

No. of Company

352961

Form No. 41

Price Two pence

THE COMPANIES ACT, 1929.



A 5/- Companies
Registration Fee
Stamp must be
impressed here.

REGISTERED

13 MAY 1939

DECLARATION OF COMPLIANCE with the requirements of the Companies
Act, 1929, on application for registration of a Company.

Pursuant to Section 15 (2).

Insert the
Name of
the Company

S. E. Bate (Harborne)

LIMITED.

909

Presented for registration by

CHAS. DAVY & CO., LTD.,
Company Printers & Stationers.

Executive Offices & Works:

5, 6 & 7, MONKWELL STREET, LONDON, E.C.2.

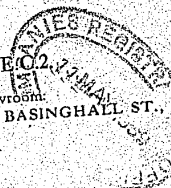
Showroom:

3, MILK STREET, CHEAPSIDE, E.C.2.

Showroom:

11, MASON'S AVENUE, BASINGHALL ST., E.C.2.

Telephone: NATIONAL 2363 (3 lines)



I, John Harry Guise
of 27 Leech Street, Breckley Hill, Staffs.
Accountants Clerk

(a) Here insert:
"A Solicitor of the
"Supreme Court
(or in Scotland
"an Enrolled Law
"Agent") "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 (1) a person named
in the Articles of Association as a Director

of S E Rate (Harbours)

Limited, and that all the requirements of the Companies Act, 1929, 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 Lerdsley Heath
in the County of Stafford

the Sixth day of May 1932

Before me

Geo. Green

A Commissioner for Oaths.

[or a Notary Public or
Justice of the Peace.]

J. H. Guise

NOTE—This Margin is reserved for binding and must not be written across.

No. of Company 352961 ¹³

Form No. 25.
Price Twopence.

THE STAMP ACT 1891.
(54 & 55 VIC., CH. 39.)

COMPANY LIMITED BY SHARES.



Statement of the Nominal Capital
OF

S. E. Bate (Harborne)

REGISTERED

13 MAY 1939

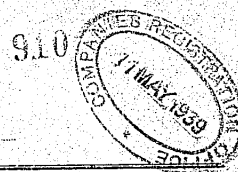
LIMITED.

Pursuant to Section 112 of the Stamp Act 1891, as amended by Section 7 of the Finance Act 1899, by Section 39 of the Finance Act 1920, and by Section 41 of the Finance Act 1933.

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

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

Presented for registration by



CHAS. DAVY & CO., LTD.,
Company Printers & Stationers.

Executive Offices & Works:

5, 6 & 7, MONKWELL STREET, LONDON, E.C.2.

Showroom:

3, MILK STREET, CHEAPSIDE, E.C.2.

Showroom:

11, MASON'S AVENUE, BASINGHALL, E.C.2.

Telephone: NATIONAL 2363 (3 lines)



THE NOMINAL CAPITAL

OF

S. E. Bate (Harborne) Limited,

is £ 100-0-0, divided into One Hundred

Shares of 1-0-0 each.

*Signature J. H. Guise

Officer Director

Dated the Sixth day of May 1939

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

NOTE—This margin is reserved for binding and must not be written upon.



352961 3

The Companies Act 1929.

COMPANY LIMITED BY SHARES

REGISTERED

13 MAY 1939

Memorandum of Association OF

S. E. Bate (Harborne) Limited.

1. The name of the Company is "S. E. BATE (HARBORNE) LIMITED."

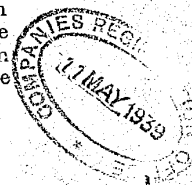
2. The registered office of the Company will be situate in England.

3. The objects for which the Company is established are—

(A) To carry on business as dealers, merchants and manufacturers of, bags, sacks, bagging, flax, hemp, jute, twine, barrels, casks, tubs, brewing utensils, vats, buckets, kegs, boxes, tubes, crates, packing cases, cans, bale strapping and fittings, therefor of every kind, whether made of metal, wood, cardboard, leather, fibre or other material.

(B) To carry on business as timber merchants, saw-mill proprietors, joiners, carpenters, cabinet makers, iron, steel and metal workers, tin and alloy manufacturers and workers; tanners and curriers, hardware dealers, storage contractors, warehousemen, wharfingers, cartage and haulage contractors and proprietors of motor transport and vehicles of all kinds.

(C) To carry on any other trade or business, whatsoever, which can in the opinion of the Board of Directors be advantageously carried on by the Company in connection with, or as ancillary to any of the above businesses or the general business of the Company.



- (D) To develop the resources of any property for the time being belonging to the Company in such manner as the Company may think fit.
- (E) To manage, purchase or otherwise acquire, take on lease or hire lands, houses, buildings, easements, properties, chattels, rights, secret processes, inventions, patents, copyrights, designs and trademarks or all or any of the business, property and liabilities of any person or company carrying on any business similar to that which this Company is authorised to carry on, or possessed of property suitable for the purpose of the Company, and pay for any assets acquired by the Company by shares, debentures, bonds, cash, or otherwise, either in this or any other company, whether fully paid or otherwise.
- (F) To form, promote, subsidise and assist companies, syndicates or partnerships of all kinds, and to issue on commission or otherwise underwrite, subscribe for, and take or guarantee the payment of any dividend or interest on any shares, stocks, debentures or other capital, or securities, or obligations of any such companies, syndicates or partnerships, and to pay or provide for brokerage commission and underwriting in respect of any such issue.
- (G) To enter into partnerships, or into any arrangement for sharing profits, union of interests, co-operation, reciprocal concessions, or otherwise, with any person or company, carrying on business within the objects of this Company.
- (H) To work, improve, manage, develop, lease, mortgage, charge, pledge, turn to account or otherwise deal with all or any part of the property of the Company, and to sell the property, business or 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.
- (I) To construct, erect, maintain, alter, replace or remove, any buildings, works, offices, erections, plant, machinery, tools, or equipment, as may seem desirable for any of the business or in the interests of the Company, and to manufacture, buy, sell and generally deal in any plant, tools, machinery, goods or things of any description which may be conveniently dealt with, in connection with any of the Company's objects.

se acquire, take on
buildings, easements,
processes, inventions,
trademarks or all or
and liabilities of any
y business similar to
prised to carry on, or
for the purpose of the
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er company, whether

into any arrangement
interests, co-operation,
wise, with any person
ess within the objects

develop, lease, mortgage, or otherwise deal with any part of the Company, and for undertaking of the same for such consideration as may be determined and in particular for the same in connection with any other company.

ter, replace or remove,
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as may seem desirable
the interests of the
buy, sell and generally
ery, goods or things of
veniently dealt with,
ompany's objects.

(L) To pay all or any expenses incurred in connection with the formation promotion and incorporation of the Company, and to pay commissions to and remunerate any person or company for services rendered in placing, or assisting to place, any of the shares in the Company's capital, or any debentures or other security of the Company, or in or about the formation or promotion of the Company or the conduct of its business.

(M) To remunerate any person, firm or company rendering services to this Company, whether by cash payment or by the allotment to him or them of shares or securities of the Company credited as paid up in full or in part or otherwise.

(N) To make donations to such persons, and in such cases, and either of cash or other assets, as the Company may think directly or indirectly conducive to any of its objects, or otherwise expedient.

(o) To distribute among the members in specie any property of the Company or any proceeds of sale, disposal, or realisation of any property of the Company, 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.

(p) To subscribe for, purchase or otherwise acquire, take, hold, or sell any shares or stock, debentures or debenture stock, or other securities, or obligations of any company, and to invest or lend any of the moneys of the Company not immediately required for its operations in such manner, with or without security, as the Directors may determine.

(c) To procure the Company to be registered or recognised in any country or place abroad.

(R) To appoint any person or persons, firm or firms, company or companies, to be the agent or agents of the Company, and to act as agents, managers, secretaries, contractors or in similar capacity.

- (s) To give credit to or guarantee, or become security for or for the performance of any contract by any person, firm, company, association or society which may be desirable in the interests of the Company.
- (t) To insure the life of any person who may, in the opinion of the Company, be of value to the Company, as having or holding for the Company interests, goodwill, or influence or other assets, and to pay the premiums on such insurance.
- (u) To promote, contribute to, or assist financially or otherwise any fund for the benefit, wholly or partly, of employees or ex-employees of the Company, or their relatives, children, or dependants, or any other charitable purpose, and to promote, enter into, and carry into effect any scheme for the sharing of profits with employees.
- (v) To do all or any of the above things in any part of the world, and either as principals, agents, contractors, trustees, or otherwise, and either alone or in conjunction with others.
- (w) To do all such acts or things as are incidental or conducive to the attainment of the above objects, or any of them.

It is hereby declared that the word "company" in this clause, except where used in reference to this Company, shall be deemed to include any partnership or other body of persons, whether incorporated or not incorporated, and whether domiciled in the United Kingdom or elsewhere, and whether now existing or hereafter to be formed.

/ 4. The liability of the members is limited.

/ 5. The Share Capital of the Company is £100 divided into 100 Shares of £1 each with power to increase the capital and to consolidate and sub-divide the same. The Shares in the original or any increased capital may be divided into several classes, or there may be attached thereto respectively any preferential, deferred or other special rights, privileges, conditions or restrictions as to dividends, capital, redemption, voting or otherwise.

NAMES AND ADDRESSES

In order to avoid queries names and addresses of the subscribers should be given in the printers copy.

WE, the several subscribers, do hereby certify that the above names are subscribed, and that the same are in pursuance of this agreement to take the shares of the Company set out in the schedule hereunto annexed.

NAMES, ADDRESSES

Geo

Manager

J

Accountant

Dated this
Witness to

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NAMES AND ADDRESSES OF SUBSCRIBERS.

In order to avoid queries and consequent delay, please write the names and addresses of the subscribers in CAPITAL LETTERS in the printers copy.

WE, the several persons whose names, addresses and descriptions are subscribed, are desirous of being formed into a Company in pursuance of this Memorandum of Association, and we respectively agree to take the number of shares in the capital of the Company set opposite our respective names.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS.

Number of Shares
taken by each
Subscriber.
(in words)

George Yates
134. Banns Road
Old Hill Staffs
Manufacturers Agent.

One

John Harry Guise,
27. Level Street.
Brierley Hill.
Staffs
Accountants Clerk

One

Dated this *6th* day of *May* 1939.
Witness to the above Signatures—

W. Jones
86 High Street.
Cradley Heath Staffs
Chartered Accountant.



352961

4

The Companies Act 1929.



COMPANY LIMITED BY SHARES.

REGISTERED

Articles of Association

13 MAY 1939

OF

S. E. Bate (Harborne) Limited.

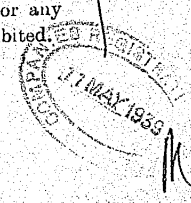
1. Subject as hereinafter provided, the Regulations contained in Table 'A' in the First Schedule to the Companies Act, 1929, shall apply to this Company.

2. Clauses 7, 64, 65, 66, 69, 71, 72, 82, 101 and 104 of Table 'A' shall not apply to the Company but the remaining clauses of Table 'A' subject to the modifications hereinafter expressed, and the clauses hereinafter contained, shall be the Regulations of the Company.

3. The Company is registered as a "Private Company," and accordingly—

- (A) The right to transfer the shares of the Company is restricted in manner hereinafter appearing; and
- (B) The number of the Members of the Company (not including persons who are in the employment of the Company and 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) is limited to fifty; and
- (C) Any invitation to the public to subscribe for any shares or debentures of the Company is prohibited.

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SHARES.

4. In clause 2 of Table 'A' the words "Ordinary Resolution" shall be substituted for the words "Special Resolution."

5. The Company (or the Directors on behalf of the Company) may exercise the powers of paying commission conferred by the Companies Act 1929 section 43, provided that the amount or rate per cent. of the commission paid or agreed to be paid shall be disclosed in the manner required by that section, and shall not exceed five per cent. of the price at which such shares are issued, or an amount equivalent thereto. The Company (or the Directors on behalf of the Company) may also, on the issue of shares, pay such brokerage as may be lawful.

6. The Company shall be entitled to treat the registered holder of any share as the absolute owner, and it shall not be bound to recognise any trust, charge, equity or equitable claim to, or partial interest in such share whether or not it shall have express or other notice thereof.

LIEN.

7. The Company shall have a first and paramount lien on every share, whether fully paid or not, registered in the name of each member, whether solely or jointly with others, and upon the proceeds of sale thereof in respect of his indebtedness to the Company on any account whatsoever, whether solely or jointly with any other person and such lien shall extend to all dividends from time to time declared in respect of such share.

TRANSFER OF SHARES.

8. Any member (hereinafter called the Vendor) who wishes to transfer any of his shares shall by writing under his hand, notify the Board of Directors of his intention. The Board and the Vendor shall within a period of one calendar month of the date of such notice, proceed to fix the price of such shares, and in case of difference, the price shall be fixed by the Auditor of the Company, by writing under his hand. The price so fixed by the Auditor shall be conclusive and binding on the Vendor.

9. The Board shall, within a period of 14 days after the fixing of the price of the said shares, notify by letter all the members, of the number of the shares to be sold and the price, and shall invite each member to state in writing within 14 days of the date of the said letter the number of shares he is willing to purchase.

10. After the expiration of 14 days from the date of the notice given by the Board to the members, the Board shall proceed to divide the Vendor's said shares amongst the members who are

willing to purchase the number of shares. The member shall be notified by him to

11. Upon such notice to transfer the said shares at the price. If he fails to do so, the names of the Purchaser of the said shares, the Vendor shall be discharged from the liability of the Vendor with

12. In the event of the above provisions not succeeding after the expiration of the time intended to sell the shares at any price.

13. In the event of the above provisions not succeeding after the expiration of the time intended to sell the shares at any price, the Directors may exercise their absolute discretion to sell the said Shares at such price as they may think fit.

14. The Board may, in its discretion, transfer the said Shares to the members in (

15. Two copies of the Table 'A' shall be

16. A copy of the Table 'A' shall be not less than 14 days before being issued and modified according to the

17. In the event of a member of the Company failing to attend a meeting of the Company, he shall be substituted by a proxy unless he has appointed a proxy to act at that meeting, but a proxy appointed by a member shall not act except in the presence of the member

willing to purchase, such division to be pro rata according to the number of shares already held by them respectively, except that no member shall be bound to accept more shares than the number notified by him to the Board as aforesaid.

11. Upon such division being made the Vendor shall be bound to transfer the said shares to the purchasers upon payment of the price. If he fails to do so the Board shall be entitled to enter the names of the Purchasers in the Register of Members as holders of the said shares, by transfer, and the Board shall receive and give a good discharge for the purchase money, and shall credit the account of the Vendor with the money so received.

12. In the case of all the said shares not being sold under the above provisions, the Vendor shall be entitled, subject to the next succeeding article, at any time within six calendar months after the expiration of the notice given by the Vendor to the Board of his intention to sell, to transfer the shares not sold to any person at any price.

13. In clause 19 of Table 'A', between the words "the Directors may" and the word "decline" the words "in their absolute discretion and without assigning any reason therefor" shall be inserted, and in the same clause the words "not being fully paid Shares" shall be omitted.

GENERAL MEETINGS.

14. The words "one member" shall be substituted for "two members" in Clauses 39 and 41 of Table 'A.'

15. Two members shall constitute a quorum, and clause 45 of Table 'A' shall be modified accordingly.

16. A poll may be demanded by two members or the holder of not less than one tenth of the shares of the Company for the time being issued and entitled to vote, and clause 50 of Table 'A' shall be modified accordingly.

17. In clause 59 of Table 'A' the words "A proxy need not be a member of the Company" shall be deleted and the following words shall be substituted in their place:— "No person shall act as a proxy unless either he is entitled on his own behalf to be present and vote at the Meeting at which he acts as proxy, or he is appointed to act at that Meeting as proxy for or representative of a Corporation, but a proxy for or representative of a Corporation, unless entitled on his own behalf to be present and vote at the Meeting, shall not act except for the Corporation which appoints him."

DIRECTORS.

18. The number of the Directors shall be not less than two nor more than five. Two Directors personally present shall constitute a quorum. The Company in general meeting may reduce or increase these limits.

19. The qualification of a Director shall be the holding of shares in the Company of the nominal value of £1. A Director may act before he acquires his qualification shares.

20. A resolution in writing signed by all the Directors shall have the same effect and validity as if it were passed at a meeting of the Board duly convened and constituted.

21. The remuneration of the Directors shall from time to time be determined by the Company in General Meeting. The Directors shall also be entitled to be repaid all travelling, hotel and other expenses reasonably incurred by them respectively in or about the performance of their duties as Directors.

22. The first Directors shall be: George Yates and John Harry Guise.

BORROWING POWERS.

23. Until the Company in General Meeting shall otherwise resolve the Directors may issue debentures bonds or obligations of the Company at any time and in any form or manner and for any amount, and may raise or borrow any sums of money either upon mortgage or charge of any property of the Company including its uncalled capital, or on bonds or debentures or otherwise as they may think fit, and they may cause or permit any such mortgages, charges, bonds, debentures or obligations to be redeemed or transferred as they may think fit.

SEAL.

24. The Directors may affix the Common Seal to any document provided that such document be also signed by two Directors, or by one Director and the Secretary, or such other person as the Directors may appoint for the purpose.

DISQUALIFICATION OF DIRECTORS.

25. The office of Director shall be vacated if the Director—

- (A) Resigns his office by notice in writing to the Company; or
- (B) Becomes bankrupt or insolvent, or compounds with his creditors; or
- (C) Is found lunatic or becomes of unsound mind; or
- (D) Ceases to hold his qualification, or does not obtain the same within two calendar months from the date of his appointment; or

(E) If he made 1929

26. Any Director or arrangement shall not by reason be avoided, nor shall he as Director, to any arising out of such arrangement with therein in manner. A Director shall not contract or arrange any matter arising to which he is interested thereunder the Company conditions as to arrange.

27. Where he has been served on Table 'A' shall

28. A Meeting of the Kingdom and by the United Kingdom entitled to receive

29. Every Director entitled to be indemnified for all losses or liabilities incurred in paragraph (C) 1929) which he has performed his duties of his office or other officer which may happen of the duties of shall only have the said Section

- (iv) If he is prohibited from being a Director by an order made under any of the provisions of the Companies Act 1929 section 217 or section 275.

26. Any Director may contract or be interested in any contract or arrangement with the Company, and such contract or arrangement shall not by reason of his position as a Director of the Company be avoided, nor shall such Director be liable, by reason of his position as Director, to account to the Company for any profit made by him arising out of such contract or arrangement. Every Director being interested in any contract or arrangement or proposed contract or arrangement with the Company shall declare the nature of his interest therein in manner required by section 149 of the Companies Act 1929. A Director shall be entitled to vote as a Director in regard to any contract or arrangement in which he is interested, or upon any matter arising thereout, after he has disclosed to the Board that he is interested therein. A Director may hold any other office of profit under the Company, except that of Auditor, upon such terms and conditions as to remuneration and otherwise as the Directors may arrange.

NOTICES.

27. Where a notice is sent by post it shall be deemed to have been served on the day on which it was posted, and clause 103 of Table 'A' shall be modified accordingly.

28. A Member who has no registered address in the United Kingdom and has not supplied to the Company an address within the United Kingdom for the giving of notices to him shall not be entitled to receive any notices from the Company.

INDEMNITY.

29. Every Director or other officer of the Company shall be entitled to be indemnified out of the assets of the Company against all losses or liabilities (including any such liability as is mentioned in paragraph (c) of the proviso to Section 152 of the Companies Act 1929) which he may sustain or incur in or about the execution of the duties of his office or otherwise in relation thereto, and no Director or other officer shall be liable for any loss, damage or misfortune which may happen to or be incurred by the Company in the execution of the duties of his office or in relation thereto. But this Article shall only have effect in so far as its provisions are not avoided by the said Section.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS.

George Yates
134 Bains Road
Old Hill, Staffs.
Manufacturers Agent.

John Harry Guise,
27, Level Street,
Brierley Hill,
Staffs.
Accountants Clerk.

Dated this 6th day of May 1939.
Witness to the above Signatures—

W. Jones
86 High Street
Cradley Heath Staffs
Chartered Accountant

DUPLICATE FOR THE FILE.

No.
352961



Certificate of Incorporation

I Hereby Certify, That

S. E. BATE (HARBORNE) LIMITED

is this day Incorporated under the Companies Act, 1929, and that the Company is Limited.

Given under my hand at London this thirteenth day of May One

Thousand Nine Hundred and thirty-nine.

J. W. Roush

Assistant Registrar of Companies.

Certificate
received by

G. Hannington

CHAS. DAVY & CO. LTD.
6, 6 & 7 Markwell Street, E.C.2.

Date 15.5.39

No. of
Company

352961

[C.A. 6.]
1233.

THE COMPANIES ACT, 1929.

RETURN OF ALLOTMENTS ~~from~~ ^{made} the 21st of July 1929
to the _____ of _____ 19____ of _____

Name
of
Company

S. E. Bate (Harborne)

Limited.

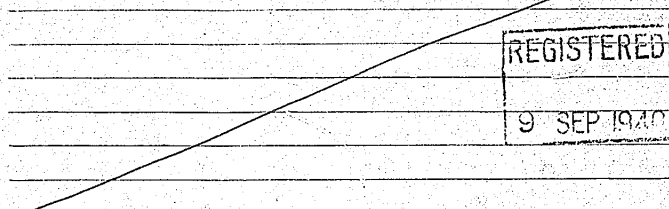
Pursuant to s. 42 (1).



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

(a) Number of the Shares allotted payable in cash 4
Number of the Shares allotted payable in cash..... —
Nominal amount of the Shares so allotted £1-0-0 each
Nominal amount of the Shares so allotted —
Amount paid or due and payable on each such Share... £1-0-0
Amount paid or due and payable on each such Share... —
Number of Shares allotted for a consideration other
than cash —
Nominal amount of the Shares so allotted —
Amount to be treated as paid on each such Share ... —

The consideration for which such Shares have been allotted is as follows :—



- (a) 1. When a return includes several allotments made on different dates, the dates of only the first and the last of such allotments should be entered at the top of the front page, and the registration of the return should be effected within one month of the first date.
2. When a return relates to one allotment only, made on one particular date, that date only should be inserted, and the spaces for the second date struck out and the word "made" substituted for the word "from" after the word "Allotment."

(b) Distinguish between Preference, Ordinary, Redeemable Preference, &c.

PUBLISHED AND SOLD BY

WATERLOW & SONS LIMITED,

LAW AND COMPANIES' STATIONERS AND REGISTRATION AGENTS,

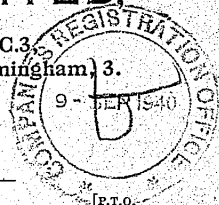
London Wall, London, E.C.2, Birchin Lane, London, E.C.3
Parliament Street, London, S.W.1; and 8, Newhall Street, Birmingham, 3.

Presented by

Jones & Jasper, Chartered Accountants, 153

86, High Street, Canalside Heath

[45]



DESCRIPTIONS OF

[illegible]

NS OF

ption

Agent

clerk

in

ESSES, AND

DESCRIPTIONS OF THE ALLOTTEES.

Description	Number of Shares allotted		
	Preference	Ordinary	Other Kinds
l, Staffs		1	
ley Hill, Staffs		1	
Boone, Birmingham		1	
ley, in Dudley		1	
		4	

This margin is reserved for binding, and should not be written across.

This margin is reserved for binding, and should not be written across.

Signature [Signature]
(State whether Director or Manager or Secretary).

Director + Secretary

Number of Company: 352961 167

form No. 50

THE COMPANIES ACTS 1948 to 1976

[COPY]

special resolution(s)

of S.A. E. RATE (HARBORNE) Limited

At an Extraordinary General Meeting of the members of the above-named company, duly convened and

held at New John Street, Halesowen, West Midlands. B62 8LB.

on the 31st day of July 1980,

the following SPECIAL RESOLUTION(S) was/were duly passed:-

'That in accordance with Section 61 of the Companies Act 1948 and by virtue of the Articles of Association of the Company, the Share Capital of the Company be increased by 99,900 Ordinary £1 Shares over and above the existing capital of 100 Ordinary Shares of £1 each, such Shares to rank pari passu in all respects.'

[Signature]
CHAIRMAN

NOTES:

- (1) This copy Resolution may be continued on the reverse side of this form if necessary and it should be signed by the Chairman of the Meeting OR by a Director OR by the Secretary of the Company whose position should be stated under his name.
- (2) This copy Resolution is required to be filed with the registrar of companies within 15 DAYS after it has been passed and can be sent to Jordan & Sons Ltd. for that purpose.



Jordan & Sons Limited

Legal and Information Services, Printers and Publishers

Jordan House, 47 Brunswick Place, London N1 6EE

Telephone 01-253 3030

Telex 261010



352961

68

number of company

form No. 10

no filing fee payable

THE COMPANIES ACTS 1948 to 1976

Notice of
increase in nominal capital
pursuant to section 63 of the Companies Act 1948

name of company

S. E. BATE (HARBORNE)

Limited



Jordan & Sons Limited

Legal and Information Services, Printers and Publishers
Jordan House, 47 Brunswick Place, London N1 6EE
Telephone 01-253 3030 Telex 261010

Presented by Messrs. Blount, Adams & Partners,
8 Tettenhall Road,
Wolverhampton.

Presenter's Reference JAB/HH



To the Registrar of Companies

S. E. BATE (HARBORNE)

Limited

hereby gives you notice pursuant to Section 63 of the Companies Act 1948 that, by (1) Special Resolution of the Company dated 31st July 1980, the nominal Capital of the Company has been increased by the addition thereto of the sum of £ 99,900 beyond the registered Capital of £ 100

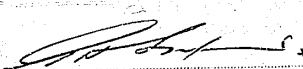
The additional Capital is divided as follows :—

Number of Shares	Class of Share	Nominal Amount of each Share
99,900	Ordinary	£1

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

Such Shares to rank *pari passu* in all respects with the original Nominal Capital of 100 Ordinary Shares of £1 each.

None of the new Shares are Preference Shares, and are (2) [not] redeemable.


..... (Signature)
Director and Secretary (State whether Director or Secretary)

Dated 31st July 1980

(1) " Ordinary, " Extraordinary " or " Special "

(2) Delete as appropriate

8/10.

352961

169

number of company
form No. 27

THE COMPANIES ACTS 1948 to 1976
COMPANY LIMITED BY SHARES

[COPY]

ordinary resolution(s)

of S. E. BATE (HARBORNE)

Limited

Passed the 31st day of July 1980

At an Extraordinary General Meeting of the above-named Company, duly convened
and held at New John Street, Halesowen, West Midlands,
B62 8LB.

on the 31st day of July 1980,

the following ORDINARY RESOLUTION(S) was/were duly passed:—

'That the sum of 24,750 being part of the balance standing to the credit of the Company's Unappropriated Profits be capitalised, and that the same be applied in making payments in full, at par, of 24,750 shares of £1 each in the Capital of the Company, such shares to be distributed as fully paid amongst the members who are registered as holders of the shares in the Capital of the Company on the 31st July 1980, at the rate of 250 fully paid shares for every share of £1 each in the Company held by such holders respectively, such fully paid shares to rank for dividend from the 31st July 1980.'

R. D. Wood

CHAIRMAN

NOTES:

- (1) This copy Resolution should be signed by the Chairman of the Meeting OR by a Director OR by the Secretary of the Company whose position should be stated under his name.
- (2) This copy Resolution is required to be filed with the registrar of companies within 15 DAYS after it has been passed and can be sent to Jordan & Sons Ltd for that purpose.



Jordan & Sons Limited

Legal and Information Services, Printers and Publishers
Jordan House, 47 Brunswick Place, London N1 6EE
Telephone 01-253 3030 Telex 261010



Number of Company: 352961

form No. 50

THE COMPANIES ACTS 1948 to 1976

[COPY]

special resolution(s)

of S. E. Bate (Harborne) Ltd Limited

At an Extraordinary General Meeting of the members of the above-named company, duly convened and held at New John Street Halesowen, West Midlands

on the 5th day of December 19 80

the following SPECIAL RESOLUTION(S) was/were duly passed:

"That Article No. 1 of the Company's Articles of Association be amended to read as follows:

2. Clauses 7, 64, 65, 66, 69, 71, 72, 82, 89 to 93 inclusive, 101 and 104 of Table "A" shall not apply to the Company but the remaining clauses of Table 'A' subject to the modifications hereinafter expressed, and the clauses hereinafter contained, shall be the Regulations of the Company".



R F Hiscock
R F HISCOCK - CHAIRMAN

NOTES:

- (1) This copy Resolution may be continued on the reverse side of this form if necessary and it should be signed by the Chairman of the Meeting OR by a Director OR by the Secretary of the Company whose position should be stated under his name.
- (2) This copy Resolution is required to be filed with the registrar of companies within 15 DAYS after it has been passed and can be sent to Jordan & Sons Ltd. for that purpose.



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Number of Company: 352961

form No. 50

THE COMPANIES ACTS 1948 to 1976

[COPY]

special resolution(s)

of S. E. BATE (HARBORNE) Limited

At an Extraordinary General Meeting of the members of the above-named company, duly convened and

held at New John Street, Halesowen, West Midlands.

on the Seventeenth day of October 19 83,

the following SPECIAL RESOLUTION(S) was/were duly passed:-

That Clause 3(U) of the Company's Memorandum of Association be and is hereby deleted and is replaced by the following:-

To remunerate the directors of the Company in any manner the Company may think fit and to pay gratuities or pensions or allowances on retirement to any directors who have held any other salaried office or place of profit with the Company or to their widows or dependants and to make contributions to any fund and to pay premiums for the purchase or provision of any such gratuity, pension or allowance and to promote or assist financially, whether by way of contributions, donations, the payment of premiums or otherwise, any fund or scheme for the benefit, wholly or in part, of directors, ex-directors, or employees, or ex-employees, of the Company, or their dependants or relatives, or for charitable purposes generally.

R. E. H. E. O. L.

NOTES:

- (1) This copy Resolution may be continued on the reverse side of this form if necessary and it should be signed by the Chairman of the Meeting OR by a Director OR by the Secretary of the Company whose position should be stated under his name.
(2) This copy Resolution is required to be filed with the registrar of companies within 15 DAYS after it has been passed and can be sent to Jordan & Sons Ltd. for that purpose.



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