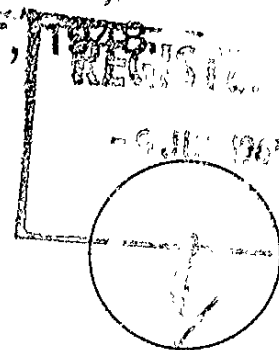


THE COMPANIES ACT, 1948.



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

DECLARATION of Compliance with the requirements of the
Companies Act, 1948, when applying for Registration of a Company.

Insert the
Name of the
Company.

STEEL PLATE AND SECTIONS LIMITED

LIMITED.

Presented for filing by

J. Tayntor & Evans

LEWIS, COATES & LUCAS, LTD.
Surrey St., Strand, W.C.2.
S. Gistard & Evans,
Ramp Chambers,
Cambrian Road,
Newport, Mon.

TELEPHONE. TEMPLE BAR 6927 (3 lines).

TELEGRAMS: "NONCOMPLAN, ESTRAND, LONDON."

LEWIS, COATES & LUCAS, LTD.

Company Registration Agents

6-9, Surrey St., Strand, W.C.2.

I, John Tavnton Evans

of Bank Chambers, Cambrian Road, Newport, in the
County of Monmouth

(a) Here insert : Do solemnly and sincerely declare that I am (a) a Solicitor
"A Solicitor of the of the Supreme Court engaged in the formation
"Supreme Court"
"engaged in the
"formation."
or
"A person named
"in the Articles of
"Association as a
"Director" or
"Secretary."

of Steel Plate and Sections

Limited, and that all the requirements of the Companies Act, 1948,
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 Declaration Act, 1835."

Declared at Newport
in the County of Monmouth

the 1st day of July 19. 65

John Tavnton Evans

Before me,

Glenice Wood
Commissioner for Oaths. [or a Notary Public or
Justice of the Peace.]

This margin is reserved for binding.

853935

Form No. 25.

Certificate No. 2



COMPANY LIMITED BY SHARES.

STATEMENT OF THE NOMINAL CAPITAL

OF

Steel Plate and Sections Ltd

LIMITED.

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 Documents when application is made for the Company to be registered.

Presented for filing by

W.S. Gustard & Evans

Bank Chambers, Cambrian Road; Newport, Mon.

TELEPHONE. TEMPLE BAR 6927 (3 lines).

TELEGRAMS: "NUNCOMPLAN, ESTRAND, LONDON."

LEWIS, COATES & LUCAS, LTD.

Company Registration Agents

6-9, Surrey St., Strand, W.C.2.

THE NOMINAL CAPITAL

OF

Steel Plate and Sections Limited,

is £100, divided into 100

Shares of £1 each

Signature⁽¹⁾

D. Walker

Officer

Director

Dated the 26th day of June 1965.

⁽¹⁾ This Statement should be signed by a Director, Secretary or other authorised officer of the Company

853935

13



COMPANY LIMITED BY SHARES.

Memorandum of Association

OF

JUL 1965

STEEL PLATE ^{AND} ~~AND~~ SECTIONS LIMITED.

1. The name of the Company is "STEEL PLATE ~~AND~~ SECTIONS LIMITED".

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

3. The objects for which the Company is established are :-

(a) (1) To carry on business as machinery and metal merchants, marine store dealers, salvage buyers, scrap iron merchants, machinery brokers, auctioneers and valuers, and as manufacturers and importers of, and dealers in, iron, steel, copper, bronze, aluminium, lead, tin, zinc, antimony, pewter, and other metal goods of all descriptions.

(2) To carry on business as ironfounders, brassfounders, metallurgists, boiler, turbine, engine, machinery, and tool makers, needle and pin makers, metal refiners, spinners, turners, perforators, polishers and platers, sheet metal workers, metal stampers, die casters, die sinkers, art metal workers, metal welders, oxidisers, bronzers, lacquerers, enamellers, ironmongers and hardware dealers, and manufacturers of, and dealers in, metal goods of all descriptions; and as mechanical, electrical and general engineers, blacksmiths, tinsmiths, joiners and woodworkers, wood and timber merchants, lead burners, plumbers, sanitary engineers, coal and coke merchants, garage proprietors, manufacturing chemists, and builders' and decorators' merchants.

JUL 1965

- (b) To carry on any other business, whether subsidiary or not, which can in the opinion of the Company be carried on conveniently or advantageously in connection with the business of the Company.
- (c) To acquire and undertake upon such terms as the Company shall deem expedient the whole or part of the undertaking, assets or liabilities of any person or body owning any business within the objects of the Company, or whose business, or any part of whose business, may conveniently or advantageously be combined with the business of the Company, or any of whose property is suitable for the purposes of the Company.
- (d) To purchase, take on lease, hire or otherwise acquire and hold any lands, hereditaments, buildings, plant, machinery, goods, chattels, or real or personal property of any kind, or any right or interest therein or thereover (and whether in possession or reversion or remainder) which the Company may think desirable in connection with its business.
- (e) To acquire in such manner and upon such terms as the Company shall think fit, secret processes, inventions, patents, copyrights, designs or trade marks or any interest therein, the acquisition of which shall seem beneficial to the Company.
- (f) To construct, alter, remove or replace any buildings, erections, structures, roads, railways, reservoirs, machinery, plant, or tools, or works of any description, or to contribute to the costs thereof, as may seem desirable in the interests of the Company.
- (g) To enter into partnership or amalgamate with any person or body for the purpose of carrying on any business or transaction within the objects of the Company, and to enter into such arrangements for co-operation, sharing profits, losses, mutual assistance, or other working arrangements as may seem desirable.
- (h) To manage, develop, sell, lease, mortgage, grant licences or rights of, in, or over, or otherwise turn to account, any property or assets of the Company.

- (i) To borrow or raise money in such amounts and manner and upon such terms as the Company shall think fit, and, when thought desirable, to execute and issue security of such kind, subject to such conditions, for such amount, and payable in such place and manner, and to such person, as the Company shall think fit, including in the power aforesaid (and without prejudice to its terms) the power to issue as primary, or collateral, or other security, debentures, debenture stock (perpetual or otherwise), mortgages, charges or securities over the whole or any part of its assets, present or future (including uncalled capital), as the Company shall think fit.
- (j) To receive loans at interest or otherwise, from and to lend money and give credit to, and to guarantee and become or give security for the performance of contracts by, and act as bankers for, any person or company, where the so doing may seem advantageous or desirable in the interests of the Company.
- (k) To invest, lend, or otherwise deal with un-employed moneys, in such manner, and upon such terms, as may be thought fit, and to vary investments.
- (l) To acquire and hold, sell, mortgage, or deal with the shares, stock, bonds, debentures or securities of or in any other company or body (whether such Shares or securities be fully paid or not) where the so doing may seem desirable in the interests of the Company.
- (m) To draw, accept, endorse, issue, or execute promissory notes, bills of exchange, bills of lading, warrants, and other negotiable, transferable, or mercantile instruments.
- (n) To promote any company to acquire the whole or any part of the assets or liabilities of this Company, or for any other purpose which may seem desirable in the interests of this Company, and to subscribe, acquire, underwrite, or place, or assist in so doing, the whole or part of the Shares or securities of such Company.

- (o) 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.
- (p) To remunerate employees and servants of the Company and others out of or in proportion to the returns or profits of the Company or otherwise as the Company shall think fit; and to promote and give effect to any scheme or arrangement for sharing profits with employees, whether involving the issue of shares or not.
- (q) To pay for any property or assets acquired by the Company by the issue of fully or partly paid Shares of the Company, with or without any preferred or special rights or privileges, or by the issue of debentures or other securities, with or without special rights or privileges.
- (r) To pay the costs and expenses of or incidental to the promotion and establishment of the Company, or to contract for the payment of the same in whole or in part by others.
- (s) To aid, financially or otherwise, any association or body having for an object the promotion of trade or industry.
- (t) To act as or through trustees, agents, secretaries, managers, brokers or sub-contractors, and to perform the duties of any office undertaken by the Company.
- (u) To sell or otherwise dispose of the undertaking and assets of the Company, or any part thereof, for any consideration thought fit, and in particular for Shares, debentures or other securities of other companies.

- (v) To procure the Company to be registered or recognised in any overseas country or place, and to exercise any of the objects or powers aforesaid in any part of the world.
- (w) To distribute among the Members any assets of the Company in specie, but so that no such distribution which would amount to a reduction of capital shall be made without such sanction (if any) as may be required by law.
- (x) To do all such other things as are incidental or conducive to the attainment of the above objects or any of them.
- (y) The objects set forth in any sub-clause of this clause shall not, except where the context so requires, be limited or restricted by reference to or inference from any other sub-clause or by the name of the Company, and none of such sub-clauses shall be deemed to be subsidiary merely to the first or any other sub-clause, but the objects specified in each sub-clause shall, except where the context otherwise requires be deemed to be main objects of the Company.

✓ 4. The liability of the Members is limited.

✓ 5. The Share Capital of the Company is £100 divided into One hundred Shares of One pound each. Subject and without prejudice to any special rights or privileges for the time being attached to any special class of issued shares, any of the shares in the original capital of the Company for the time being unissued, and any new Shares from time to time created, may be issued with any preference, whether in respect of dividend or of repayment of capital, or both, or with any other special privilege or advantage over any other Shares previously issued, or then about to be issued, and with any special or restricted rights or without any right of voting or otherwise, and generally on such terms and subject to such conditions and provisions as may from time to time be determined by the Company, and if at any time the capital of the Company shall be divided into Shares of different classes, the rights attached to any class shall not be varied except in accordance with the provisions of Clause 4 of Part I of Table "A" in the First Schedule to the Companies Act 1948.

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.
<p><i>David Garnett Walker</i> <i>40, Blwy-yr-pia Road</i> <i>Lisbane, Cardiff.</i> <i>Chartered Mechanical Engineer.</i></p> <p><i>Christine Walker.</i> <i>40 Blwy-yr-pia Rd.</i> <i>Lisbane, Cardiff</i> <i>Married woman.</i></p>	<p><i>Twenty</i></p> <p><i>Eighty</i></p>

DATED the *26th* day of *June* 19*65*

WITNESS to the above Signatures :-

J. Payton Evans
Bank Chambers
Cardigan Road,
Newport
Solihull

853935

14

THE COMPANIES ACT, 1948.



COMPANY LIMITED BY SHARES.

Articles of Association

OF

STEEL PLATE AND SECTIONS LIMITED.

PRELIMINARY.

1. Subject as hereinafter provided, the regulations in Table "A" (Part 1) in the First Schedule to the Companies Act 1948 shall apply to the Company, and such Table is hereinafter referred to as Table "A".

2. The Company is registered as a Private Company within the meaning of Section 28 of the Companies Act 1948, which is hereinafter referred to as "the Act", and accordingly :-

- (A) The right to transfer Shares is restricted in manner hereinafter provided.
- (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 that employment to be, Members of the Company) is limited to fifty. Provided that where two or more persons hold one or more Shares in the Company jointly, they shall, for the purpose of this Article, be treated as a single person.

(C) Any invitation to the Public to subscribe for any Shares or debentures of the Company is prohibited.

(D) The Company shall not have power to issue share warrants to bearer.

SHARES.

3. Subject to the provisions of Clause 2 hereof the Shares of the Company shall be allotted by the Directors to such persons at such times and upon such terms and conditions and either at a premium or at par as they think fit, and with full power to give to any person the call of any Shares either at par or at a premium during such time and for such consideration as the Directors think fit.

LIEN.

4. The Company shall have a lien on every Share, whether fully paid or not, and whether registered in the name of one or more Members, and accordingly in Clause 11 of Table "A" the words "not being a fully paid Share" and "other than fully paid Shares" shall be omitted; and the words "a single person" shall be deleted and the words "any Member, whether alone or jointly with other Members" shall be substituted therefor.

CALLS ON SHARES.

5. In Clause 15 of Table "A" the words "provided that no call shall exceed one-fourth of the nominal value of the Share or be payable at less than one month from the date fixed for the payment of the last preceding call" shall be omitted.

TRANSFER AND TRANSMISSION OF SHARES.

6. The following provision shall have effect and shall be added after Clause 23 of Table "A", viz :-

23.(A) Any Share may be transferred by a Member to his or her wife or husband, descendant, parent, brother or sister, or to a person who is already a Member of the Company. Any share may also be transferred by the person entitled to transfer the same to the Trustees of the Will of a deceased Member or to a new Trustee for the purpose of effectuating the appointment of a new trustee or to the legatee or next-of-kin of a deceased Member or to a beneficiary under a trust created by a deceased Member.

7. The Directors may in their absolute discretion and without assigning any reason therefor decline to register any transfer of Shares, whether fully paid or not, not being a transfer to a person who is already a Member of the Company or to a transferee under Clause 6 hereof. Clause 24 of Table "A" shall not apply.

CONVERSION OF SHARES INTO STOCK.

8. Clauses 40 to 43 inclusive of Table "A" shall not apply.

GENERAL MEETINGS.

9. In Clause 49 of Table "A" the words "one Member" shall be substituted for the words "two Members".

PROCEEDINGS AT GENERAL MEETINGS.

10. Two Members present in person or by proxy shall form a quorum and Clause 53 of Table "A" shall be modified accordingly.

11. One Member present in person or by proxy may demand a poll and Clause 58 of Table "A" shall be deemed to be altered and modified accordingly.

12. 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 their 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.

DIRECTORS.

13. Clause 75 of Table "A" shall not apply, and the following Clause shall be substituted therefor, viz :-

75. The number of Directors shall not be less than two nor more than five, but the Company in General Meeting may reduce or increase these limits. The first Directors shall be DAVID GARNETT WALKER and CHRISTINE WALKER.

POWERS AND DUTIES OF DIRECTORS.

14. Clause 79 of Table "A" shall not apply, and the following Clause shall be substituted therefor :-

79. The Directors may at their own discretion and upon such terms in all respects as they think fit raise or borrow money for the purposes of the Company's business and may mortgage or charge 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 debentures, debenture stock, mortgages or other securities whether outright or as security for any debt, liability or obligation of the Company or of any third party.

DISQUALIFICATIONS OF DIRECTORS.

15. Clause 88 of Table "A" shall not apply, and the following Clause shall be substituted therefor :-

88. The office of Director shall be vacated if the Director :-

- (A) Fails to obtain his qualification (if any) within one month from the date of his appointment or thereafter ceases at any time to hold his qualification.
- (B) Becomes bankrupt or suspends payment or compounds with his creditors.
- (C) Becomes prohibited from being a Director by reason of any Order made under Section 188 of the Companies Act 1948.
- (D) Is found lunatic or becomes of unsound mind.
- (E) Is absent from Directors' meetings for six calendar months without reasonable excuse and without the consent of the other Directors and they resolve that he vacate office.
- (F) Resigns his office by notice in writing to the Company.

ROTATION OF DIRECTORS.

16. In Clause 89 of Table "A" the words "all the Directors shall retire from office" shall be deleted.

PROCEEDINGS OF DIRECTORS.

17. Clause 106 of Table "A" shall not apply, and the following Clause shall be substituted therefor:-

106. A resolution determined on without any meeting of Directors and evidenced by writing signed by all the Directors for the time being entitled to receive notice of a meeting of Directors, or all the members of a Committee, shall be as valid and effectual as a resolution duly passed at a meeting of the Directors or of such Committee, as the case may be.

INDEMNITY.

18. Every Director, Managing Director, Agent, Auditor, Secretary and 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 referred to in Section 205 of the Companies Act, 1948) which he may sanction or incur in or about the execution of his duties of 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. This Article shall only have effect so far as its provisions are not avoided by the said Section.

ACCOUNTS.

19. The Directors may at any time require any person whose name is entered in the register of members of the Company to furnish them with any information supported (if the Directors so desire) by a statutory declaration, which they may consider necessary for the purpose of determining whether or not the Company is an exempt private company within the meaning of Section 129 of the Companies Act 1948.

Names, Addresses and Descriptions of Subscribers.

David Garnett Walker.
40 Lhwy-y-pia Road, Llysane,
Cardiff.
Chartered Mechanical Engineer.

Christine Walker
40 Lhwy-y-pia Rd. Llysane, Cardiff
Married woman.

DATED the 26th day of June 1965.

WITNESS to the above Signatures :-

J. Teyntin Evans
Bank Chambers
Carnbrin Road
Newport Ren
Solihull

DUPLICATE FOR THE FILE.

No. 853935



Certificate of Incorporation

I Hereby Certify that

STEEL PLATE AND SECTIONS LIMITED

is this day incorporated under the Companies Act, 1948, and that the Company is Limited.

Given under my hand at London this Ninth Day of July One Thousand Nine Hundred and Sixty Five.

L. S. Whitfield
Assistant Registrar of Companies.

Certificate
received by }

Date



Number of Company: 853935. *110*

The Companies Act, 1948.

COMPANY LIMITED BY SHARES.

Ordinary Resolution

(Pursuant to Section 141 (2))

OF

STEEL PLATE & SECTIONS LIMITED



Passed 14th October, 1965.

AT an ORDINARY GENERAL MEETING of the above-named Company, duly convened, and held at 151/153 Edmund Street, Birmingham 3, on the 14th day of October, 1965, the subjoined ORDINARY RESOLUTION was duly passed, viz.:—

RESOLUTION.

That the Nominal Capital of the Company be increased to £10,000 Ordinary Shares, divided into 10,000 Ordinary Shares of £1 each.

John Greenaway
Chairman.





THE COMPANIES ACT, 1948

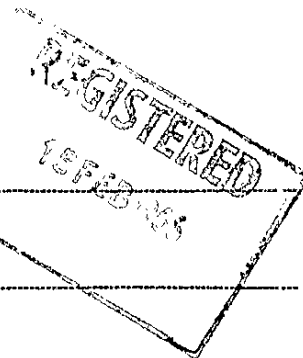
Notice of Increase in Nominal Capital

Pursuant to section 63

Insert the
Name
of the
Company

Steel Plate & Section

LIMITED



NOTE.—This Notice and a printed copy of the Resolution authorising the increase must be filed within 15 days after the passing of the Resolution. If default is made the Company and every officer in default is liable to a default fine (sec. 63 (3) of the Act).

Filing fee of 5s. is payable on this Notice in addition to the Board of Trade Registration Fees (if any) and the Capital Duty payable on the increase of Capital. (See Twelfth Schedule to the Act.)

Presented by

W. R. Lane Son & Riley

151/153, Edmund St.

Birmingham

Form No. 10

The Solicitors' Law Stationery Society, Limited
191-192 Fleet Street, E.C.4; 3 Bucklersbury, E.C.4; 49 Bedford Row, W.C.1; 6 Victoria Street, S.W.1;
15 Hanover Street, W.1; 55-59 Newhall Street, Birmingham, 3; 31 Charles Street, Cardiff, 19 & 21 North
John Street, Liverpool, 2; 28-30 John Dalton Street, Manchester, 2; and 157 Hope Street, Glasgow, C.2.

PRINTERS AND PUBLISHERS OF COMPANIES BOOKS AND FORMS

To THE REGISTRAR OF COMPANIES,

Steel Plate + Sections

Limited, hereby gives you notice, pursuant to

*"Ordinary",
"Special", or
"Special".

Section 63 of the Companies Act, 1948, that by a * *Ordinary*
Resolution of the Company dated the *fourteenth* day of *October* 196*5*
the Nominal Capital of the Company has been increased by the addition thereto of
the sum of £ *9,900* beyond the Registered Capital
of £ *100*

The additional Capital is divided as follows:—

Number of Shares	Class of Share	Nominal amount of each Share
<i>9,900</i> <i>100</i> <i>10,000</i>	<i>Ordinary</i>	<i>£1.</i>

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:—

*These shares rank "pari-passu" with
the original shares.*

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

Signature

State whether Director
or Secretary

Dated the *fourteenth* day of *October* 196*5*.

Note.—This margin is reserved for binding and must not be written across

Number of
Company

853935/11

Form No. 26a

THE STAMP ACT, 1891

(54 & 55 VICT., CH. 39)

COMPANY LIMITED BY SHARES

Statement of Increase of the Nominal Capital

OF

Steel Plate & Sectionis

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 Section 41 of the 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 which must be filed pursuant to Section 63 (1) of the Companies Act, 1948. If not so filed within 15 days after the passing of the Resolution by which the Capital is increased, interest on the duty at the rate of 5 per cent. per annum from the date of the passing of the Resolution is also payable. (Section 5 of the Revenue Act, 1903.)

Presented by

W. R. Lane Son & Riley

151/153, Edmund St.

Birmingham

The Solicitors' Law Stationery Society, Limited.

191-192 Fleet Street, E.C.4; 3 Bucklersbury, E.C.4; 49 Bedford Row, W.C.1; 6 Victoria Street, S.W.1; 15 Hanover Street, W.1; 55-59 Newhall Street, Birmingham, 3; 31 Charles Street, Cardiff; 19 & 21 North John Street, Liverpool, 2; 28-30 John Dalton Street, Manchester, 2; 157 Hope Street, Glasgow, C.2.

PRINTERS AND PUBLISHERS OF COMPANIES' BOOKS AND FORMS

OF

Limited

Shares of _____ each

Signature.

(State whether Director or Secretary)

Dated the fourteenth day of October 1965.

Note—This margin is reserved for binding and must not be written across

CR of Company: 853935 / 20

THE COMPANIES ACTS, 1948 to 1967

COMPANY LIMITED BY SHARES.

ORDINARY RESOLUTIONS
(Pursuant to Section 64 of The Companies Act, 1948)

- OF -

STEEL PLATE AND SECTIONS LIMITED.

Passed the 31 day of April 1970.

EXTRAORDINARY GENERAL MEETING of the above-named

Company, duly convened and held at 38 George Road Edgbaston

the City of Birmingham on the 31 day of April

the following ORDINARY RESOLUTIONS were duly passed:-

That the Share Capital of the Company be increased from £10,000 to £100,000 by the creation of 90,000 new Shares of £1 each ranking pari passu with the 10,000 existing Shares of £1 each in the Capital of the Company

That it is desirable to capitalise the sum of £38,400 being part of the amount standing to the credit of Profit and Loss Account and accordingly that the said sum of £38,400 be set free for distribution among the holders at the time of the passing of this resolution of the 1,600 issued Shares in proportion to the amounts paid or credited as paid on the Shares held by them respectively on condition that the said sum of £38,400 be not paid in cash but be applied in paying up 38,400 unissued Shares of £1 each, to be allotted as Shares ranking in all respects pari passu with the 1,600 existing Shares and distributed credited as fully paid up to and among the said holders (or such persons as may be nominated by them respectively and shall be approved by the Directors) in the proportion aforesaid

.....
CHAIRMAN.

THE COMPANIES ACT, 1948

Notice of Increase in Nominal Capital

Pursuant to section 63

of the
name
of the
company

STEEL PLATE AND SECTIONS

LIMITED

NOTE.—This Notice and a printed copy of the Resolution authorising the increase must be filed within 15 days after the passing of the Resolution. If default is made the Company and every officer in default is liable to a default fine (sec. 63 (3) of the Act).

A filing fee of 5s. is payable on this Notice in addition to the Board of Trade Registration Fees (if any) and the Capital Duty payable on the increase of Capital. (See Twelfth Schedule to the Act).

Printed by

CARTERIGHT L. LEWIS,
93, BRISTOL ROAD,
EDGBASTON,
BIRMINGHAM, 5.

The Solicitors' Law Stationery Society, Limited
192 Fleet Street, E.C.4; 3 Bucklersbury, E.C.4; 49 Bedford Row, W.C.1; 6 Victoria Street, S.W.1;
Hanover Street, W.1; 55-59 Newhall Street, Birmingham, 3; 31 Charles Street, Cardiff; 19 & 21 North
John Street, Liverpool, 2; 28-30 John Dalton Street, Manchester, 2; and 157 Hope Street, Glasgow, C.2.

PRINTERS AND PUBLISHERS OF COMPANIES BOOKS AND FORMS

To THE REGISTRAR OF COMPANIES.

STEEL PLATE AND SECTIONS

*"Ordinary",
"Extra-
ordinary", or
"Special".

..... Limited, hereby gives you notice, pursuant to

Section 63 of the Companies Act, 1948, that by a re Ordinary

Resolution of the Company dated the 3rd day of April, 1970

the Nominal Capital of the Company has been increased by the addition thereto of

the sum of £90,000..... beyond the Registered Capital

of £ 10,000

The additional Capital is divided as follows:—

Number of Shares	Class of Share	Nominal amount of each Share
90,000	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:—

The new Shares to rank pari passu with the existing
Shares in the Capital of the Company.

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

Signature.....

State whether Director }
or Secretary }

Dated the 2nd day of April, 1970.

Note.—This margin is reserved for binding and must not be written across

THE STAMP ACT, 1891

(54 & 55 VICT., CH. 39)

COMPANY LIMITED BY SHARES

Statement of Increase of the Nominal Capital

OF

STEEL PLATE AND SECTIONS

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 Section 41 of the Finance Act, 1933.

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

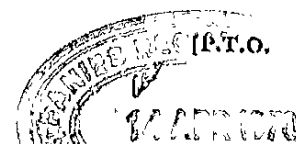
Statement is to be filed with the Notice of Increase which must be filed pursuant to Section 63 (1) of the Companies Act, 1948. If not so filed within 15 days after the passing of the Resolution by which the Capital is increased, interest on the duty at the rate of 5 per cent. per annum from the date of the passing of the Resolution is also payable. (Section 5 of the Revenue Act, 1903.)

Printed by

CARTWRIGHT & LEWIS,
93, BRISTOL ROAD,
EDGBASTON,
BERMINGHAM, 5.

The Solicitors' Law Stationery Society, Limited.
192 Fleet Street, E.C.4; 3 Bucklersbury, E.C.4; 49 Bedford Row, W.C.1; 6 Victoria Street, S.W.1;
Innover Street, W.1; 55-59 Newhall Street, Birmingham, 3; 31 Charles Street, Cardiff; 19 & 21 North
in Street, Liverpool, 2; 28-30 John Dalton Street, Manchester, 2; 157 Hope Street, Glasgow, C.2.

PRINTERS AND PUBLISHERS OF COMPANIES' BOOKS AND FORMS



THE NOMINAL CAPITAL

OF

STEEL PLATE AND SECTIONS

Limited

has by a Resolution of the Company dated
3rd April 1967 been increased by
the addition thereto of the sum of £90,000,
divided into:—

Ordinary Shares of £1 each

- Shares of - each

beyond the registered Capital of 25
thousand pounds

Signature



(State whether Director or Secretary)

Director

Dated the 3rd day of April 1967.

Note—This margin is reserved for binding and must not be written across

Number of Company:- 853935

THE COMPANIES ACTS, 1948 to 1967

COMPANY LIMITED BY SHARES

ORDINARY RESOLUTION
(Pursuant to Section 61 of The Companies Act, 1948)

of

STEEL PLATE AND SECTIONS LIMITED

Passed the 9th day of October, 1970

At an Extraordinary General Meeting of the above-named company, duly convened and held at 38 George Road, Edgbaston, the City of Birmingham on the NINTH day of October, 1970 the following ORDINARY RESOLUTION was duly passed:-

That the Share Capital of the Company be increased from £100,000 to £125,000 by the creation of 25,000 new Shares of £1 each ranking pari passu with the existing 100,000 existing Shares of £1 each in the Capital of the Company



CHAIRMAN.

THE COMPANIES ACT, 1948

Notice of Increase in Nominal Capital

Pursuant to section 63

Insert the
Name
of the
company

STEEL PLATE AND SECTIONS

LIMITED

NOTE.—This Notice and a printed copy of the Resolution authorising the increase must be filed within 15 days after the passing of the Resolution. If default is made the Company and every officer in default is liable to a default fine (sec. 63 (3) of the Act).

A filing fee of 5s. is payable on this Notice in addition to the Board of Trade Registration Fees (if any) and the Capital Duty payable on the increase of Capital. (See Twelfth Schedule to the Act).

Witnessed by

Director

The Solicitors' Law Stationery Society, Limited
192 Fleet Street, E.C.4; 3 Bucklersbury, E.C.4; 49 Bedford Row, W.C.1; 6 Victoria Street, S.W.1;
Manover Street, W.1; 55-59 Newhall Street, Birmingham, 3; 31 Charles Street, Cardiff; 19 & 21 North
John Street, Liverpool, 2; 28-30 John Dalton Street, Manchester, 2; and 157 Hope Street, Glasgow, C.2.

PRINTERS AND PUBLISHERS OF COMPANIES BOOKS AND FORMS

To THE REGISTRAR OF COMPANIES.

STEEL PLATE AND SECTIONS

Limited, hereby gives you notice, pursuant to
Section 63 of the Companies Act, 1948, that by an <sup>*"Ordinary",
"Extra-ordinary", or
"Special".</sup> Ordinary Resolution of the Company dated the 9th day of October 1967 the Nominal Capital of the Company has been increased by the addition thereto of the sum of £ 25,000 beyond the Registered Capital of £ 100,000.

The additional Capital is divided as follows:—

Number of Shares	Class of Share	Nominal amount of each Share
25,000	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:—

The new Shares to rank pari passu with the existing Shares in the Capital of the Company

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

Signature

State whether Director } Director
or Secretary }

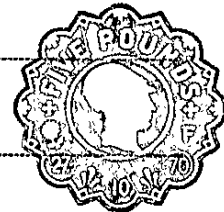
Dated the 11th day of October 1967

Note.—This margin is reserved for binding and must not be written across

THE STAMP ACT, 1891

(54 & 55 VICT., CH. 39)

COMPANY LIMITED BY SHARES



B

Statement of Increase of the Nominal Capital

OF

STEEL PLATE AND SECTIONS

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 Section 41 of the Finance Act, 1933.

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

NOTE. Statement is to be filed with the Notice of Increase which must be filed pursuant to Section 63 (1) of the Companies Act, 1948. If not so filed within 15 days after the passing of the Resolution by which the Capital is Increased, interest on the duty at the rate of 5 per cent. per annum from the date of the passing of the Resolution is also payable. (Section 5 of the Revenue Act, 1903.)

Presented by

The Solicitors' Law Stationery Society, Limited.

1-192 Fleet Street, E.C.4; 3 Bucklersbury, E.C.4; 49 Bedford Row, W.C.1; 6 Victoria Street, S.W.1;
15 Hanover Street, W.1; 55-59 Newhall Street, Birmingham, 3; 31 Charles Street, Cardiff; 19 & 21 North
John Street, Liverpool, 2; 28-30 John Dalton Street, Manchester, 2; 157 Hope Street, Glasgow, C.2.

PRINTERS AND PUBLISHERS OF COMPANIES' BOOKS AND FORMS

THE NOMINAL CAPITAL

OF

STEEL PLATE AND SECTIONS

Limited

has by a Resolution of the Company dated

9th October

1967, been increased by

the addition thereto of the sum of £25,000,

divided into:—

25,000

Shares of £1 each

Shares of _____ each

beyond the registered Capital of One hundred thousand
pounds

Signature



(State whether Director or Secretary) Director

Dated the

10th

day of

October

1967

Note—This margin is reserved for binding and must not be written across



8/1

225(1)

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

Please do not write in this margin

Pursuant to section 225(1) of the Companies Act 1985

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

To the Registrar of Companies

For official use

Company number

1617

853935

Name of company

* STEEL PLATE & SECTIONS LTD

* Insert full name of company

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

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 as shown below:

Day Month

3 1 0 3

† delete as appropriate

The 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 1 0 3 1 9 8 6

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:

See note 4c and complete as appropriate

The company is a [subsidiary][holding company]† of WINSOR BOND GENERATORS LTD_____, company number 752990the accounting reference date of which is 31 MARCH

Signed

[Director][Secretary]† Date 4-12-88

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

For official Use
General Section

Post room



Number of Company : 853935

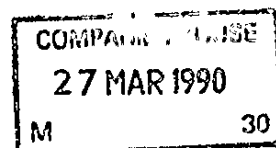
The Companies Act 1989

Company Limited by Shares

SPECIAL RESOLUTIONS

of

STEEL PLATE AND SECTIONS LIMITED



At an Extraordinary General Meeting of the above named company duly convened and held at *Island House, 2 Foreley Street, Birmingham* on 19th March 1990 the following Resolutions were duly passed as Special Resolutions of the Company :-

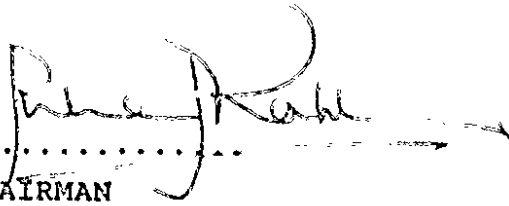
SPECIAL RESOLUTIONS

- (1) That the Articles of Association of the Company be amended by the adoption of the following new clause which shall be inserted as a new clause 9 with consequential renumbering for the existing clause 9 and for the remaining clauses of the Articles of Association :-

ALTERATION OF CAPITAL

9. Subject to the provisions of the Companies Act 1985, the Company may purchase its own shares (including any redeemable shares) and make a payment in respect of the redemption or purchase of its own shares otherwise than out of distributable profits of the Company or the proceeds of a fresh issue of shares
- (2) That the contents of the document submitted to the Meeting and for the purpose of the identification signed by the

Chairman being a contract for the purchase by the Company
of 1,000 £1 Ordinary Shares in the Company from David
Garnett Walker and Christine Walker be approved and
executed by or on behalf of the Company


.....
CHAIRMAN

G

COMPANIES FORM No. 169

169

Return by a company purchasing its own shares



Pursuant to section 169 of the Companies Act 1985

13/12/90
h

To the Registrar of Companies

For official use

Company number

--	--	--	--

853935

Name of company

* STEEL PLATE AND SECTIONS LIMITED

Shares were purchased by the company under section 162 of the above Act as follows:

Class of shares	ORDINARY			
Nominal value of each share	£1			
Date(s) on which the shares were delivered to the company	19.3.90			
Number of shares purchased	£10,000			
Maximum prices paid† for each share	N/A			
Minimum prices paid† for each share	N/A			

The aggregate amount paid by the company for the shares to which this return relates was:

† ~~N/A~~ £626,500.00

†Delete as appropriate

Signed

J. A. Wynn

[Director][Secretary]§ Date

22/3/90

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

Edge & Ellison
Rutland House
148 Edmund Street
Birmingham B3 2JR

Ref AJF/JAJ/NS

For official use

General section

Post room

COMPANIES HOUSE
27 MAR 1990

M

30

THE COMPANIES ACT 1948

COMPANY LIMITED BY SHARES

ARTICLES of ASSOCIATION
of
STEEL PLATE & SECTIONS LIMITED

PRELIMINARY

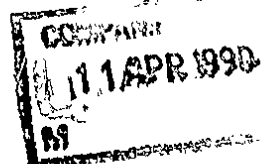
1. Subject as hereinafter provided, the regulations in Table "A" (Part 1) in the First Schedule to the Companies Act 1948 shall apply to the Company, and such Table is hereinafter referred to as Table "A".

2. The Company is registered as a Private Company within the meaning of Section 28 of the Companies Act 1948, which is hereinafter referred to as "the Act", and accordingly:-

- (A) The right to transfer Shares is restricted in manner hereinafter provided.
- (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 that employment to be, Members of the Company) is limited to fifty. Provided that where two or more persons hold one or more Shares in the Company jointly, they shall, for the purpose of this Article, be treated as a single person.
- (C) Any invitation to the Public to subscribe for any Shares or debentures of the Company is prohibited.
- (D) The Company shall not have power to issue share warrants to bearer.

SHARES

3. Subject to the provisions of Clause 2 hereof the Shares of the Company shall be allotted by the Directors to such persons at such times and upon such terms and conditions and either at a premium or at par as they think fit, and with full power to give to any person the call of any Shares either at par or at a premium during such time and for such consideration as the Directors think fit.



4. The Company shall have a lien on every Share, whether fully paid or not, and whether registered in the name of one or more Members, and accordingly in Clause 11 of Table "A" the words "not being a fully paid Share" and "other than fully paid Shares" shall be omitted; and the words "a single person" shall be deleted and the words "any Member, whether alone or jointly with other Members" shall be substituted therefor.

CALLS ON SHARES

5. In Clause 15 of Table "A" the words "provided that no call shall exceed one-fourth of the nominal value of the Share or be payable at less than one month from the date fixed for the payment of the last preceding call" shall be omitted.

TRANSFER AND TRANSMISSION OF SHARES

6. The following provision shall have effect and shall be added after Clause 23 of Table "A", viz:-

23(A) Any Share may be transferred by a Member to his or her wife or husband, descendant, parent, brother or sister, or to a person who is already a Member of the Company. Any share may also be transferred by the person entitled to transfer the same to the Trustees of the Will of a deceased Member or to a new Trustee for the purpose of effectuating the appointment of a new Trustee or to the legatee or next-of-kin of a deceased Member or to a beneficiary under a trust created by a deceased Member.

7. The Directors may in their absolute discretion and without assigning any reason therefor decline to register any transfer of Shares, whether fully paid or not, not being a transfer to a person who is already a Member of the Company or to a transferee under Clause 6 hereof. Clause 24 of Table "A" shall not apply.

CONVERSION OF SHARES INTO STOCK

8. Clauses 40 to 43 inclusive of Table "A" shall not apply.

PURCHASE OF OWN SHARES

9. Subject to the provisions of the Companies Act 1985, the Company may purchase its own shares (including any redeemable shares) and make a payment in respect of the redemption or purchase of its own shares otherwise than out of distributable profits of the Company or the proceeds of a fresh issue of shares.

GENERAL MEETINGS

10. In Clause 49 of Table "A" the words "one Member" shall be substituted for the words "two Members".

PROCEEDINGS AT GENERAL MEETINGS

11. Two Members present in person or by proxy shall form a quorum and Clause 53 of Table "A" shall be modified accordingly.

12. One Member present in person or by proxy may demand a poll and Clause 58 of Table "A" shall be deemed to be altered and modified accordingly.

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 their 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.

DIRECTORS

14. Clause 75 of Table "A" shall not apply, and the following Clause shall be substituted therefor, viz:—

75. The number of Directors shall not be less than two nor more than five, but the Company in General Meeting may reduce or increase these limits. The first Directors shall be DAVID GARNETT WALKER and CHRISTINE WALKER.

POWERS AND DUTIES OF DIRECTORS

15. Clause 79 of Table "A" shall not apply, and the following Clause shall be substituted therefor:—

79. The Directors may at their own discretion and upon such terms in all respects as they think fit raise or borrow money for the purposes of the Company's business and may mortgage or charge 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 debentures, debenture stock, mortgages or other securities whether outright or as security for any debt, liability or obligation of the Company or of any third party.

DISQUALIFICATIONS OF DIRECTORS

16. Clause 88 of Table "A" shall not apply, and the following Clause shall be substituted therefor:—

88. The office of Director shall be vacated if the Director:—

(A) Fails to obtain his qualification (if any) within one month from the date of his appointment or thereafter ceases at any time to hold his qualification.

(B) Becomes bankrupt or suspends payment or compounds with his creditors.

- (C) Becomes prohibited from being a Director by reason of any Order made under Section 188 of the Companies Act 1948.
- (D) Is found lunatic or becomes of unsound mind.
- (E) Is absent from Directors' meetings for six calendar months without reasonable excuse and without the consent of the other Directors and they resolve that he vacate office.
- (F) Resigns his office by notice in writing to the Company.

ROTATION OF DIRECTORS

17. In Clause 89 of Table "A" the words "all the Directors shall retire from office" shall be deleted.

PROCEEDINGS OF DIRECTORS

18. Clause 106 of Table "A" shall not apply, and the following Clause shall be substituted therefore:-

106. A Resolution determined on without any meeting of Directors and evidenced by writing signed by all the Directors for the time being entitled to receive notice of a meeting of Directors, or all the members of a Committee, shall be as valid and effectual as a Resolution duly passed at a meeting of the Directors or of such Committee, as the case may be.

INDEMNITY

19. Every Director, Managing Director, Agent, Auditor, Secretary and 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 referred to in Section 205 of the Companies Act, 1948) which he may sanction or incur in or about the execution of his duties of 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. This Article shall only have effect so far as its provisions are not avoided by the said Section.

ACCOUNTS

20. The Directors may at any time require any person whose name is entered in the register of members of the Company to furnish them with any information supported (if the Directors so desire) by a statutory declaration, which they may consider necessary for the purpose of determining whether or not the Company is an exempt private company within the meaning of Section 129 of the Companies Act 1948.

Names, Addresses and Descriptions of Subscribers

David Garnett Walker
40, Llwyn-y-pin Road
Lisvane
Cardiff.

Chartered Mechanical Engineer

Christine Walker
40, Llwyn-y-pin Road
Lisvane
Cardiff

Married Woman

DATED the 26th day of June 1965

WITNESS to the above Signatures:-

J. T. Evans
Bank Chambers
Cambrian Road
Newport

Solicitor