

Declaration of compliance with the requirements on application for registration of a company

Pursuant to section 3(5) of the Companies Act 1980

41a

Please do not
write in this
binding margin

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

* Insert full
name of company

For official use

Company number

☐ ☐ ☐

1591116

Name of company

APPLE COMPUTER (UK) LIMITED

JOEY JAMES MORGAN SHIPTON

of Barrington House, 59-67, Gresham Street, London, EC2V 7JA

† Please indicate
whether you are
a Solicitor of
the Supreme
Court (or in
Scotland 'a
Solicitor')
engaged in the
formation of the
company, or
a person named
as director or
secretary of the
company in the
statement
delivered under
section 21 of the
Companies Act
1976

do solemnly and sincerely declare that I am a Solicitor of the Supreme Court
engaged in the formation

of Apple Computer (UK) Limited

and that all the requirements of the Companies Acts 1948 to 1980
in respect of the registration of the said company and of matters
precedent 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

Gresham Street in the City of
London

the

28th

day of

September

One thousand nine hundred and

eighty one

before me

Sandra Woodall

A Commissioner for Oaths or Notary Public or Justice of the Peace
or Solicitor having the powers conferred on a Commissioner for Oaths

Signature of Declarant

J. M. Morgan Shipton

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

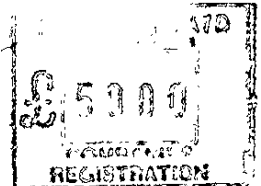
Linklaters & Paines (TJMS),
Barrington House,
59/67, Gresham Street,
London, EC2V 7JA.

For official use

New companies section

Post room

THE COMPANIES ACTS 1948 to 1980

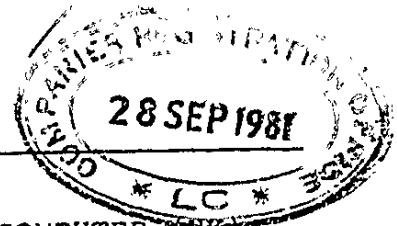


COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

APPLE COMPUTER (UK) LIMITED



1. The name of the Company is "APPLE COMPUTER (UK) LIMITED".
2. The registered office of the Company will be situated in England.
3. The objects for which the Company is established are:-
 - (a) To carry on business as developers and suppliers of computer software, computer hardware, microprocessor based personal computer systems and peripheral equipment relating to computers, as suppliers of services relating to computers, as advisers managers operators of and otherwise in relation to the use of computers, system design, data processing, economic analysis, economic model building, management consultancy, operational research, management science and scientific analysis and to purchase, sell, let on hire, lease, distribute export, import, hire, take on lease or licence, and effect to maintain repair, ensure and generally, deal in computer equipment, computer software, and all forms of computerised equipment.
 - (b) To carry on any other business of any nature whatsoever which may seem to the Directors to be capable of being conveniently carried on in connection or conjunction with any business of the Company hereinbefore or hereinafter authorised or to be expedient with a view to rendering profitable or more profitable any of the Company's assets or utilising its know-how or expertise.
 - (c) To subscribe, underwrite, purchase, or otherwise acquire, and to hold, dispose of, and deal with, any

shares or other securities or investments of any nature whatsoever, and any options or rights in respect thereof, and to buy and sell foreign exchange.

- (d) To draw, make, accept, endorse, discount, negotiate, execute, and issue, and to buy, sell and deal with bills of exchange, promissory notes, and other negotiable or transferable instruments or securities.
- (e) To purchase, or otherwise acquire for any estate or interest any property or assets or any concessions, licences, grants, patents, trade marks, copyrights or other exclusive or non-exclusive rights of any kind and to develop and turn to account and deal with the same in such manner as may be thought fit and to make experiments and tests and to carry on all kinds of research work.
- (f) To build, construct, equip, execute, carry out, improve, work, develop, administer, maintain, manage or control works, plants, factories, wharves, jetties, roads, railways, warehouses, depots, offices and other buildings, structures or facilities of all kinds, whether for the purposes of the Company or for sale, letting or hire to or in return for any consideration from any company, firm or person, and to contribute to or assist in or carry out any part of any such operation.
- (g) To amalgamate or enter into partnership or any joint venture or profit-sharing arrangement or other association with any company, firm or person.
- (h) To purchase or otherwise acquire and undertake all or any part of the business, property and liabilities of any company, firm or person carrying on any business which the Company is authorised to carry on or possessed of any property suitable for the purposes of the Company.
- (i) To promote, or join in the promotion of, any company, whether or not having objects similar to those of the Company.
- (j) To borrow and raise money and to secure or discharge any debt or obligation of or binding on the Company in such manner as may be thought fit and in particular by mortgages and charges upon all or any part of the undertaking, property and assets (present and future) and the uncalled capital of the Company, or by the creation and issue of debentures, debenture stock or other securities of any description.
- (k) To advance, lend or deposit money or give credit to or with any company, firm or person on such terms as may be thought fit and with or without security.

- (l) To guarantee or give indemnities or provide security, whether by personal covenant or by mortgage or charge upon all or any part of the undertaking, property and assets (present and future) and the uncalled capital of the Company, or by all or any such methods, for the performance of any contracts or obligations, and the payment of capital or principal (together with any premium) and dividends or interest on any shares, debentures or other securities, of any person, firm or company including (without limiting the generality of the foregoing) any company which is for the time being a holding company of the Company or another subsidiary of any such holding company or is associated with the Company in business.
- (m) To issue any securities which the Company has power to issue for any other purpose by way of security or indemnity or in satisfaction of any liability undertaken or agreed to be undertaken by the Company.
- (n) To sell, lease, grant licences, easements and other rights over, and in any other manner deal with or dispose of, the undertaking, property, assets, rights and effects of the Company or any part thereof for such consideration as may be thought fit, and in particular for shares or other securities, whether fully or partly paid up.
- (o) To procure the registration or incorporation of the Company in or under the laws of any territory outside England.
- (p) To subscribe or guarantee money for any national, charitable, benevolent, public, general or useful object or for any purpose which may be considered likely directly or indirectly to further the interests of the Company or of its members.
- (q) To establish and maintain or contribute to any pension or superannuation funds for the benefit of, and to give or procure the giving of donations, gratuities, pensions, allowances or emoluments to, any individuals who are or were at any time in the employment or service of the Company or of any company which is its holding company or is a subsidiary of the Company or any such holding company or otherwise is allied to or associated with the Company, or who are or were at any time directors or officers of the Company or of any such other company, and the wives, widows, families and dependants of any such individuals; to establish and subsidise or subscribe to any institutions, associations, clubs or funds which may be considered likely to benefit any such persons or to further the interests of the Company or of any such other company; and to make payments for or towards the insurance of any such persons.

(r) To establish and maintain, and to contribute to, any scheme for encouraging or facilitating the holding of shares or debentures in the Company by or for the benefit of its employees or former employees, or those of its subsidiary or holding company or subsidiary of its holding company, or by or for the benefit of such other persons as may for the time being be permitted by law, or any scheme for sharing profits with its employees or those of its subsidiary and/or associated companies, and (so far as for the time being permitted by law) to lend money to the Company's employees (other than directors) with a view to enabling them to acquire shares in the Company or its holding company.

(s) To distribute among members of the Company in specie or otherwise, by way of dividend or bonus or by way of reduction of capital, all or any of the property or assets of the Company, or any proceeds of sale or other disposal of any property or assets of the Company, with and subject to any incident authorised and consent required by law.

(t) To do all or any of the things and matters aforesaid in any part of the world, and either as principals, agents, contractors, trustees or otherwise, and by or through trustees, agents, subsidiary companies or otherwise, and either alone or in conjunction with others.

(u) To do all such other things as may be considered to be incidental or conducive to any of the above objects.

And it is hereby declared that the objects of the Company as specified in each of the foregoing paragraphs of this Clause (except only if and so far as otherwise expressly provided in any paragraph) shall be separate and distinct objects of the Company and shall not be in any way limited by reference to any other paragraph or the order in which the same occur or the name of the Company.

4. The liability of the members is limited.

5. The share capital of the Company is £1000 divided into 1000 shares of £1 each.

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

NAMES, ADDRESSES AND DESCRIPTIONS
OF SUBSCRIBERS

Number of Shares
taken by each
Subscriber

x Steven Jobs

STEVEN JOBS
(Authorized Signatory)
Apple Computer, Inc.
10260 Bandley Drive,
Cupertino,
California 95014,
United States of America

999 999

Company

x Albert A. Eisenstat

ALBERT A. EISENSTAT,
APPLE COMPUTER, INC.
10495 Bandley Drive
Cupertino, CA 95014 USA

General Counsel

Total Shares taken:

1000

DATED the 15th day of September 1981.

WITNESS to the above Signatures:-

NAME:

BERTA T. PEREZ

ADDRESS:

265 MONTCLAIR ROAD
LOS GATOS, CALIF 95030

OCCUPATION: SECRETARIAL

Berta Perez

C O M P A N Y L I M I T E D B Y S H A R E S

ARTICLES OF ASSOCIATION
OF
APPLE COMPUTER (UK) LIMITED

PRELIMINARY

1. The regulations contained in Part I of Table A in the First Schedule to the Companies Act 1948 (as amended) shall, except as hereinafter provided and so far as not inconsistent with the provisions of these Articles, apply to the Company. References herein to regulations are to regulations in Part I of the said Table A unless otherwise stated. The regulations in any Table A applicable to the Company under any former enactment relating to companies shall not apply.

SHARE CAPITAL

2. The share capital of the Company is £1000 divided into 1000 Ordinary Shares of £1 each.

3. Subject to Section 14 of the Companies Act 1980, all unissued shares shall be at the disposal of the Directors and they may allot, grant options over or otherwise dispose of them to such persons, at such times, and on such terms as they think proper and Section 17(1) of the Companies Act 1980 shall not apply.

TRANSFER OF SHARES

4. An instrument of transfer of fully paid shares need not be signed by or on behalf of the transferee. Regulation 22 shall be modified accordingly.

5. Subject to the provisions of regulation 24 any share may at any time be transferred to a person who is already a member of the Company. Save as aforesaid the Directors shall have an absolute right without assigning any reason therefor to refuse to register any transfer of a share (whether fully paid or not).

6. The Company shall not charge transfer or registration fees. References to fees in regulations 25 and 28 shall be disregarded.

PLACE OF MEETINGS

7. All General Meetings of the Company and all meetings of the Directors shall take place only in England.

PROCEEDINGS AT GENERAL MEETINGS

8. A poll may be demanded at any General Meeting by the Chairman or by any member present in person or by proxy and entitled to vote. Regulation 58 shall be modified accordingly.

9. Any instrument appointing a proxy may be in any usual or common form or in any other form which the Directors may approve. Such instrument (and, where it is signed on behalf of the appointor by an attorney, the letter or power of attorney or a duly certified copy thereof) must either be delivered at such place or one of such places (if any) as may be specified for that purpose in or by way of note to the notice convening the meeting (or, if no place is so specified, at the registered office) at least one hour before the time appointed for holding the meeting or adjourned meeting or (in the case of a poll taken otherwise than at or on the same day as the meeting or adjourned meeting) for the taking of the poll at which it is to be used or be delivered to the Secretary (or the Chairman of the meeting) on the day and at the place of the meeting or adjourned meeting or poll. An instrument of proxy shall not be treated as valid until such delivery shall have been effected. Regulations 69, 70 and 71 shall not apply.

10. A resolution in writing signed by the holders of the whole of the issued Ordinary Shares shall be as effective as if the same had been duly passed at a General Meeting and may consist of several documents in the like form, each signed by one or more persons, but a resolution so signed shall not be effective to do anything required by law to be done in General Meeting or by Special or Extraordinary Resolution. In the case of a corporation the resolution may be signed on its behalf by a Director or the Secretary thereof or by its duly appointed attorney or duly authorised representative. Regulation 73A shall be modified accordingly.

DIRECTORS

11. Subject as hereinafter provided the Directors shall not be less than 3 nor more than 7 in number. The first Directors shall be appointed in writing by the subscribers of the Memorandum of Association. The Company may by Ordinary Resolution from time to time vary the minimum number and/or maximum number of Directors. Regulation 75 shall not apply.

12. A Director shall not be required to hold any shares of the Company by way of qualification. Regulation 77 shall not apply. A Director who is not a member of the Company shall nevertheless be entitled to attend and speak at General Meetings.

13. The ordinary remuneration of the Directors shall from time to time be determined by an Ordinary Resolution of the Company and shall (unless such resolution otherwise provides) be divisible among the Directors as they may agree, or, failing agreement, equally, except that any Director who shall hold office for part only of the period in respect of which such remuneration is payable shall be entitled only to rank in such division for a proportion of remuneration related to the period during which he has held office. The Directors may repay to any Director all such reasonable expenses as he may incur in attending and returning from meetings of the Directors or of any committee of the Directors or General Meetings or otherwise in or about the business of the Company. Any Director who serves on any committee, or who otherwise performs services which in the opinion of the Directors are outside the scope of the ordinary duties of a Director, may be paid such extra remuneration by way of salary, commission or otherwise as the Directors may determine. Regulation 76 shall not apply.

14. In regulation 79 the proviso restricting the borrowing and charging powers exercisable by the Directors shall not apply.

15. A Director may be a party to or in any way interested in any contract or arrangement or transaction to which the Company is a party or in which the Company is in any way interested. A Director may hold and be remunerated in respect of any office or place of profit (other than the office of Auditor of the Company or any subsidiary thereof) under the Company or any other company in which the Company is in any way interested and he or any firm of which he is a member may act in a professional capacity for the Company or any such other company and be remunerated therefor. On any matter in which a Director is in any way interested he may nevertheless vote and be taken into account for the purposes of a quorum and (save as otherwise agreed) may retain for his own absolute use and benefit all profits and advantages directly or indirectly accruing to him thereunder or in consequence thereof. Regulation 84, other than paragraph (1) thereof, shall not apply.

16. The Directors may dispense with the keeping of attendance books for meetings of the Directors or committees of the Directors. Regulation 86 shall be modified accordingly.

17. The office of a Director shall be vacated in any of the events specified in regulation 88 save that paragraph (f) of such regulation shall not apply. The office of a

Director shall also be vacated if he shall in writing offer to resign and the Directors shall resolve to accept such offer.

18. The Directors shall not be subject to retirement by rotation. Regulations 89 to 94 and the second sentences of regulations 95 and 97 shall not apply.

19. The Directors may delegate any of their powers or discretions to committees consisting of one or more members of their body and (if thought fit) one or more other persons co-opted as hereinafter provided. Any committee so formed shall in the exercise of the powers so delegated conform to any regulations which may from time to time be imposed by the Directors. Any such regulations may provide for or authorise the co-option to the committee of persons other than Directors and for such co-opted members to have voting rights as members of the committee but so that (i) the number of co-opted members shall be less than one-half of the total number of members of the committee and (ii) no resolution of the committee shall be effective unless a majority of the members of the committee present at the meeting are Directors. Regulation 102 shall not apply.

20. A resolution in writing signed by all the Directors shall be as effective as a resolution duly passed at a meeting of the Directors and may consist of several documents in the like form, each signed by one or more of the Directors. Regulation 106 shall not apply.

21. Regulations 107 to 109 shall extend to include the posts of Deputy and Assistant Managing Director and in these Articles references to a Managing Director shall include a Deputy or Assistant Managing Director.

ALTERNATE DIRECTORS

22. (A) Any Director may at any time by writing under his hand and deposited at the registered office, or delivered at a meeting of the Directors, appoint any person (including another Director) to be his alternate Director and may in like manner at any time terminate such appointment. Such appointment, unless previously approved by the Directors, shall have effect only upon and subject to being so approved. The same person may be appointed as the alternate Director of more than one Director.

(B) The appointment of an alternate Director shall determine on the happening of any event which if he were a Director would cause him to vacate such office or if his appointor ceases to be a Director (retirement at any General Meeting at which the Director is re-elected being for such purpose disregarded).

(C) An alternate Director shall (except when absent from the United Kingdom) be entitled to receive notices of meetings of the Directors and of any committee of

the Directors of which his appointor is a member and shall be entitled to attend and vote as a Director and be counted in the quorum at any such meeting at which his appointor is not personally present and generally at such meeting to perform all functions of his appointor as a Director and for the purposes of the proceedings at such meeting, the provisions of these Articles shall apply as if he were a Director. If he shall be himself a Director or shall attend any such meeting as an alternate for more than one Director his voting rights shall be cumulative. If his appointor is for the time being absent from the United Kingdom or temporarily unable to act through ill-health or disability his signature to any resolution in writing of the Directors shall be as effective as the signature of his appointor. An alternate Director shall not (save as aforesaid) have power to act as a Director nor shall he be deemed to be a Director for the purposes of these Articles.

(D) An alternate Director shall be entitled to contract and be interested in and benefit from contracts or arrangements or transactions and to be repaid expenses and to be indemnified to the same extent mutatis mutandis as if he were a Director, but he shall not be entitled to receive from the Company in respect of his appointment as alternate Director any remuneration except only such part (if any) of the remuneration otherwise payable to his appointor as such appointor may by notice in writing to the Company from time to time direct.

NOTICES

23. Any notice or document (including a share certificate) may be served on or delivered to any member by the Company either personally or by sending it through the post in a prepaid cover addressed to such member at his registered address, or (if he has no registered address within the United Kingdom) to the address, if any, within the United Kingdom supplied by him to the Company as his address for the service of notice, or by delivering it to such address addressed as aforesaid. Where a notice or other document is served or sent by post, service or delivery shall be deemed to be effected at the expiration of twenty-four hours (or, where second-class mail is employed, forty-eight hours) after the time when the cover containing the same is posted and in proving such service or delivery it shall be sufficient to prove that such cover was properly addressed, stamped and posted. Regulation 131 shall not apply.

INDEMNITY

24. Subject to the provisions of and so far as may be permitted by law, every Director, Auditor, Secretary or other officer of the Company shall be entitled to be indemnified by the Company against all costs, charges, losses, expenses and liabilities incurred by him in the execution and discharge of his duties or in relation thereto

including any liability incurred by him in defending any proceedings, civil or criminal, which relate to anything done or omitted or alleged to have been done or omitted by him as an officer or employee of the Company and in which judgment is given in his favour (or the proceedings otherwise disposed of without any finding or admission of any material breach of duty on his part) or in which he is acquitted or in connection with any application under any statute for relief from liability in respect of any such act or omission in which relief is granted to him by the Court. Regulation 136 shall not apply.

OVERRIDING PROVISIONS

25. Whenever Apple Computer, Inc. (hereinafter called "the Parent Company"), or any subsidiary of the Parent Company, shall be the holder of not less than 90 per cent. of the issued Ordinary Shares the following provisions shall apply and to the extent of any inconsistency shall have overriding effect as against all other provisions of these Articles :-

- (A) the Parent Company may at any time and from time to time appoint any person to be a Director or remove from office any Director howsoever appointed but so that in the case of a Managing Director his removal from office shall be deemed an act of the Company and shall have effect without prejudice to any claim for damages for breach of any contract of service between him and the Company;
- (B) no unissued shares shall be issued or agreed to be issued or put under option without the consent of the Parent Company;
- (C) any or all powers of the Directors shall be restricted in such respects and to such extent as the Parent Company may by notice to the Company from time to time prescribe.

Any such appointment, removal, consent or notice shall be in writing served on the Company and signed on behalf of the Parent Company by any two of its Directors or by any one of its Directors and its Secretary or some other person duly authorised for the purpose. No person dealing with the Company shall be concerned to see or enquire as to whether the powers of the Directors have been in any way restricted hereunder or as to whether any requisite consent of the Parent Company has been obtained and no obligation incurred or security given or transaction effected by the Company to or with any third party shall be invalid or ineffectual unless the third party had at the time express notice that the incurring of such obligation or the giving of such security or the effecting of such transaction was in excess of the powers of the Directors.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS

Steven Jobs
STEVEN JOBS
(Authorized Signatory)
Apple Computer, Inc.,
10260 Bandley Drive,
Cupertino, California 95014,
United States of America

999

Company

Albert A. Eisenstat
Albert A. Eisenstat
APPLE COMPUTER, INC.
10495 Bandley Drive
Cupertino, CA 95014 USA
General Counsel

DATED the 15th day of September 1981.

WITNESS to the above Signatures:-

NAME: BERTA T. PEREZ
ADDRESS: 265 MONTCLAIR ROAD
LOS GATOS, CA 95030
OCCUPATION: SECRETARIAL
Berta Perez

THE COMPANIES ACTS 1948 TO 1976

Statement of first directors and
secretary and intended situation
of registered office

Pursuant to sections 21 and 23(2) of the Companies Act 1976

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

Name of Company

Apple Computer (UK)

Limited*

* delete if
inappropriate

Company number

1591116/5

The intended situation of the registered office of the company
on incorporation is as stated below

1-9 Wexham Road

Slough

Berkshire SL1 1TP

If the memorandum is delivered by an agent for the subscribers of
the memorandum please mark 'X' in the box opposite and insert the
agent's name and address below

X

Linklaters & Paines

Barrington House, 59-67 Gresham Street

London EC2V 7JA

If the spaces provided on page 2 are insufficient and use has been made
of continuation sheets (see note 1), please enter in the box opposite
the number of continuation sheets which form part of this statement

4

Presenter's name, address and
reference (if any):Linklaters & Paines
(ALA)
Barrington House
59-67 Gresham Street
LONDON EC2V 7JAFor official use
General section

Post room

The name(s) and particulars of the person who is, or the persons who are, to be the first director or directors of the company are as follows:

Please do not write in this binding margin



Important

The particulars to be given are those referred to in section 21(2)(a) of the Companies Act 1976 and section 200(2) of the Companies Act 1948. Please read the notes on page 4 before completing this part of the form.

Name (note 2)	ALBERT A EISENSTAT	Business occupation	General Counsel
Former name(s) (note 3)		Nationality	United States of America National
Address (note 4)	358 WALSH ROAD ATHERTON CALIFORNIA 94025, U.S.A.	Date of birth (where applicable) (note 6)	
Particulars of other directorships (note 5)	APPLE COMPUTER LIMITED		
I hereby consent to act as director of the company named on page 1			
Signature	<i>Albert A. Eisenstat</i>	Date	28th September, 1987

Name (note 2)	KENNETH Robert	Business occupation	Business Executive
Former name(s) (note 3)	ZERBE	Nationality	United States of America National
Address (note 4)	13712 Lexington Court Saratoga California 95070, U.S.A.	Date of birth (where applicable) (note 6)	
Particulars of other directorships (note 5)	APPLE COMPUTER LIMITED		
I hereby consent to act as director of the company named on page 1			
Signature	<i>Kenneth Robert Zerbe</i>	Date	28th September, 1987

Name (note 2)	THOMAS JAMES LAWRENCE	Business occupation	Business Executive
Former name(s) (note 3)		Nationality	United States of America National
Address (note 4)	20 Rutland Gate LONDON SW7	Date of birth (where applicable) (note 6)	
Particulars of other directorships (note 5)			
I hereby consent to act as director of the company named on page 1			
Signature	<i>Thomas J. Lawrence</i>	Date	28th September, 1987

Please do not
write in this
binding margin

The name(s) and particulars of the person who is, or the persons who are,
to be the first secretary, or joint secretaries, of the company are as follows:

Name (notes 2 & 7)	ALBERT A
	EISENSTAT
Former name(s) (note 3)	
Address (notes 4 & 7)	358 Walsh Road
	Atherton, California 94025, U.S.A.
I hereby consent to act as secretary of the company named on page 1	
Signature	<i>Albert A Eisenstat</i> 28th September, 1981

Important
The particulars
to be given are
those referred to
in section
21(2)(b) of the
Companies Act
1976 and section
209(3) of the
Companies Act
1948. Please
read the notes
on page 4 before
completing this
part of the form.

Name (notes 2 & 7)	DAVID ANTHONY JOHN COLLIS
Former name(s) (note 3)	
Address (notes 4 & 7)	4 Orchard Way
	Eaton Bray, Bedfordshire
	England
I hereby consent to act as secretary of the company named on page 1	
Signature	<i>David Collis</i> 28th September, 1981

* as required by
section 21(3) of
the Companies
Act 1976

Signed by or on behalf of the subscribers of the memorandum*

† delete as
appropriate

Signature *Albert A Eisenstat* [Subscriber] ~~Agent~~ Date 28th September, 1981
A A Eisenstat

Signature *Steven Jobs* [Subscriber] ~~Agent~~ Date 28th September, 1981
Steven Jobs
Authorised Signatory
Apple Computer, Inc

Please do not
write in this
binding margin.

THE COMPANIES ACTS 1948 TO 1976

Statement of first directors and secretary and intended situation of registered office

Continuation sheet No. 2
to Form No. 1

Company number

1591116

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

* delete if
inappropriate

Name of Company

Apple Computer (UK)

Limited*

Particulars of other directors (continued)

Name (note 2) PETER MERVYN COBB

Business occupation

Business Executive

Former name(s) (note 3)

Nationality

British

Address (note 4) 8 Saint Barnabas Road,

Emmer Green, Reading,

Berkshire, England

Date of birth (where applicable)
(note 6)

I hereby consent to act as director of the company named on page 1

Signature

Date 28th September, 1981

Particulars of other directorships

continued overleaf

Please do not
write in this
binding margin.

THE COMPANIES ACTS 1948 TO 1976

Statement of first directors and secretary and intended situation of registered office

Continuation sheet No. 3
to Form No. 1

Company number

1591116

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

delete if
inappropriate

Name of Company

Apple Computer (UK)	Limited*
---------------------	----------

Particulars of other directors (continued)

Name (note 2)	MICHAEL JOHN BREWER	Business occupation	Director /
Former name(s) (note 3)		Nationality	British /
Address (note 4)	15 Shootersway Park, Berkhampsted, Hertfordshire, England.	Date of birth (where applicable) (note 6)	
I hereby consent to act as director of the company named on page 1			
Signature	<i>M J Brewer</i>	Date	28th September, 1981

Particulars of other directorships

Microsense Computers Limited
Data Efficiency Limited

delete if
inappropriate

continued overleaf †

Please do not
write in this
binding margin.

THE COMPANIES ACTS 1948 TO 1976

Statement of first directors and secretary and intended situation of registered office

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

* delete if
inappropriate,

Continuation sheet No. 4
to Form No. 1

Company number

1591116

Name of Company

Apple Computer (UK)

Limited*

Particulars of other directors (continued)

Name (note 2) STEPHEN JAMES BREWER

Business occupation
Director

Former name(s) (note 3)

Nationality
British

Address (note 4) 6 Wannions Close,
Botley Road, Chesham,

Date of birth (where applicable)
(note 6)

Buckinghamshire, England

I hereby consent to act as director of the company named on page 1

Signature

Stephen James Brewer

Date 28th September,
1981

Particulars of other directorships

Microsense Computers Limited

~~Data Efficiency Limited~~

[Signature]

[Signature]

† delete if
inappropriate

continued overleaf †

Please do not
write in this
binding margin.

THE COMPANIES ACTS 1948 TO 1976

Statement of first directors and secretary and intended situation of registered office

Continuation sheet No. 1
to Form No. 1

Company number

1591116

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

Name of Company

Apple Computer (UK)

Limited*

Particulars of other directors (continued)

Name (note 2) DAVID ANTHONY JOHN COLLIS

Business occupation

Director

Former name(s) (note 3)

Nationality

British

Address (note 4) 4 Orchard Way,

Eaton Bray,

Bedfordshire, England

Date of birth (where applicable)
(note 6)

I hereby consent to act as director of the company named on page 1

Signature

D. J. Collis

Date 28th September,
1981

Particulars of other directorships

Microsense Computers Limited

Data Efficiency Limited

† delete if
inappropriate

continued overleaf †

FILE COPY



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

No. 1591116

I hereby certify that

APPLE COMPUTER (UK) LIMITED

is this day incorporated under the Companies Acts 1948 to 1980 as
a private company and that the Company is limited.

Given under my hand at Cardiff the 14TH OCTOBER 1981

A handwritten signature in cursive script, appearing to read 'E. Wilson'.

Assistant Registrar of Companies

APPLE COMPUTER (UK) LIMITED

Company No 1591116

121
THE COMPANIES ACTS, 1948 TO 1983

COMPANY LIMITED BY SHARES

ORDINARY AND SPECIAL RESOLUTIONS

OF

APPLE COMPUTER (UK) LIMITED

Passed on February 1, 1985

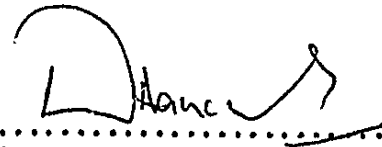
At an extraordinary general meeting of Apple Computer (UK) Limited duly convened and held at 7, Rue de Chartres, 92200 Neuilly-Sur-Seine, Paris at 10.30 a.m. the following resolutions were proposed and passed as ORDINARY and SPECIAL RESOLUTIONS respectively:-

ORDINARY RESOLUTION

1. "That the authorised share capital of the company be increased to £1,000,000 by the creation of 999,000 ordinary shares of £1 each ranking pari passu for all purposes with the existing shares ordinary of £1 each."

SPECIAL RESOLUTION

2. "That (i) in accordance with section 14 of the Companies Act, 1980 the directors of the company be and they are hereby authorised to allot a maximum of 999,000 ordinary shares of £1 each, being the unissued capital of the company at the date hereof, to such persons and on such terms and in such manner as they may think proper;
(ii) such authority shall expire at the end of five years from the passing of this resolution; and
(iii) section 17(1) of the Companies Act, 1980 shall not apply to the allotment of the said shares."


.....
Director



Notice of increase in nominal capital

Pursuant to section 63 of the Companies Act 1948

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

To the Registrar of Companies

For official use

Company number

22

1591116

Name of company

APPLE COMPUTER (UK)

Limited*

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

[ordinary][extraordinary][special] resolution of the company dated February 1, 1985

the nominal capital of the company has been increased by the addition thereto of the sum of
£ 999,000 beyond the registered capital of £ 1,000

A printed copy of the resolution authorising the increase is forwarded herewith.

The additional capital is divided as follows:

Number of shares	Class of share	Nominal amount of each share
999,000	Ord	£1

(If any of the new shares are preference shares state whether they are redeemable or not)

The conditions (eg. voting rights, dividend rights, winding-up rights, etc.) subject to which the new shares have been or are to be issued are as follows:

Ranking pari passu for all purposes with the existing ordinary shares
of £1 each.Please tick here if
continued overleaf ☐

Signed

[Director][Secretary] † Date

1-3-85

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

Arthur Young McClelland
Moore & Co
Rolls House
7 Rolls Buildings
Fetter Lane
London
EC4A 1NL

For official use
General Section

Post room

† delete as
appropriate

G**244****Notice of claim to extension of
period allowed for laying and
delivering accounts — oversea
business or interests**Please do not
write in this
marginPursuant to section 244 of the Companies Act 1985
as inserted by section 11 of the Companies Act 1989Please complete
legibly, preferably
in black type, or
bold block letteringTo the Registrar of Companies
(Address overleaf)

Company number

1591116

* insert full name
of company

Name of company

* APPLE COMPUTER (UK) LIMITED

† delete as
appropriate

The directors of this company give notice that the company is carrying on business, or has interests, outside the United Kingdom, the Channel Islands and the Isle of Man and claim an extension of three months to the period allowed under this section for laying and delivering accounts in relation to the financial year of the company ~~(ending)~~ [which ended on]†

Day Month Year

2 4 0 9 1 9 9 3

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

Signed

Noelhue Sro

Designation‡

Secretary

Date

*22/7/94***Notes**

1. A company which carries on business or has interests outside the United Kingdom, the Channel Islands and the Isle of Man may, by giving notice in the prescribed form to the Registrar of Companies under section 244(3) of the Act, claim an extension of three months to the period which otherwise would be allowed for the laying and delivery of accounts under section 244(1).
2. Notice must be given before the expiry of the period which would otherwise be allowed under section 244(1).
3. A separate notice will be required for each period for which the claim is made.
4. The date in the box on the form should be completed in the manner illustrated below.

0 5 0 4 1 9 8 5

Presentor's name address
telephone number and reference (if any):**ERNST & YOUNG**

■ Rolly House
7 Rolly Buildings
Fetter Lane
London EC4A 3NH
Ref: OMBS/RJH/SL
Tel: 071 928 2000

For official use
D.E.B.

Post room:



K972U35H

KLO RECEIPT DATE: 22/07/94