given.

# The Companies Act, 1948.



[COPY]

## Special Resolution

\*(Pursuant to Section 141 (2) of the Companies Act, 1948).

OF

GLOBE BROTHERS ESTATES

Limited.

Passed 6<sup>TH</sup> DAY OF JUNE 1950

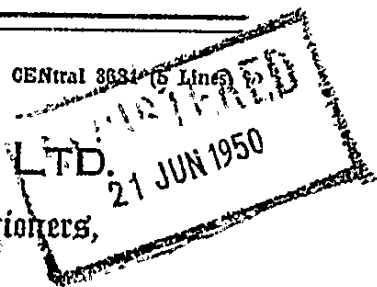
Telegrams: "WOODROW, LIVERPOOL."

Telephone: CENTRAL 3634 (5 Lines)

H. T. WOODROW & CO. LTD.

Limited Company Printers, Publishers, Stationers,  
and Registration Agents.

COOK STREET, LIVERPOOL, 2



Presented by

DEPT. NEED FOR FILING BY

H. T. WOODROW & CO. LTD.

COMPANY REGISTRATION AGENTS  
& LEGAL STATIONERS

5 & 7, COOK STREET, LIVERPOOL

\*NOTE.—A Resolution shall be a Special Resolution when it has been passed by a majority of not less than three-fourths of such members as, being entitled so to do, vote in person or where proxies are allowed by proxy, at a General Meeting of which not less than twenty-one days' notice specifying the intention to propose the Resolution as a Special Resolution, has been duly given: Provided that, if it is so agreed by a majority in number of the members having the right to attend and vote at any such meeting, being a meeting at which holding not less than ninety-five per cent in nominal value of the shares giving that right, or, in the case of a company not having a share capital, together representing not less than ninety-five per cent of the total voting rights at that meeting of all the members, a resolution may be proposed and passed as a Special Resolution at a meeting of which less than twenty-one days' notice has been given.

RECEIVED 21 JUL

Special Resolutions for filing at the Companies Registry must be **PRINTED**. Exempt Private Companies may file a copy in some other form (e.g. Writing, Typewriting) approved by the Registrar of Companies, except where a Resolution increases the Nominal Share Capital of the Company in which case all such Resolutions must be filed in **PRINTED** form. Where printing is not adopted the following Certificate **MUST** be completed :—

**EXEMPT PRIVATE COMPANY.**

"We certify that, to the best of our knowledge and belief, the conditions mentioned in subsection (2) of section one hundred and twenty-nine of the Companies Act, 1948, are satisfied at the date of this return and have been satisfied at all times since\*.....19.....

*Signed*.....*Director.*

*Signed*.....*Secretary.*

\*Insert "1st July, 1948" (the date of the commencement of The Companies Act, 1948) or, if the Company was registered after that date, the date on which it was registered, or, if the proviso to section 129 (1) of The Companies Act, 1948, has effect in relation to the Return, the date at which it was shown to the Board of Trade that the conditions mentioned in the certificate above were satisfied.

[COPY]

# Special Resolution

OF

GLOBE BROTHERS ESTATES

Limited.

At an EXTRAORDINARY GENERAL MEETING of the members of the  
above-named Company, duly convened, and held at 18 COOK  
STREET IN THE CITY OF LIVERPOOL

on the SIXTH day of JUNE 1950  
the following SPECIAL RESOLUTION WAS duly passed :—

“That Clause 9 of the Articles of Association of the Company  
be altered as follows :—

By the deletion therefrom of all words following  
the words ‘wife of the said Baron Tobias Globe.’”

Signature

of James B. Mason

The Companies Act, 1948. 03-25

COMPANY LIMITED BY SHARES

SPECIAL

## ~~Extraordinary~~ Resolution

OF

# GLOBE BROTHERS ESTATES LIMITED

Passed 15th June, 1964.

AT an EXTRAORDINARY GENERAL MEETING of the above-named Company, duly convened, and held at the Registered Office of the Company, 18 Cook Street, Liverpool, on the 15th day of June, 1964, the subjoined ~~Extraordinary~~ <sup>SPECIAL</sup> RESOLUTION was duly passed viz:—

### RESOLUTION.

1. That the provisions of the Company's Memorandum of Association with respect to its objects be altered by the deletion from Clause 3 of the Memorandum of paragraph (g) thereof and by the substitution therefor of the following paragraph namely:—

"(g) To establish or support or aid in the establishment or support of or subscribe to associations, institutions, funds, trusts and conveniences calculated to benefit and to grant pensions, gratuities and allowances to Directors or ex-Directors and servants or ex-servants of the Company or of any subsidiary, allied or associated company or the predecessors in business of any such company or the widows of such persons, and to make payments towards insurance for the purposes aforesaid, and to establish and maintain or procure the establishment and maintenance of any non-contributory or contributory pension or superannuation funds for the purposes aforesaid or any of them, and to subscribe or guarantee money for any charity or benevolent object or for any exhibition or for any public, general or useful object."

2. That the Articles of Association be amended by deleting Article 10 and substituting the following Article:—

"10. The qualification of a Director shall be the holding of at least two shares of any class in the Company and it shall be his duty to comply with the provisions of Section 73 of the Companies (Consolidation) Act 1908."

3. That the Articles of Association of the Company be amended by adding thereto the following new Article—

"29. The Directors on behalf of the Company may pay a pension or gratuity or allowance on retirement to any Director or ex-Director of the Company, or to his widow, and may make contributions to any fund and pay premiums for the purchase or provision of any such pension, gratuity or allowance, and may enter into any agreement with any such Director for the payment of any such pension, gratuity or allowance."

REGISTERED

1 JUL 1964

94

1 JUL 1964

AS AMENDED BY A SPECIAL RESOLUTION PASSED ON THE  
15th day of JUNE 1964

COMPANIES  
REGISTRATION

Chairman

The Companies Acts, 1908 to 1917.

365  
COMPANY LIMITED BY SHARES.

# Memorandum of Association

OF THE

## GLOBE BROTHERS ESTATES LIMITED.

(Amended by Special Resolution  
passed on the 15th day of June, 1964.)

REGISTERED

23. JUL 1964

1. The name of the Company is "GLOBE BROTHERS ESTATES 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 purchase for investment or resale and to traffic in land and houses and other property of any tenure and any interest therein and to create sell and deal in freehold and leasehold ground rents and to make advances upon the security of land or house or other property or any interest therein and generally to deal in and traffic by way of sale lease exchange or otherwise with land and house property and any other property whether real or personal wherever situate.

(B) To develop and turn to account any land acquired by or in which the Company is interested and in particular by laying out and preparing the same for building purposes constructing altering pulling down decorating maintaining furnishing fitting up and improving offices flats houses factories warehouses shops and buildings of all kinds and by planting paving draining farming cultivating letting on building lease or building agreement and by advancing money to and entering into contracts and arrangements of all kinds with builders tenants and others.

THE SOLICITORS LAW  
STATIONERY SOLICITORS LIMITED

COMPANIES REGISTRATION  
23 JUL 1964



- (c) To manage land buildings and other property wherever situate and whether belonging to the Company or not and to collect rents and income and to supply to tenants and occupiers and others refreshments attendance messengers light waiting rooms reading rooms meeting rooms lavatories laundry conveniences electric conveniences garages and other advantages.
- (d) To acquire and take over any business or undertaking carried on upon or in connection with any land or building which the Company may desire to acquire as aforesaid or become interested in and the whole or any of the assets and liabilities of such business or undertaking and to carry on the same or to dispose of remove or put an end thereto or otherwise deal with the same as may seem expedient.
- (e) To establish and carry on and to promote the establishment and carrying on upon any property in which the Company is interested of any business which may be conveniently carried on upon or in connection with such property and the establishment of which may seem calculated to enhance the value of the Company's interest in such property or facilitate the disposal thereof.
- (f) To carry on all or any of the businesses of builders and contractors decorators merchants and dealers in stone sand lime bricks timber hardware and other building requisites and tile and terra cotta makers carriers licensed victuallers and house and land agents.
- (g) To amalgamate with or to carry on any other business which may seem to the Company capable of being conveniently carried on in connection with the above or calculated directly or indirectly to enhance the value of or render profitable any of the Company's property or rights except the issuing of policies of assurance of human life. Provided that nothing herein contained shall empower the Company to carry on the business of assurance or to grant annuities within the meaning of the Assurance Companies Act 1909 as extended by the Industrial Assurance Act 1923 or to reinsure any risk under any class of assurance business to which that Act applies.
- (h) To enter into any agreement for sharing profits union of interest co-operation joint adventure reciprocal concession or otherwise with any person or company carrying on or engaged in or about to carry on or engage in any business or transaction which this Company is authorised to carry on or engage in or any business or

transaction capable of being conducted so as directly or indirectly to benefit this Company and to lend money to guarantee the contracts of or otherwise assist any such person or Company and to take or otherwise acquire shares and securities of any such Company and to sell hold re-issue with or without guarantee or deal otherwise with the same.

- (i) To enter into any arrangements with any Governments or authorities supreme or municipal local or otherwise that may seem conducive to the Company's objects or any of them and to obtain from any such Government or authority any rights privileges and concessions which the Company may think it desirable to obtain and to carry out exercise and comply with any such arrangements rights privileges and concessions.
- (j) To take or otherwise acquire and hold shares in any other company having objects altogether or in part similar to those of this Company or carrying on any business capable of being conducted so as directly or indirectly to benefit this Company.
- (k) To let on lease mortgage sell dispose of or otherwise turn to account the undertaking of the Company or any part thereof for such consideration as the Company may think fit and in particular for shares debentures or securities of any other company purchasing the same.
- (l) To promote any other company for the purpose of acquiring all or any of the property and liabilities of this Company or for any other purpose which may seem likely directly or indirectly to benefit this Company.
- (m) Generally to build maintain purchase take on lease or in exchange hire or otherwise acquire any real and personal property and any rights or privileges which the Company may think necessary or convenient for the purposes of its business and in particular any land buildings easements trade marks patents machines plant and stock-in-trade.
- (n) To invest and deal with the monies of the Company not immediately required upon such securities and in such manner as may from time to time be determined.
- (o) To construct maintain and alter any buildings or works necessary or convenient for the purpose of the Company.
- (p) To lend money to such persons and on such terms as may seem expedient and in particular to persons having dealings with this Company or undertaking to build on

or improve any property in which the Company is interested and to guarantee the performance of contracts by any such persons.

- (Q) To establish or support or aid in the establishment or support of or subscribe to associations institutions funds trusts and conveniences calculated to benefit and to grant pensions gratuities and allowances to Directors or ex-Directors and servants or ex-servants of the Company or of any subsidiary allied or associated company or the predecessors in business of any such company or the widows of such persons and to make payments towards insurance for the purposes aforesaid and to establish and maintain or procure the establishment and maintenance of any non-contributory or contributory pension or superannuation funds for the purposes aforesaid or any of them and to subscribe or guarantee money for any charity or benevolent object or for any exhibition or for any public general or useful object.
- (R) To borrow or raise or secure the payment of money in such manner as the Company shall think fit and in particular by the issue of debentures or debenture stock perpetual or otherwise charged upon all or any of the Company's property (both present and future) including its uncalled capital and to redeem or pay off any such securities.
- (S) To remunerate any person firm or company rendering any services to this Company whether by cash payment commission on profits or by the allotment to him or them of shares debentures or securities of the Company credited as paid up in full or in part or otherwise.
- (T) To pay all or any expenses incurred in connection with all negotiations agreements or other acts preliminary to the formation of the Company and in connection with the promotion formation and incorporation of the Company.
- (U) 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.
- (V) To sell improve manage develop lease mortgage dispose of turn to account or otherwise deal with all or any part of the property of the Company and as consideration for any such sale or other disposition to accept shares debentures or securities of any other company having objects altogether or in part similar to those of this Company.

- (w) To distribute among the members of the Company in kind any property of the Company and in particular any shares debentures or securities of other companies belonging to this Company or of which this Company may have power of disposing.
- (x) To do all or any of the above things as principals agents contractors trustees or otherwise and by or through trustees agents or otherwise and either alone or in conjunction with others.
- (y) To do all such other things as may be deemed incidental or conducive to the attainment of the above objects or any of them.

The objects set forth in any sub-clause of this clause shall except where otherwise expressed in such sub-clause be in nowise limited or restricted by reference to or inference from the terms of any other sub-clause and the Company shall have full power to exercise all or any of the powers conferred by any part of this clause in any part of the world.

4. The liability of the members is limited.

5. The share capital of the Company is £200 divided into 200 Ordinary Shares of £1 each. Upon any increase of capital the Company is to be at liberty to issue any new shares with any preferential deferred qualified or special rights privileges or conditions attached thereto.

No: 242985

✓ 401  
THE COMPANIES ACTS 1948 to 1983

ORDINARY RESOLUTIONS OF GLOBE BROTHERS ESTATES LIMITED

At an Extraordinary General Meeting of the above named Company duly convened and held on the 4th day of July 1985 the following resolution was passed as an ordinary resolution:-

ORDINARY RESOLUTION (No. 1)

THAT the authorised share capital of the Company be and is hereby increased to £800,000 by the creation of 791,000 ordinary shares of One pound each such new ordinary shares rank pari passu in all respects with the existing 300 ordinary shares in the capital of the Company

ORDINARY RESOLUTION (No. 2)

THAT the sum of £750,600 being part of the amount now standing to the credit of the profit and loss account of the Company be capitalised and that the same be applied in making payment in full at par for 750,600 ordinary shares of One pound each in the capital of the Company such shares to be distributed as fully paid among the persons registered as holders of the issued ordinary shares in the capital of the company as at the 24th day of June 1985 at the rate of 5400 fully paid ordinary shares of One pound for each issued ordinary shares of one pound in the capital of the company held by such shareholders respectively such new ordinary shares to rank pari passu in all respects with the existing issued ordinary shares in the capital of the company.

CHAIRMAN

*A. H. O. L. Y.*

**Notice of increase in nominal capital**

Pursuant to section 63 of the Companies Act 1948

**10**Please do not  
write in this  
binding marginPlease complete  
legibly, preferably  
in black type, or  
bold block lettering

To the Registrar of Companies

For official use Company number

402

242985

Name of Company

GLOBE BROTHERS ESTATES

Limited\*

\*delete if  
inappropriate

hereby gives you notice in accordance with section 63 of the Companies Act 1948 that by [ordinary]

[extraordinary] [special] resolution of the company dated 4th July 1985

the nominal capital of the company has been increased by the addition thereto of the sum of  
£ 791,000 beyond the registered capital of £ 9,000+delete as  
appropriate**Note**This notice and a  
printed copy of  
the resolution  
authorising the  
increase must be  
forwarded to the  
Registrar of  
Companies  
within 15 days  
after the passing  
of the resolutionA printed copy of the resolution authorising the increase is forwarded herewith  
The additional capital is divided as follows:

Number of shares	Class of share	Nominal amount of each share
791,000	Ordinary	£1

(If any of the new shares are preference shares state whether they are redeemable or not)  
The conditions (eg. voting rights, dividend rights, winding-up rights etc.) subject to which the new  
shares have been or are to be issued are as follows: rank pari passu in all respect  
with the existing Ordinary Shares in the capital of the Company.

Please tick here if  
continued overleaf

Signed

[Director] [Secretary] Date

4/7/85.

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

Messrs. Alsop Stevens,  
Solicitors,  
290 India Buildings,  
Water Street,  
Liverpool.

L2 ONH



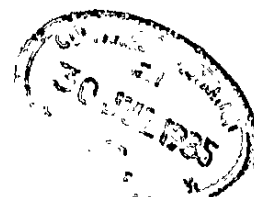
Printed and supplied by:-

Jordan & Sons Limited Company Formation and Information Services Stationers and Publishers  
Jordan House, 47 Brunswick Place, London N1 6EE Telephone 01-253 3030 Telex 261010

For official use

General section

Post room



No: 242985

✓ 401  
THE COMPANIES ACTS 1948 to 1983

ORDINARY RESOLUTIONS OF GLOBE BROTHERS ESTATES LIMITED

At an Extraordinary General Meeting of the above named Company duly convened and held on the 4th day of July 1985 the following resolution was passed as an ordinary resolution:-

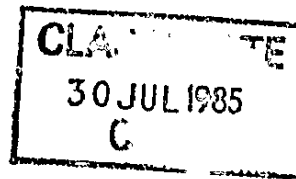
ORDINARY RESOLUTION (No. 1)

THAT the authorised share capital of the Company be and is hereby increased to £800,000 by the creation of 791,000 ordinary shares of One pound each such new ordinary shares rank pari passu in all respects with the existing 300 ordinary shares in the capital of the Company

ORDINARY RESOLUTION (No. 2)

THAT the sum of £750,600 being part of the amount now standing to the credit of the profit and loss account of the Company be capitalised and that the same be applied in making payment in full at par for 750,600 ordinary shares of One pound each in the capital of the Company such shares to be distributed as fully paid among the persons registered as holders of the issued ordinary shares in the capital of the company as at the 24th day of June 1985 at the rate of 5400 fully paid ordinary shares of One pound for each issued ordinary shares of one pound in the capital of the company held by such shareholders respectively such new ordinary shares to rank pari passu in all respects with the existing issued ordinary shares in the capital of the company.

CHAIRMAN



# A

## THE COMPANIES ACTS 1948 TO 1976

### Notice of new accounting reference date given after the end of an accounting reference period

Pursuant to section 3(2) of the Companies Act 1976

# 3a

Please do not write in this binding margin ↓

To the Registrar of Companies

For official use

403

Company number

242985

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

Name of company

Globe Brothers Estates Limited \*

\* delete if inappropriate

#### Note

Please read notes 1 to 5 overleaf before completing this form.

hereby gives you notice in accordance with section 3(2) of the Companies Act 1976 that the company's new accounting reference date on which the previous accounting reference period and each subsequent accounting reference period of the company is to be treated as coming, or as having come, to an end is as shown below:

Day Month

30 06

† delete as appropriate

The previous accounting reference period of the company is to be treated as [shortened] [extended]† and [is to be treated as having come to an end] [will come to an end]† on

Day Month Year

30 06 1985

‡ delete as appropriate

The company is a [subsidiary] [holding company]‡ of

Anglo Metropolitan Holdings Ltd, company number 884274

the accounting reference date of which is

30th June

§ delete as appropriate

Signed H. E. Lunge [Director] [Secretary]§ Date 30th October 1985

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

HEC/10476

Form F104 (No. 3a)

© Fourmat Publishing  
27/28 St. Albans Place  
London N1 0NX  
February 1981



HUGHES ALLEN  
INCORPORATED  
One Grosvenor Place, 477 City Road, London EC2A 4PU  
Tel: 01-477 0077

For official use  
General section

Post room





Company No. 242985

108  
The Companies Act 1985  
Company Limited by Shares

SPECIAL RESOLUTIONS

of

GLOBE BROTHERS ESTATES LIMITED

Passed underhand by the members the 27th day of September, 1985

RESOLUTIONS

- 1 That the 8,700 Preference Shares in the capital of the company be and are hereby duly converted into 8,700 Ordinary Shares of £1 each ranking pari passu with the existing Ordinary Shares of the company
- 2 That the Memorandum and Articles of Association of the company be and are hereby duly deleted and that the Memorandum and Articles of Association as attached hereto be and are hereby duly substituted therefor. to the exclusion of all previous Memoranda and Articles of Association of the company.

KEL/3602

  
Chairman



# MEMORANDUM OF ASSOCIATION

OF

GLOBE BROTHERS ESTATES LIMITED

(adopted by Special Resolution passed 27 September 1985)

1. The name of the Company is Globe Brothers Estates 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 business as dealers in property and estates, mortgage and insurance brokers, lessees and lessors, business agents, bailiffs, bailees, managing agents, estate developers and development agents; to purchase, take on lease, or in exchange or otherwise acquire any lands and buildings in England or elsewhere and any estate or interest in any rights connected with any such lands or buildings; to develop and turn to account any land acquired by or in which the Company is interested and in particular by laying out and preparing the same for building purposes, constructing, altering, pulling down, decorating, maintaining, furnishing, fitting up and improving the same; to acquire by purchase, lease, concession, grant, licence or otherwise such lands, buildings, leases, underleases, rights, privileges, stocks, shares and debentures in public or private companies, corporate or unincorporate, policies of insurance and other such property as the Company may deem fit and may acquire the same for the purposes of investment with a view to receiving income therefrom.



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 Guarantee or give security for the payment or performance of any contracts, debts, or obligations of any person, company or firm, for any purpose whatsoever, and to act as agents for the collection, receipt or payment of money and generally to act as agents for and render services to customers and others and generally to give any guarantee, security or indemnity.

D. To take on lease, purchase or in exchange, hire or otherwise acquire and hold for any interest or estate any buildings, lands, easements, privileges, rights, concessions, patent rights, patents, secret processes, licences, machinery, plant, stock-in-trade, and any real or personal property of any kind convenient or necessary for the purposes of or in connection with the Company's business or any department or branch thereof.

E. To apply for, purchase or otherwise acquire and hold any patents, licences, concessions, brevets d'invention, copyrights and the like, conferring any right to use or publish any secret or other information and to use, develop, exercise, or grant licences in respect of the property, rights and information so acquired.

F. To erect, build, construct, or reconstruct, lay down, alter, enlarge and maintain any factories, buildings, works, shops, stores, plant and machinery necessary or convenient for the Company's business and to contribute to or subsidise the construction, erection and maintenance of any of the aforesaid.

G. To subscribe for, take, purchase or otherwise acquire and hold, sell, deal with or dispose of any shares, stocks, debentures, debenture stocks, bonds, obligations and securities, guaranteed by any Company constituted on business in any part of the world and debentures, debenture stocks, bonds, obligations and securities guaranteed by any Government or Authority, Municipal, Parochial, Local or otherwise, within and without the United Kingdom and to subscribe for the same either conditionally or otherwise and to guarantee the subscription thereof and to enforce and exercise all rights and powers conferred by the ownership thereof.

H. To promote, by way of advertising the products and services of the Company in any manner and to reward customers or potential customers and to promote and take part in any scheme likely to benefit the Company.

I. To borrow or raise money and secure or discharge any debt or obligation of or binding on the Company in such manner as may be thought fit and in particular by mortgages of or charges upon the undertaking and all or any of the real or heritable and personal or moveable property (present and future) and the uncalled capital for the time being of the Company or by the creation and issue of debenture stock, debentures or other obligations or securities of any description.

J. To support, guarantee and/or secure either with or without

consideration the payment of any debenture stock, debentures, dividends, shares or moneys or the performance of engagements or contracts of any other Company or person and in particular (but without prejudice to the generality of the foregoing) of any Company which is, for the time being, the Company's holding company as defined by Section 736 of the Companies Act, 1985 or another subsidiary, as defined by the said section, of the Company's holding company or otherwise associated with the Company in business and to give indemnities and guarantees of all kinds and by way of security as aforesaid either with or without consideration to mortgage and charge the undertaking and all or any of the real and personal property and assets present or future, to issue debentures and debenture stock and collaterally or further to secure any securities of the Company by a Trust Deed or other assurance and to enter into partnership or any joint venture arrangement with any person, persons, firm or company.

K. To make advances to customers and others with or without security, and upon such terms as the Company may approve, and to guarantee the dividends, interest and capital of the stocks, shares or securities of any company of or in which the Company is a member or is otherwise interested.

L. To take part in the management, formation, control or supervision of the business or operation of any company or undertaking and for that purpose to appoint and remunerate any directors, experts or agents.

M. To employ experts to examine and investigate into the character, prospects, value, condition and circumstances of any undertakings and business concerns and generally of any property, assets or rights.

N. To draw, make, accept, endorse, negotiate, discount and execute promissory notes, bills of exchange and other negotiable instruments; to receive money on deposit or loan upon such terms as the Company may approve, and generally to act as bankers for customers and others.

O. To promote or establish or concur in promoting or establishing any other company whose objects shall include the taking over of or the acquisition of all or any of the assets or liabilities of this Company or the promotion of which shall be in any manner calculated to advance directly or indirectly the objects or interests of this Company and to hold, acquire, dispose of stocks, shares or securities issued by or any other obligations of any such company.

P. To deal with and invest the moneys of the Company not immediately required for the purposes of the business of the Company in or upon such investments and in such manner as the Company may approve.

Q. To accept payment for any rights or property sold or otherwise disposed of or dealt with by the Company, either in cash, by instalments or otherwise, or in partly or fully paid-up shares or stock of any corporation or company, with or without deferred or preferred or special rights or restrictions in respect of repayment of capital, dividend, voting or otherwise, or in mortgages or debentures or other securities of any corporation or company or partly in one mode and partly in another, and generally on such terms as the Company may determine and to hold, dispose of or otherwise deal with any stock, shares or securities so acquired.

R. To enter into any partnership or amalgamate with or enter into any arrangement for sharing profits, interests, or co-operative or enter into co-operation with any company, person or firm carrying on or proposing to carry on any business within the objects of this Company or which is capable of being carried on so as to benefit this Company, whether directly or indirectly and to acquire and hold, deal with, sell or dispose of any stock, shares or securities of or other interests in any such company, and to guarantee the contracts or liabilities of, otherwise assist or subsidise, any such company.

S. To pay for any right or property acquired by the Company either in cash or partly or fully paid-up shares with or without deferred or preferred or special rights or restrictions in respect of repayment of capital, dividend, voting or otherwise, or by any securities which the Company has power to issue, and generally on such terms and conditions as the Company may determine.

T. To develop, improve, manage, sell, turn or account, let on rent, royalty, exchange, share of profits or otherwise, grant easements, licences and other rights in or over, and in any other manner dispose of or deal with the undertaking and all or any of the assets and property for the time being of the Company for such consideration as the Company may think fit.

U. To acquire, purchase, take over and undertake part or all of the business, property, assets, liabilities and engagements of any firm, person or company carrying on any business the carrying on of which is calculated to benefit this Company or to advance its interests generally.

V. To aid in the support and establishment of any educational, scientific, religious or charitable institutions or trade associations or societies, whether such associations, societies or institutions be solely connected with the business carried on by the Company or its predecessors in business or not, and to maintain and institute any club, society or other organisation.

W. To grant pensions, gratuities, allowances and bonuses to employees or ex-employees, officers or ex-officers of the Company or its predecessors in business or the dependents of such persons and to maintain and establish or concur in maintaining funds, trusts or schemes, (whether contributory or non-contributory) with a view to providing pensions or other funds for any such persons or their dependents as aforesaid.

X. To distribute in specie any of the shares, debentures or securities of the Company or any proceeds of sale or disposal of any property of the Company between the members of the Company in accordance with the rights, 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.

Y. To do all or any of the above things in any part of the world, either alone as principals, or as agents, trustees, sub-contractors or otherwise.

Z. To do all such other things as may be deemed incidental or conducive to the attainment of the above objects or any of them.

It is hereby declared that the objects of the Company as specified in each of the foregoing sub-clauses of this Clause shall be separate and distinct objects of the Company and shall not in any way be limited by reference to any other sub-clauses or the order in which the same occur. The widest interpretation shall be given to the objects contained in each sub-clause of this Clause and shall not be restrictively construed and the objects contained therein shall not save where the context expressly so requires be in any way restricted or limited by inference from or reference to any other object or objects set forth in such sub-clause or from the terms of any other sub-clause. None of such sub-clauses or the objects mentioned therein or the powers thereby conferred shall be deemed ancillary to or subsidiary to the powers or objects specified in any other sub-clause.

4. The liability of the members is limited.
5. The share capital of the Company is £800,000 divided into 800,000 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
--	---

---

BARON TOBIAS GLOBE  
18 Cook Street  
Liverpool

One

Company Director

GEORGE CHARLES DAWSON  
'Glenrosa'  
Warren Road  
Blundellsands

One

Clerk

---

Dated the 4th day of October, 1929

WITNESS to the above signatures of Baron Tobias Globe and George Charles Dawson:-

L WYNN-EVANS  
Liverpool

Solicitor

# ARTICLES OF ASSOCIATION

OF

GLOBE BROTHERS ESTATES LIMITED

(As adopted by Special Resolution passed 27 September 1985)

## PRELIMINARY

1. The Company shall be a private company within the meaning of the Companies Act 1985 (hereinafter referred to as "the Act") and subject as hereinafter provided the regulations contained or incorporated in Table A in the Companies (Tables A to F) Regulations 1985 (hereinafter referred to as Table A) shall apply to the Company. Reference to any provision of the Act shall where the context so admits be construed as and include a reference to such provision as modified by any statute for the time being in force.
2. Regulations 23, 24, 61, 64, 74, 81, 84, 89, 94, 95 and 97 of Table A shall not apply to the Company, but the Articles hereinafter contained together with remaining regulations of Table A, but subject to the modifications hereinafter expressed, shall constitute the regulations of the Company.

## SHARES

3. Sections 89 to 94 inclusive of the Companies Act, 1985 shall apply to the Company in their entirety. Any Shares not accepted pursuant to the procedure set out therein shall be under the control of the Directors who may allot, grant options over or otherwise dispose of the same to such persons on such terms and in such manner as they think fit; provided that in the case of shares not accepted as aforesaid such shares shall not be disposed of on terms which are more favourable to the subscribers thereof than the terms on which they were offered to the Members.
4. Subject to Article 3 hereof, the Directors are unconditionally authorised for the purposes of Section 80 of the Companies Act 1985 to allot shares up to the amount of the share capital created on incorporation of the Company at any time or times during the period of five years from the date of incorporation.
5. The Company shall have the power to purchase its own shares in accordance with the Companies Act.





## LIEN

6. The Company shall have a first and paramount lien on every share (not being a fully paid share) for all moneys (whether presently payable or not) called or payable at a fixed time in respect of that share, but the Directors may at any time declare any share to be wholly or in part exempt from the provisions of this regulation. The Company's lien, if any, on a share shall extend to all dividends payable thereon.

## SHARE TRANSFERS

7. The Directors may in their absolute discretion, and without assigning any reason therefore, decline to register any transfer of any share, whether or not it is a fully paid share.
8. The instrument of transfer of a fully paid share shall be signed by or on behalf of the transferor and in the case of shares which are not fully paid up, the instrument of transfer shall in addition be signed by or on behalf of the transferee.

## PROCEEDINGS AT GENERAL MEETINGS

9. At any General Meeting a Resolution put to the vote of the Meeting shall be decided on a show of hands unless before or immediately following the declaration of the result of the show of hands a poll is demanded by the Chairman or any other Member present in person or proxy. Unless a poll be so demanded a declaration by the Chairman that a Resolution has on a show of hands been carried (whether unanimously or by a particular majority), or lost and an entry to that effect made in the book containing the minutes of the proceedings of the Meeting shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in such vote.

## DIRECTORS

10. Unless and until otherwise determined by the Company in General Meeting the number of Directors shall not be less than one nor more than ten. If at any time and from time to time there shall be only one Director of the Company, such Director may act alone in exercising all the powers and authorities vested in the Directors. The first Director or Directors of the Company shall be the person or persons named in the statement delivered to the Registrar of Companies in accordance with the Act.
11. A person may be appointed a Director notwithstanding that he has attained the age of seventy years and no Director shall be liable to vacate office by reason only of his attaining or having attained that or any other age.

12. The Director to retire by rotation in each year shall be the Director so nominated by the Board; in the event that no-one is so nominated, then Clause 74 of Table A shall apply.
13. Any Director may by notice in writing signed by him and deposited at the registered office of the Company appoint an alternate Director to act on his behalf. Such alternate Director must be either a Director of the Company, or a person approved by all the Directors for the time being of the Company. Every alternate Director shall during the period of his appointment be entitled to notice of Meetings of Directors and in the absence of the Director appointing him to attend and vote thereat as a Director, but his appointment shall immediately cease and determine if and when the Director appointing him ceases to hold office as a Director. A Director who is also an alternate Director shall be entitled in addition to his own vote to a separate vote on behalf of the Director whom he is representing.
14. Provided that he shall declare his interest in any contract or transaction a Director may vote as a Director in regard to any such contract or transaction in which he is interested or in respect of his appointment to any office or place of profit or upon any matter arising thereout and if he shall so vote his vote shall be counted.
15. The office of a Director shall be vacated:-
  - a. if by notice in writing delivered to the Company at its registered office or tendered at a meeting of the Directors he resigns the office of Director; or
  - b. if he becomes bankrupt or enters into any arrangement with his creditors; or
  - c. if he becomes of unsound mind; or
  - d. if he is prohibited from being a Director by reason of any order made under the Act; or
  - e. if he is removed from office by a resolution duly passed in accordance with the Act.

#### MANAGING DIRECTORS AND MANAGERS

16. The Directors may from time to time appoint one or more 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 be subject to retirement by rotation and shall be taken into account in determining the number of Directors to so retire, 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 terminated if he cease from any cause to be a Director.

17. A Managing Director 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 Directors may determine.

#### PROCEEDINGS OF DIRECTORS

18. The quorum necessary for the transaction of the business of the Directors may be fixed by the Directors and unless so fixed shall be the Managing Director on his own or any two Directors. Meetings of the Directors convened and held by way of telex, telephonic or other means of communication between Members of the Board shall constitute valid Meetings of the Board.

#### SECRETARY

19. The first Secretary of the Company shall be the person named in the statement delivered to the Registrar of Companies pursuant to the Act.

#### INDEMNITY

20. Subject to the provisions of the Act, and in addition to such indemnity as is contained in regulation 118 of Table A, every Director, officer or official of the Company shall be entitled to be indemnified out of the assets of the Company against all losses or liabilities incurred by him in or about the execution and discharge of the duties of his office.

---

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS

---

BARON TOBIAS GLOBE  
18 Cook Street  
Liverpool

Company Director

GEORGE CHARLES DAWSON  
'Glenrosa'  
Warren Road  
Blundell'sands

Clerk

---

Dated the 4th day of October, 1929

WITNESS to the above signatures of Baron Tobias Globe and George Charles Dawson:-

L WYNN-EVANS  
Liverpool

Solicitor

# G

COMPANIES FORM No. 225(1)

## Notice of new accounting reference date given during the course of an accounting reference period

# 225(1)

Please do not write in this margin

Pursuant to section 225(1) of the Companies Act 1985 as amended by Schedule 13 to the Insolvency Act 1986

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

To the Registrar of Companies  
(Address overleaf - Note 5)

For official use

Company number

--	--	--	--

242985
--------

Name of company

* GLOBE BROTHERS ESTATES LTD.
-------------------------------

\* Insert full name of company

gives notice that the company's new accounting reference date on which the current accounting reference period and each subsequent accounting reference period of the company is to be treated as coming, or as having come, to an end is

Day Month

3	0	0	9
---	---	---	---

**Note**  
Please read notes 1 to 4 overleaf before completing this formThe current accounting reference period of the company is to be treated as ~~shortened~~ [extended]† and ~~is to be treated as having come to an end~~ [will come to an end]† on

Day Month Year

3	0	0	9	1	9	8	8
---	---	---	---	---	---	---	---

† delete as appropriate

If this notice states that the current accounting reference period of the company is to be extended, and reliance is being placed on section 225(6)(c) of the Companies Act 1985, the following statement should be completed:

The company is a [subsidiary][holding company]† of Grainger Trust plc  
Chaucer Buildings, 57 Grainger Street, Newcastle upon Tyne.

NE24 3QH, company number 125575

the accounting reference date of which is 30th September in each year.

If this notice is being given by a company which is subject to an administration order and this notice states that the current accounting reference period of the company is to be extended AND it is to be extended beyond 18 months OR reliance is not being placed on section 225(6) of the Companies Act 1985, the following statement should be completed:

An administration order was made in relation to the company on \_\_\_\_\_ and it is still in force.

Signed \_\_\_\_\_ Designation SECRETARY Date 28th JANUARY 1988

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

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

For official Use  
General Section

Post room

