

THE COMPANIES ACTS 1929 TO 1947

COMPANY LIMITED BY SHARES  
ARTICLES OF ASSOCIATION  
of  
LEE STEEL STRIP LIMITED

FRIDAY



(adopted by Special Resolution passed on the 19th day of December 1978 and amended by Special Resolutions passed on 25 March 1994, 21 March 1995 and 14 September 2017)

PRELIMINARY

1. The following regulations and (subject as provided in these Articles) the regulations contained in Part II of Table A in the First Schedule to the Companies Act, 1948 as amended by the Companies Act, 1967 (in these Articles called "Table A") shall constitute the regulations of the Company.
2. Regulations 24, 53, 75, 77, 89 to 97 (inclusive) and 106 in Part I and 5 in Part II of Table A shall not apply to the Company.

SHARES

3. Subject to the provisions of these Articles the shares in the original capital and any new shares that may be created shall be at the disposal of the Directors, who may (subject to the provisions of the Act) allot, grant options over, or otherwise dispose of them to such persons at such times and on such terms as they think proper.

TRANSFER OF SHARES

4. The instrument of transfer of a fully paid share need not be executed by or on behalf of the transferee and regulation 22 in Part I of Table A shall be modified accordingly.

DIRECTORS

5. Unless otherwise determined by ordinary resolution of the Company the number of Directors shall be not less than one.
6. A Director shall not require a share qualification, but nevertheless shall be entitled to attend and speak at any general meeting of, and at any separate meeting of the holders of any class of shares in, the Company.
7. The proviso to regulation 79 in Part I of Table A shall not apply to the Company.
8. A Director who has duly declared his interest therein may vote as a Director in regard to any contract or arrangement in which he is interested or upon any matter arising thereout, and if he shall so vote his vote shall be counted, and he shall be counted in the quorum when any such contract or arrangement is under consideration, and paragraphs (2) and (4) of Regulation 84 in Part I of Table A shall not apply to the Company.

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9. A member or members holding a majority in nominal amount of the issued Shares for the time being in the Company shall have power from time to time and at any time to appoint any person or persons as a Director or Directors, either to fill a casual vacancy or as an addition to the existing Directors and to remove from office any Director howsoever appointed provided that any such removal shall be without prejudice to any claim such Director may have for breach of any contract of service between him and the Company. Every such appointment or removal shall be in writing signed by or on behalf of the member or members making the same and shall take effect upon delivery at the registered office of the Company
10. No Director shall be required to vacate his office as a Director and no person shall be disqualified from being appointed as a Director by reason of his attaining or having attained the age of seventy.
11. Regulation 87 in Part I of Table A shall apply as though the words "who has held any other salaried office or place of profit with the Company" were omitted therefrom.
12. A resolution in writing signed by all the Directors (other than a Director for the time being absent from the United Kingdom) shall be as effective for all purposes as a resolution passed at a meeting of the Directors duly convened and held, and may consist of several documents in the like form, each signed by one or more of the Directors.
- 12A. The quorum for meetings of the Directors shall be fixed by the Directors and unless so fixed shall be one.

#### GENERAL MEETINGS

13. Subject to the provisions of the Act, a resolution in writing signed by all the members for the time being entitled to receive notice of and to attend and vote at general meetings (or being corporations by the duly authorised representatives) shall be as valid and effective as if the same had been passed at a general meeting of the Company duly convened and held and may consist of several documents in the like form each signed by one or more members.



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NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS

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F. M. BAXTER.  
118, Old Broad Street,  
London, EC2. Clerk.

M. I. WORELEY,  
118, Old Broad Street,  
London, EC2 Clerk.

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Dated this 30th day of April, 1948

WITNESS to the above Signatures:

RAYMOND SHINGLES  
118, Old Broad Street  
LONDON E.C. 2.  
Solicitor.

  
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