

AMENDING

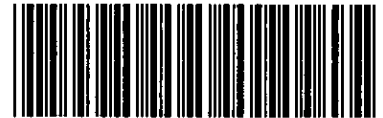
THE COMPANIES ACTS 1948
COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

-of-

JUNGHEINRICH UK LIMITED*

TUESDAY



A44 *AXU2U9EK* 288
28/04/2009
COMPANIES HOUSE

1. The name of the Company is "Jungheinrich UK Limited."*
2. The Registered Office of the Company will be situate in England.
3. The Objects for which the Company is established are:-
 - (A) To carry on the business or businesses of consultants designers and manufacturers of mechanical handling equipment of whatever kind, general consulting and mechanical engineers, manufacturers, patternmakers, repairers, and reconditioners, and dealers in all types of engineering, mechanical and other machinery and commercial and domestic or other products; and specialists in all kinds of heating and ventilating, dust extraction and fume control; manufacturers of all types of tools, jigs, gauges, screws and screwings or other components whether iron, steel, plastics, wood or other substances and reconditioners of and dealers in all or any of these, either as wholesalers or retailers in all their branches; ironfounders, brass founders, welders, metal workers, boiler makers, millwrights, machinists, iron and steel converters,

* The name of the company was changed from Jungheinrich (G.B.) Limited by written resolution on 24th September 2001.

smiths, wood workers, builders, painters, metallurgists, electrical engineers, gas makers, farmers, printers, carriers and merchants, and to buy, sell, manufacture, repair, convert, alter, let on hire and deal in machinery, implements, rolling stock, and hardware of all kinds; and to carry on any other business (manufacturing or otherwise) which may seem to the Company capable of being conveniently carved on in connection with the above or otherwise calculated directly or indirectly, to enhance the value of the Company's property.

- (B) To carry on the business of exporters and importers of and dealers in any goods, materials or things connected with the above mentioned businesses, and to buy, sell, exchange, convert, let on hire, alter, improve, manipulate, prepare for market and otherwise deal in all kinds of plant, machinery, tools, substances, materials and things necessary or convenient for carrying on all of any of the above businesses or usually dealt with by persons engaged in the like.
- (C) To carry on any other business of any description which may be capable of being advantageously carried on in connection with or ancillary to the objects of the Company or any of them.
- (D) To purchase, sell, exchange, improve, mortgage, charge, rent, let on lease, hire, surrender, licence, accept surrenders of, and otherwise acquire and/or deal with any freehold, leasehold or other property, chattels and effects, erect, pull down, repair, alter, develop, or otherwise deal with any building or buildings and adapt the same for the purposes of the Company's business.
- (E) To purchase or otherwise acquire all or any part of the business or assets of any person, firm or company, carrying on or formed to carry on any business

which this Company is authorised to carry on or possessed of property suitable to the purposes of this Company, and to pay cash or to issue any shares, stocks, debenture or debenture stock of this Company as the consideration for such purchase or acquisition and to undertake any liabilities or obligations relating to the property or business so purchased or acquired.

- (F) To apply for, purchase or otherwise acquire any patents, licenses or concessions which may be capable of being dealt with by the Company, or be deemed to benefit the Company, and to grant rights thereout.
- (G) To sell, let, license, develop or otherwise deal with the undertaking, or all or any part of the property or assets of the Company, upon such terms as the Company may approve, with power to accept shares, debentures or securities of, or interest in, any other company.
- (H) To invest and deal with the moneys of the Company not immediately required for the purposes of the Company in order or upon such securities and subject to such conditions as may seem expedient.
- (I) To lend money to such persons, upon such terms and/or security and subject to such conditions as may be desirable.
- (J) To guarantee the payment of any debentures, debenture stock, bonds, mortgages, charges, obligations, interest, dividends, securities, moneys or shares or the performance of contracts or engagements of any other company or person, and to give indemnities and guarantees of all kinds and to enter into partnership or joint purse arrangement with any person, persons, firm or company, having for its objects similar objects to those of this Company or any of them.

- (K) To borrow or raise money in such manner as the Company shall think fit, and in particular by the issue of debentures or debenture stock, charged upon all or any of the Company's property, both present and future, including its uncalled capital, and to reissue any debentures at any time paid off.
- (L) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, debentures, warrants, and other negotiable documents.
- (M) To purchase, subscribe for, or otherwise acquire and hold shares, stocks or other interests in, or obligations of any other company or corporation.
- (N) To remunerate any person or company for services rendered or to be rendered in placing or assisting to place any of the shares in the Company's capital or any debentures, debenture stock or other securities of the Company or in or about the formation or proportion of the Company or the conduct of its business.
- (O) To pay out of the funds of the Company all costs and expenses of or incidental to the formation and registration of the Company and the issue of its capital and debentures including brokerage and commission.
- (P) To promote or aid in the promotion of any company or companies for the purpose of acquiring all or any of the property rights and liabilities of this Company or for any other purpose which may seem directly or indirectly calculated to advance the interests of this Company.
- (Q) To establish and support and aid in the establishment and support of funds or trusts calculated to benefit directors or ex-directors, employees or ex-employees of the Company or the dependants or connections of such persons and to grant pensions and allowances to any such persons.
- (R) To distribute any property of the Company in specie among the members.

(S) To do all such other things as are incidental or conducive to the attainment of the above objects or any of them.

It is declared that the foregoing sub-clauses shall be construed independently of each other and none of the objects therein mentioned shall be deemed to be merely subsidiary to the objects contained in any other sub-clause.

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 or to divide the shares in the capital for the time being, into different classes, having such rights, privileges and advantages as to voting and otherwise, as the Articles of Association may from time to time prescribe. *

* On 14th October 1966 the authorised share capital of the Company was increased by £9,900 beyond the registered capital of £100 by the creation of 9,900 Ordinary shares of £1 each.

On 21st August 1969 the authorised share capital of the Company was increased by £20,000 beyond the registered capital of £10,000 by the creation of 20,000 Ordinary shares of £1 each.

On 30th December 1970 the authorised share capital of the Company was increased by £10,000 beyond the registered capital of £30,000 by the creation of 10,000 Ordinary shares of £1 each.

On 30th June 1972 the authorised share capital of the Company was increased by £40,000 beyond the registered capital of £40,000 by the creation of 40,000 Ordinary shares of £1 each.

On 29th November 1974 the authorised share capital of the Company was increased by £80,000 beyond the registered capital of £80,000 by the creation of 80,000 Ordinary shares of £1 each.

On 19th November 1976 the authorised share capital of the Company was increased by £300,000 beyond the registered capital of £160,000 by the creation of 300,000 Ordinary shares of £1 each.

On 28th April 1982 the authorised share capital of the Company was increased by £230,000 beyond the registered capital of £460,000 by the creation of 230,000 Ordinary shares of £1 each.

On 12th October 1984 the authorised share capital of the Company was increased by £1,000,000 beyond the registered capital of £690,000 by the creation of 1,000,000 Ordinary shares of £ 1 each.

On 16th March 1999 the authorised share capital of the Company was increased by £3,600,000 beyond the registered capital of £1,690,000 by the creation of 3,600,000 Redeemable shares of £1 each.

On 22nd December 1999 the authorised share capital of the Company was increased by £5,000,000 beyond the registered capital of £5,290,000 by the creation of 5,000,000 Redeemable shares of £1 each.

On 24th July 2008 the authorised share capital of the Company was increased to £59,290,000 by the creation of 49,000,000 additional Ordinary shares of £1 each.

On 22nd December 2008 the authorised share capital of the Company was increased to £63,972,000 by the creation of 4,682,000 additional Ordinary shares of £1 each.