



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

Please do not write in this binding margin



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

\*Insert full name of Company

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

For official use

Company number

[ ] [ ] [ ] [ ] [ ] [ ] [ ] [ ] [ ] [ ]

1629528

Name of Company

BRETT & RANDALL COMMERCIAL INSURANCE CONSULTANTS LIMITED

I, DAVID SYDNEY BRETT  
of 12 FOREST ROAD, BINGHAM, NOTTINGHAMSHIRE

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 ~~DIRECTOR~~ *a person named as Director* in the statement delivered under Section 21 of the Companies Act 1976  
RAC of BRETT & RANDALL COMMERCIAL INSURANCE CONSULTANTS 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

Re Declared at 86 Canon Street  
Leicester

RAC the 25<sup>th</sup> 17<sup>th</sup> day of February

One thousand nine hundred and eighty-two

before me *RA Clarke*  
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

*[Handwritten signature]*

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

074789

BRITISH COMPANY  
REGISTRATION AGENTS LTD.  
37-45 PAUL STREET  
LONDON EC2A 4PB  
TEL 01 251 0344

For official use  
New companies section

Post room



145674/2



THE COMPANIES ACTS 1948 to 1980

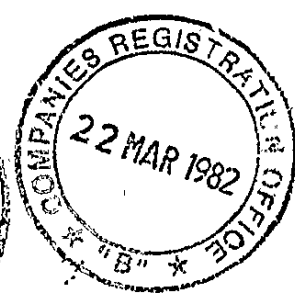
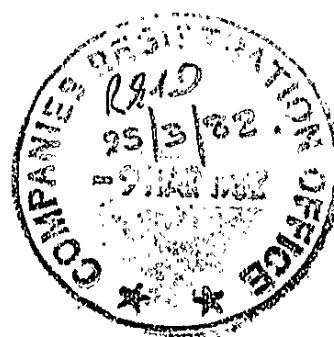
COMPANY LIMITED BY SHARES

# MEMORANDUM OF ASSOCIATION

of

BRETT & RANDALL COMMERCIAL INSURANCES<sup>CONSULTANTS</sup> LIMITED.

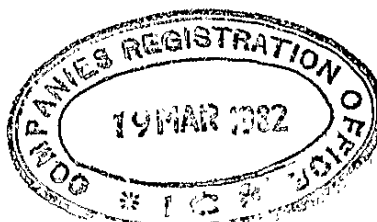
1629528/3



1. The name of the Company is "BRETT & RANDALL COMMERCIAL INSURANCES<sup>CONSULTANTS</sup> LIMITED".
2. The Registered Office of the Company will be situate in England.
3. The objects for which the Company is established are:-
  - (a) (1) To carry on business as insurance brokers and agents in respect of all classes of insurance, including aviation and aircraft risks of all kinds, fire, marine, life, accident, medical, burglary, workmen's compensation, indemnity, motor, plate glass, live stock, fidelity and boiler insurances.
  - (2) To act as estate agents, business and general transfer agents, surveyors, assessors, valuers, and salvage and average adjusters.
  - (3) To negotiate and arrange mortgages, loans and advances, partnerships and the sale and purchase of ~~businesses~~ or shares therein and properties of all kinds.

BRITISH COMPANY  
REGISTRATION AGENTS LTD.  
37-45 PAUL STREET  
LONDON EC2A 4PB  
TEL 01 251 6344

674749



2.

- (b) To carry on any other business of any description which in the opinion of the directors may be capable of being conveniently or advantageously carried on in connection with or as ancillary to any of the above businesses or the general business of the Company.
- (c) To purchase, sell, exchange, improve, mortgage, charge, rent, let on lease, hire, surrender, license, accept surrenders of, and otherwise acquire and 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.
- (d) 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, debentures or debenture stock of this Company as the consideration for such purchase or acquisition and to undertake any liabilities or obligations relating to the business or property so purchased or acquired.
- (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, and to grant rights thereout.
- (f) 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.
- (g) To manage develop, sell, lease, mortgage, grant licences or rights of, in, or over or otherwise turn to account or in any other manner deal with or dispose of the undertaking and all or any of the property or assets of the Company with power to accept shares, debentures or securities of, or interests in, any other company.
- (h) To lend money to such persons, upon such terms and with or without security and subject to such conditions as may seem desirable.
- (i) To invest, lend, or otherwise deal with unemployed moneys, in such manner, and upon such terms, as may be thought fit, and to vary investments.
- (j) To guarantee, support or secure, whether by personal covenant or by mortgaging or charging all or any part of the undertaking, property and assets (present and future) and uncalled capital of the Company or by both such means, the performance of, the obligations of and the repayment or payment of the principal amounts and of any premiums, interest and dividends on any securities of any person, firm or company, including (without prejudice to the generality of the foregoing) any company which is for the time being the Company's holding company as defined by section 154 of the Companies Act 1948 or another subsidiary as defined by the said section of the Company's holding company or otherwise associated with the Company in business.
- (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 re-issue any debentures at any time paid off.
- (l) To draw, accept, endorse, issue, or execute promissory notes, bills of exchange, bills of lading, warrants, and other negotiable, transferable, or mercantile instruments.
- (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 promotion of the Company

or the conduct of its business.

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

PROVIDED ALWAYS that any power which the Company enjoys under section 74 of the Companies Act 1980 or these presents to make provision in connection with the cessation or transfer to any person of the whole or any part of the undertaking of the Company or any of its subsidiaries for the benefit of persons employed or formerly employed by the Company or any of its subsidiaries shall only be exercised by the Company with the sanction of a Special Resolution.

- (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 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.
- (v) To distribute any property of the Company in specie among the members.
- (w) 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 the objects therein mentioned shall be neither limited nor restricted by reference to or inference from any other sub-clause or the name of the Company and neither shall they or any of them 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 £1,000 divided into 1,000 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.

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.
<i>David Sydney Brett</i> DAVID SYDNEY BRETT 12 FOREST ROAD BINGHAM NOTTINGHAM SHIRE INSURANCE BROKER	<i>One</i>
<i>Stuart Charles Randall</i> STUART CHARLES RANDALL 23 ATHERSTONE CLOSE OADBY LEICESTERSHIRE INSURANCE CONSULTANT	<i>One</i>

DATED the 23<sup>rd</sup> FEBRUARY 1962.

WITNESS to the above Signatures :-

*Maurice Roworth* F.A.I.A F.A.P.A.  
MAURICE ROWORTH.  
OAKHAM HOUSE  
243 MANSFIELD ROAD  
NOTTINGHAM  
ACCOUNTANT.

THE COMPANIES ACTS 1948 to 1980

COMPANY LIMITED BY SHARES

## ARTICLES OF ASSOCIATION

of

BRETT & RANDALL COMMERCIAL INSURANCE <sup>CONSULTANTS</sup> LIMITED.

1629528/4

### PRELIMINARY

1. Subject as hereinafter provided the regulations set out in Table A in the First Schedule to the Companies Act 1948 as amended by the Companies Acts 1967 to 1980 (hereinafter referred to as "Table A") shall apply to the Company.
2. The following regulations of Table A shall not apply to the Company videlicet :- 22, 24, 40 to 43 inclusive, 58, 75, 79, 84(2), 84(4), and 88.

### PRIVATE COMPANY

3. The Company is a private company and accordingly:
  - (A) any offer to the public (whether for cash or otherwise) of any shares in or debentures of the Company; and
  - (B) any allotment of or agreement to allot any shares in or debentures of the Company (whether for cash or otherwise) with a view to all or any of those shares or debentures being offered for sale to the public,

is prohibited.

### SHARES

4. (A) Subject to authorisation in accordance with the provisions of section 14 of the Companies Act 1980 the directors may allot or otherwise dispose of the shares of the Company whether forming part of the original or any increased capital to such persons and for such consideration and upon such terms and conditions as they may determine but so that no shares shall be issued at a discount.
- (B) For the purposes of section 14 of the Companies Act 1980:
  - (i) the directors shall, unless and until such authority shall have been previously revoked or varied by the Company in general meeting, for a period of five years from the date of the incorporation of the Company, have a general and unconditional authority to allot any

unissued shares of the Company forming part of its original capital;

- (ii) before the expiry of the authority given in sub-paragraph (i) above the Company by its directors or otherwise may make any offer or agreement which would or might require unissued shares of the Company to be allotted after such expiry and the directors may notwithstanding such expiry allot unissued shares of the Company pursuant to such offer or agreement.

(C) Section 17(1) of the Companies Act 1980 shall be excluded in respect of any allotment of shares whether by the directors or otherwise.

## LIEN

- 5. The lien conferred by regulation 11 of Table A shall attach to all shares, whether fully paid or not, and to all shares registered in the name of any person indebted or under liability to the Company whether he be the sole holder thereof or one of two or more joint holders.

## TRANSFER AND TRANSMISSION OF SHARES

- 6. The instrument of transfer of any share shall be executed by or on behalf of the transferor and (except in the case of the transfer of a fully paid share) by or on behalf of the transferee. The transferor shall be deemed to remain a holder of the share until the name of the transferee is entered in the register of members in respect thereof.

- 7. (1) Subject as in these Articles provided, any share may be transferred to any member of the Company and any share may be transferred by a member to his or her wife or husband, descendant, parent, brother or sister, nephew or niece or to the trustees of a settlement created inter vivos by such member whereunder no person is or may be a beneficiary who is not his or her wife or husband or any such relative as aforesaid and any share of a deceased member may be transferred to his or her widow or widower or any such relative as aforesaid or transferred to or placed in the names of his or her personal representatives or trustees if (but only if) it will be held by them upon trusts created by such member's will or arising on his or her intestacy whereunder no person is or may be a beneficiary who is not his or her widow or widower or any such relative as aforesaid and where any share is held upon such trusts as aforesaid it may upon the appointment of a new trustee or new trustees thereof be transferred to him or them or to the continuing and new trustees thereof. In any such circumstances (but subject as aforesaid) the provisions of paragraph (5) of this article shall not apply save to prevent a transfer of shares on which the Company has a lien. For the purpose of this paragraph "descendant" shall include an adopted child.

(2) Save as aforesaid, a share shall not be transferred unless it first be offered to the other members at a fair value to be calculated on the basis of  $\frac{3}{4}$  of the gross commission income in the case of a transfer of the whole shareholding of a member and in the event of a transfer of a lesser number than such whole shareholding, such value to be reduced proportionately. A member (hereinafter referred to as a "retiring member") wishing to transfer a share or shares otherwise than as aforesaid shall give notice thereof in writing to the Company and such notice (hereinafter referred to as a "transfer notice") shall constitute the Company his agent for the sale in accordance with the provisions of this article of the share or shares comprised therein at the fair value fixed as aforesaid. A transfer notice may not be withdrawn except with the consent of the directors. After the fixing as aforesaid of the fair value of the share or shares comprised in a transfer notice, the directors shall proceed to seek a purchaser or purchasers therefor amongst the other members (including any of their own body who are members). In the case of competition amongst the other members therefor, the same shall be apportioned amongst those wishing to purchase the same as nearly as may be in proportion to their respective holdings of shares, but so that no member shall be required to purchase more shares than he has expressed his willingness to purchase. Any question of difficulty shall be resolved by the directors in such manner as they think most beneficial to the Company.

(3) Upon the finding of a purchasing member or members the Company shall give notice thereof to the retiring member and the sale or sales shall be completed within seven days thereafter. If the retiring member fails so to complete any such sale, the directors shall nominate some person to transfer the share or shares comprised in such sale to the purchasing member and shall receive the purchase money and register the purchasing member as the holder of such share or shares and issue to him a certificate therefor. The retiring member shall deliver to the Company his certificate or certificates comprising or including such shares or share and shall thereupon be paid the purchase-money and any necessary balance certificate shall be issued to him.

(4) If within twenty-eight days after the fixing of the fair value as aforesaid no purchasing member has been found for the share or shares or some of the shares comprised in the transfer notice, the directors shall give notice thereof to the retiring member and in such case, and also if a purchasing member has failed duly to complete his purchase, the retiring member may at any time within six months after such notice was given to him, but subject to the provisions of paragraph (5) of this article, transfer the share or shares in question to any person and for any consideration.

(5) Subject as in this Article otherwise provided, the directors may, in their absolute discretion and without assigning any reason therefor, decline to register any transfer of any share, whether or not it is a fully paid share.

(6) (i) Any direction, whether by way of renunciation, nomination or otherwise, by a member entitled to an allotment of shares, to the effect that such shares or any of them be allotted or issued to some person other than himself,

(ii) Any transfer of any interest in a share or shares,

shall for the purpose of this Article be deemed to constitute a transfer of the share or shares comprised in such direction or transfer and, except in the case of a transfer permitted by paragraph (1) of this article, shall be deemed to constitute a transfer notice comprising such share or shares and the foregoing provisions of this article shall apply accordingly.

## PROCEEDINGS AT GENERAL MEETINGS

8. At any general meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll is (before or on the declaration of the result of the show of hands) demanded by the chairman or by any member present in person or by proxy. Unless a poll be so demanded a declaration by the chairman that a resolution has on a show of hands been carried or carried unanimously, or by a particular majority, or lost or not carried by a particular majority and an entry to that effect in the book containing the minutes of the proceedings of the Company shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolution. The demand for a poll may be withdrawn.

## DIRECTORS

9. The number of the directors shall not be more than five but the Company in general meeting may increase or reduce this limit.
10. A person may be appointed or elected a director notwithstanding that he shall have attained the age of 70 years and no director shall be liable to vacate office by reason of his attaining or having attained that or any other age.



## **BORROWING POWERS OF DIRECTORS**

11. 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 subject to section 14 of the Companies Act 1980, 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.

## **POWERS AND DUTIES OF DIRECTORS**

12. Subject to section 199 of the Act, and section 60 of the Companies Act, 1980 a director may contract with and participate in the profits of any contract transaction or arrangement with the Company as if he were not a director. A director shall also be capable of voting in respect of such contract transaction or arrangement, where he has previously disclosed his interest to the Company, or in respect of his appointment to any office or place of profit under the Company or of the arrangement of the terms thereof and may be counted in the quorum at any meeting at which any such matter is considered.

## **DISQUALIFICATION OF DIRECTORS**

13. The office of director shall be vacated if the director:-
  - (A) Fails to obtain his share qualification (if any) within one month from the date of his appointment or thereafter ceases at any time to hold his share 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 Act or under section 28 of the Companies Act 1976.
  - (D) 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.

## **INDEMNITY**

14. Subject to section 205 of the Act and in addition to such indemnity as is contained in regulation 136 of Table A, every director, officer, or official of the Company shall be indemnified out of the funds of the Company against all costs, losses, expenses and liabilities incurred by him in the execution and discharge of his duties or in relation thereto.

Names, Addresses and Descriptions of Subscribers.

*David Sydney Brett*

DAVID SYDNEY BRETT  
12 FOREST ROAD  
BINGHAM  
NOTTINGHAMSHIRE  
INSURANCE BROKER

*Stuart Charles Randall*

STUART CHARLES RANDALL  
23 ATHERSTONE CLOSE  
OADBY  
LEICESTERSHIRE  
INSURANCE CONSULTANT.

DATED the 23<sup>rd</sup> FEBRUARY 1962

WITNESS to the above Signatures :-

*Maurice Roworth* F.A.I.A. F.A.P.A.

MAURICE ROWORTH  
CAKHAM HOUSE  
243 MANSFIELD ROAD  
NOTTINGHAM  
ACCOUNTANT.



Please do not  
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binding margin

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

\* delete if  
inappropriate

# 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

Form No. 1

1

Company number

1629528/5

Name of Company

BRETT & RANDALL COMMERCIAL INSURANCE CONSULTANTS  
Limited\*

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

12 MELTON ROAD  
LEICESTER LE4 5EA

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

BRITISH COMPANY REGISTRATION AGENTS LTD.  
37/45 PAUL STREET  
LONDON EC2A 4PB

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

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

674789

BRITISH COMPANY  
REGISTRATION AGENTS LTD.  
37-45 PAUL STREET  
LONDON EC2A 4PB

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General section

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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)	Business occupation
DAVID SYDNEY BRETT	INSURANCE BROKER
Former name(s) (note 3)	Nationality
NONE	BRITISH
Address (note 4)	Date of birth (where applicable) (note 6)
12 FOREST ROAD BINGHAM NOTTINGHAMSHIRE	
Particulars of other directorships (note 5)	
DAVID S BRETT INSURANCE BROKERS LTD	
I hereby consent to act as director of the company named on page 1	
Signature	Date 23-2-1962

Name (note 2)	Business occupation
STUART CHARLES RANDALL	Insurance Consultant
Former name(s) (note 3)	Nationality
NONE	BRITISH
Address (note 4)	Date of birth (where applicable) (note 6)
23 AMHERSTONE CLOSE OADBY LEICESTERSHIRE	
Particulars of other directorships (note 5)	
I hereby consent to act as director of the company named on page 1	
Signature	Date 23-2-1962

Name (note 2)	Business occupation
Former name(s) (note 3)	Nationality
Address (note 4)	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	Date


Please do not  
write in this  
binding margin



**Important**

The particulars  
to be given are  
those referred to  
in section  
21(2)(b) of the  
Companies Act  
1976 and section  
200(3) of the  
Companies Act  
1948. Please  
read the notes  
on page 4 before  
completing this  
part of the form.

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)	
STUART CHARLES RANDALL	
Former name(s) (note 3)	
NONE	
Address (notes 4 & 7)	
23 ATHERSTONE CLOSE	
OADBURY LEICESTERSHIRE	
I hereby consent to act as secretary of the company named on page 1	
Signature	 Date 23 - 2 - 1962

Name (notes 2 & 7)	
Former name(s) (note 3)	
Address (notes 4 & 7)	
I hereby consent to act as secretary of the company named on page 1	
Signature	Date

\* 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  [Subscriber] [Agent]† Date 23 - 2 - 1962

Signature  [Subscriber] [Agent]† Date 23 - 2 - 1962

# FILE COPY



## CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

No. 1629528

I hereby certify that

BRETT & RANDALL COMMERCIAL INSURANCE CONSULTANTS  
LIMITED

is this day incorporated under the Companies Acts 1948 to 1981 as  
a private company and that the Company is limited.

Given under my hand at Cardiff the 16TH APRIL 1982

A handwritten signature in dark ink, appearing to be 'R. J. Jones', written over a horizontal line.

Assistant Registrar of Companies

## THE COMPANIES ACTS 1948 TO 1981

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

Pursuant to section 3(1) of the Companies Act 1976

Please do not  
write in this  
binding margin

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

To the Registrar of Companies

For official use

Company number

			9
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1629528
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\*delete if  
inappropriate

Brett & Randall Commercial Insurance Consultants Limited*	
---	--

**Note**

Please read  
notes 1 to 5  
overleaf before  
completing this  
form

hereby gives you notice in accordance with section 3(1) of the Companies Act 1976 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	5
---	---	---	---

†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	5	1	9	8	4
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See note 4(c) and  
complete if  
appropriate

If this notice states that the current accounting reference period of the company is to be extended, and reliance is being placed on section 3(6)(c) of the Companies Act 1976, the following statement should be completed:

The company is a [subsidiary] [holding company]† of

W/A  
\_\_\_\_\_, company number \_\_\_\_\_

the accounting reference date of which is \_\_\_\_\_

Signed

[Director] [Secretary] † Date

16-2-84

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

DAVID T LANEHAN FEA  
8 PRINCE ROAD WEST  
LEICESTER LE1 6TP

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General section

Post room



Company Number: 1629528 <sup>17</sup>

The Companies Act 1985

Private Company Limited by Shares

**SPECIAL  
RESOLUTION**

of

&

BRETT ~~AND~~ RANDALL COMMERCIAL INSURANCE CONSULTANTS LIMITED .

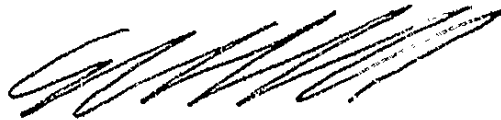
AT an EXTRAORDINARY GENERAL MEETING of the above named Company  
duly convened and held at *the Registered Office*  
on *28<sup>th</sup> November 1981*

the following SPECIAL RESOLUTION was duly passed, viz:

**RESOLUTION**

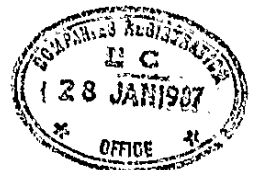
THAT the Name of the Company be changed to:

BRETT AND RANDALL COMMERCIAL INSURANCE BROKERS LIMITED



*S C RANDALL* - CHAIRMAN

Stanley Davis  
(Company Services) Limited  
124-128 City Road,  
London EC1V 2NJ  
Telephone: 01-250 3350  
RES1/T24 21957-DAVIS G





# FILE COPY



## CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

No. 1629528

18

I hereby certify that

BRETT & RANDALL COMMERCIAL INSURANCE CONSULTANTS LIMITED

having by special resolution changed its name, is now  
incorporated under the name of

BRETT AND RANDALL COMMERCIAL INSURANCE BROKERS LIMITED

Given under my hand at the Companies Registration Office,  
Cardiff the 9TH FEBRUARY 1987

P. A. Rowley

MRS P.A. ROWLEY

an authorised officer

Company Number: 1629528

**The Companies Acts 1985**  
**Private Company Limited by Shares**

**ORDINARY**  
**RESOLUTIONS**

04 14

of

**BRETT & RANDALL COMMERCIAL INSURANCE BROKERS LIMITED**

AT an EXTRAORDINARY GENERAL MEETING of the above named Company  
duly convened and held at *12 Melton Road, Leicester.*  
on *27th November 1987.*

the following ORDINARY RESOLUTIONS were duly passed, viz:

**RESOLUTIONS**

1. THAT the Share Capital of the Company be increased from £1,000 to £50,000 by the creation of 49,000 Ordinary Shares of £1 each such shares to rank pari passu with the existing Share Capital of the Company.
2. THAT upon the recommendation of the Directors it is desirable to capitalise the sum of £9,000 being part of the amount standing to the credit of the Reserve Account of the Company and accordingly that such sum be set free for distribution among the members who would have been entitled thereto if distributed by way of dividend on condition that the same be not paid in cash but be applied in paying up in full at par Ordinary Shares of £1 each in the Capital of the Company to be allotted and distributed credited as fully paid among the shareholders in the proportion of 9 New Ordinary Shares of £1 each to every 1 Ordinary Share of £1 each held by the members appearing in the Register on the *27th Nov 1987* such shares to rank for dividend from *1st Dec 1987*



D.S. BRETT - CHAIRMAN

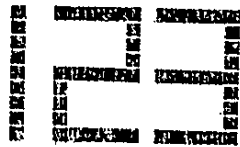
Stanley Davis  
(Company Services) Limited  
124-128 City Road,  
London EC1V 2NJ  
Telephone: 01-250 3350  
Telex: 21967 - DAVIS G





# COMPANIES FORM No. 123

## Notice of increase in nominal capital



Please do not  
write in  
this margin

Pursuant to section 123 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

--	--	--

1629528

Name of company

\*

BRETT & RANDALL COMMERCIAL INSURANCE BROKERS LIMITED

\* insert full name  
of company

gives notice in accordance with section 123 of the above Act that by resolution of the company  
dated 27<sup>th</sup> November 1987 the nominal capital of the company has been  
increased by £ 49,000 beyond the registered capital of £ 1,000

§ the copy must be  
printed or in some  
other form approved  
by the registrar

A copy of the resolution authorising the increase is attached §

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

to rank pari passu with the existing Share Capital of the Company.

Please tick here if  
continued overleaf

☐

± delete as  
appropriate

Signed

[Director][Secretary]± Date 27-11-87

(J.C. RANDALL)

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

For official Use  
General Section

Post room

