

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

# 41a

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

For official use

Company number

[ ] [ ] [ ] [ ]

[ ] 1631531 [ ]

Name of Company

ASHGATE ROOFING CONTRACTORS (SIA) LIMITED

I, John Regan,

of 25/35 City Road,

London, EC1Y 2DE

do solemnly and sincerely declare that I am a person named as Secretary of the Company in the statement delivered under section 21 of the Companies Act 1976 of ASHGATE ROOFING CONTRACTORS (SIA) 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 25/35 City Road,  
London EC1Y 2DE

Signature of Declarant

the 26<sup>th</sup> day of MARCH

One thousand nine hundred and 82

before me W. J. Pearson

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

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

EXPRESS COMPANY  
REGISTRATIONS LIMITED  
25/35 City Road,  
London E.C.1.

For official use

New companies section

Post room

Express Company Registrations

Epworth  
25/01/1940  
London

01 020 543

POST OFFICE  
REGISTRATION

1631531  
COMPANIES REGISTRATION OFFICE  
31 MAR 1982  
1982

ASHGATE ROOFING CONTRACTORS (SIA) LIMITED 30 MAR 1982

- STD.09

(B) to carry on any other business or trade which in the opinion of the Directors of the Company may be conveniently carried on in connection with or as ancillary to any of the above businesses or be calculated directly or indirectly to enhance the value of or render profitable any of the property of the Company or to further any of its objects;

(C) to purchase, take on lease or in exchange, hire or otherwise acquire and hold for any interest whatsoever any movable or immovable property, whether tangible or intangible and wheresoever situate, which the Company may think necessary or convenient for the purposes of its business and to sell, lease, hire out, grant rights in or over, improve, manage or develop all or any part of such property or otherwise turn the same or any part thereof to the advantage of the Company;

(D) to build, construct, maintain, alter, enlarge, pull down, remove or replace any buildings, works, plant and machinery necessary or convenient for the business of the company and to join with any person, firm or company in doing any of the things aforesaid;

(E) to borrow or raise money upon such terms and on such security as may be considered expedient and in particular by the issue of debentures or debenture stock and to secure the repayment of any money borrowed, raised or owing by mortgage, charge or lien upon the whole or any part of the undertaking, property and assets of the Company, both present and future, including its uncalled capital, and also by any similar mortgage, charge or lien to secure and guarantee the performance by the Company or any other person, firm or company of any obligation undertaken by the Company or any other person, firm or company as the case may be;

(F) to apply for and take out, purchase or otherwise acquire any patents, licences and the like conferring an exclusive or non-exclusive or limited right of user, or any secret or other information as to any invention which may seem calculated directly or indirectly to benefit the Company, and to use, develop, grant licences in respect of, or otherwise turn to account any rights or information so acquired;

(G) to purchase, subscribe for or otherwise acquire and hold and deal with any shares, stocks, debentures, debenture stock, bonds or securities of any other company or corporation carrying on business in any part of the world;

- (H) to issue, place, underwrite or guarantee the subscription of, or concur or assist in the issuing or placing, underwriting or guaranteeing the subscription of shares, debentures, debenture stock, bonds, stocks and securities of any company, whether limited or unlimited or incorporated by Act of Parliament or otherwise, at such times and upon such terms and conditions as to remuneration and otherwise as may be agreed upon;
- (I) to invest and deal with the monies of the Company not immediately required for the purposes of its business in or upon such investments and securities and in such manner as may from time to time be considered expedient;
- (J) to lend money or give credit on such terms as may be considered expedient and receive money on deposit or loan from and give guarantees or become security for any persons, firms or companies;
- (K) to enter into partnership or into any arrangement for sharing profits or to amalgamate with any person, firm or company carrying on or proposing to carry on any business which the Company is authorised to carry on or any business or transaction capable of being conducted so as directly or indirectly to benefit the Company;
- (L) to acquire and undertake the whole or any part of the business, property, assets, liabilities and transactions of any person, firm or company carrying on or proposing to carry on any business which the Company is authorised to carry on, or which can be carried on in conjunction therewith or which is capable of being conducted so as directly or indirectly to benefit the Company;
- (M) to sell, exchange, lease, dispose of, turn to account or otherwise deal with the whole or any part of the undertaking of the Company for such consideration as may be considered expedient and in particular the shares, stock or securities of any other company formed or to be formed;
- (N) to establish, promote, finance or otherwise assist any other company for the purpose of acquiring all or any part of the property, rights and liabilities of the Company or for any other purpose which may seem directly or indirectly calculated to benefit the Company;
- (O) to pay for any rights or property acquired by the Company, and to remunerate any person, firm or company rendering services to the Company whether by cash payment or by the allotment of shares, debentures or other securities of the Company credited as paid up in full or in part or in any other manner whatsoever, and to pay all or any of the preliminary expenses of the Company and of any company formed or promoted by the Company;

(P) to accept stock or shares in, or the debentures, mortgage debentures or other securities of any other company in payment or part payment for any services rendered or for any sale made to or debt owing from any such company;

(Q) to draw, accept, endorse, negotiate, discount, execute and issue promissory notes, bills of exchange, scrip, warrants and other transferable or negotiable instruments;

(R) to establish, support or aid in the establishment and support of associations, institutions, clubs, funds, trusts and schemes calculated to benefit the directors, ex-directors, officers, ex-officers, employees or ex-employees of the Company or the families, dependants or connections of such persons, and to grant pensions, gratuities and allowances to and to make payments towards insurance for the benefit of such persons as aforesaid, their families, dependants or connections and to subscribe or contribute to any charitable, benevolent, or useful object of a public character;

(S) to distribute among the members in specie any property of the Company, or any proceeds of sale or disposal of any property of the Company, and for such purpose to distinguish and separate capital from profits, but so that nothing in this sub-clause shall authorise the Company to make any distribution other than in accordance with the law for the time being in force;

(T) to do all or any of the above things in any part of the world either alone or in conjunction with others and either as principals, agents, contractors, trustees or otherwise and either by or through agents, sub-contractors, trustees or otherwise;

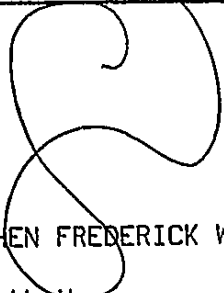


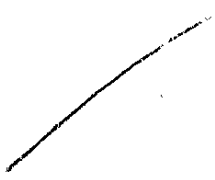
(U) to do all such other things as may be deemed incidental or conducive to the attainment of the above objects or any of them.

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

4. The liability of the members is limited. ✓

5. The share capital of the Company is  
£10,000 divided into 10,000 shares of £1 each. ✓  
The Company has power to increase the share capital and to divide the shares (whether original or increased) into several classes and to attach thereto any preferred, deferred or other special rights, privileges or conditions as regards dividends, repayment of capital, voting or otherwise.

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
 STEPHEN FREDERICK WALFORD Epworth House 25/35 City Road London EC1 Company Formation Assistant	ONE 
 JOHN REGAN Epworth House 25/35 City Road London EC1 Company Search Assistant	ONE 


DATED the 26th day of March 19 82

WITNESS to the above signatures:

YAP KIM LAN

Epworth House  
25/35 City Road  
London EC1

Company Formation Assistant



COMPANY LIMITED BY SHARES.

# Articles of Association

OF

ASHGATE ROOFING CONTRACTORS (SIA) LIMITED

## PRELIMINARY

1. Subject as hereinafter provided, the regulations contained in Part I of Table A in the First Schedule to the Companies Act 1948, as in force at the date of incorporation of the Company, (hereinafter referred to as "Table A"), shall apply to the Company.

2. Regulations 3, 11, 24, 75, 77, 79 and 88 of Table A shall not apply to the Company but the Articles hereinafter contained and the remaining regulations of Table A, subject to the modifications hereinafter contained, shall constitute the regulations of the Company.

## SHARES

3. The Company is a private company limited by shares 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, (whether for cash or otherwise) any shares in or debentures of the Company with a view to all or any of those shares or debentures being offered for sale to the public

are prohibited.

4. The directors of the Company are authorised during the period of five years from the date of incorporation of the Company to allot, grant options over or otherwise dispose of the original shares in the capital of the Company to such persons at such times and on such conditions as they think fit, subject to the provisions of Articles 3 and 5 hereof and provided that no shares shall be issued at a discount.

5. Subject to any direction to the contrary that may be given by the Company in general meeting, any original shares for the time being unissued and any new shares from time to time to be created shall, before they are issued, be offered to the members in proportion as nearly as possible to the nominal value of the existing shares held by them and such offer shall be made by notice specifying the number of shares to which the member is entitled and limiting a time within which the offer if not accepted shall be deemed to be declined; and after the expiration of such time or on receipt of an intimation from the member to whom the notice is given that he declines to accept the shares, the directors may dispose of the same in such manner as they think most beneficial to the Company. The provisions of section 17 of the Companies Act 1980 shall have effect only insofar as they are not inconsistent with this Article.

6. Subject to the provisions of Section 58 of the Act any preference shares may with the sanction of a special resolution be issued upon the terms that they are, or at the option of the Company are liable, to be redeemed.

#### LIEN

7. The Company shall have a first and paramount lien on every share (whether or not it is a fully paid share) for all monies (whether presently payable or not) called or payable at a fixed time in respect of that share and the Company shall also have a first and paramount lien on all shares (whether or not they are fully paid shares) standing registered in the name of any person indebted or under liability to the Company for all monies presently payable by him or his estate to the Company, whether he shall be the sole registered holder thereof or shall be one of two or more joint holders; but the directors may at any time declare any share to be wholly or in part exempt from the provisions of this Article. The Company's lien, if any, on a share shall extend to all dividends payable thereon.

#### TRANSFER AND TRANSMISSION OF SHARES

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

9. Save in the circumstances set out in the next succeeding Article 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.



10. Subject as hereinafter provided

- (a) any share may be transferred to a person who is already a member of the Company;
- (b) any share may be transferred by a member of the Company to any child or remoter issue, parent, brother, sister, or spouse of that member, and any share of a deceased member may be transferred by his personal representatives to any child or remoter issue, parent, brother, sister, widow, or widower of such deceased member and shares standing in the name of a deceased member or his personal representatives may be transferred to the trustees of his will; and
- (c) any share standing in the names of the trustees of the will of any deceased member or of a settlement created by a member or a deceased member may be transferred upon any change of trustees to the trustees for the time being of such will or settlement or to a person to whom such member or deceased member would have been entitled to transfer the same.

Provided always that nothing hereinbefore in this Article contained shall prevent the directors from declining to register a transfer of a share (i) on which the Company has a lien or (ii) to any infant, bankrupt or person of unsound mind.

11. The proviso to regulation 32 of Table A shall not apply to the Company.

GENERAL MEETING

12. Every notice convening a general meeting shall comply with the provisions of section 136(2) of the Act as to giving information to members in regard to their right to appoint proxies; and notices of and other communications relating to any general meeting which any member is entitled to receive shall be sent to the auditors for the time being of the Company.

DIRECTORS

13. Unless and until the Company in general meeting shall otherwise determine, the number of directors shall be not less than one nor more than seven. If and so long as there is a sole director, such director may act alone in exercising all the powers and authorities vested in the directors. A director shall not require any share

qualification but shall nevertheless be entitled to attend and speak at any general meeting of the Company or at any separate meeting of the holders of any class of shares of the Company.

14. The first director or directors of the Company shall be the person or persons named as the first director or directors of the Company in the statement delivered under section 21 of the Companies Act 1976.

#### BORROWING POWERS

15. The directors may exercise all the powers of the Company to borrow money, and to mortgage or charge its undertaking, property and uncalled capital, or any part thereof, and, subject to section 14 of the Companies Act 1980, to issue debentures, debenture stock, and 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

16. Paragraphs (2) and (4) of regulation 84 of Table A shall not apply. A director may vote in regard to any contract or arrangement in which he is interested or upon any matter arising thereout and if he shall so vote his vote shall be counted and he shall be reckoned in estimating the quorum present at any meeting at which any such contract or arrangement is considered.

17. Any director may appoint any person approved by the board of directors to be an alternate director and such appointment shall have effect and such appointee, whilst he holds office as an alternate director, shall be entitled to receive notice of meetings of directors and to attend and vote thereat, but he shall not be entitled to any remuneration from the Company otherwise than out of the remuneration of the director appointing him and agreed between the said director and the appointee. Such appointment may be revoked at any time by the appointor or by a resolution of the directors or by an ordinary resolution of the Company in general meeting. Any appointment or revocation made under this Article shall be in writing under the hand of the director making the same.

#### DISQUALIFICATION OF DIRECTORS

18. The office of a director shall be vacated:-

- (a) if he resigns his office by notice in writing to the Company;

- (b) if he becomes bankrupt or enters into any arrangement with his creditors;
- (c) if he is prohibited from being a director by an order made under section 188 of the Act or under section 28 of the Companies Act 1976 or under section 9 of the Insolvency Act 1976;
- (d) if he becomes of unsound mind; or
- (e) if he is removed from office by resolution duly passed under Section 184 of the Act.

#### ROTATION OF DIRECTORS

19. In regulation 89 of Table A after the words "then the number nearest" shall be inserted the words "to but not exceeding".

#### THE SECRETARY

20. The first secretary of the Company shall be the person named as the first secretary of the Company in the statement delivered under section 21 of the Companies Act 1976.

#### NOTICES

21. In regulation 131 of Table A, all the words after the words "letter containing the notice" shall be omitted, and in substitution therefor there shall be inserted the words "and, if posted by pre-paid first-class mail, to have been effected at the expiration of 24 hours after the letter containing the same is posted and if posted by any other class of pre-paid mail, at the time at which the letter would be delivered in the ordinary course of post".

#### INDEMNITY

22. In addition to the indemnity contained in regulation 136 of Table A and subject to the provisions of section 205 of the Act 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 incurred by him in or about the execution and discharge of the duties of his office.

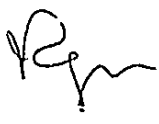
NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS

  
STEPHEN FREDERICK WALFORD

Epworth House,  
25/35 City Road,  
London EC1

Company Formation  
Assistant

JOHN REGAN

  
Epworth House,  
25/35 City Road,  
London EC1

Company Search  
Assistant

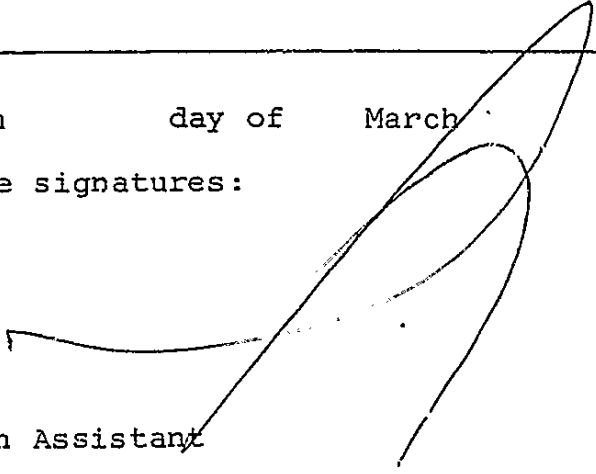
Dated the 26th day of March 1982 .

WITNESS to the above signatures:

YAP KIM LAN

Epworth House,  
25/35 City Road,  
London EC1

Company Formation Assistant



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

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

1

Please do not write in this binding margin

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

delete if inappropriate

Company number

16315315

Name of Company

ASHGATE ROOFING CONTRACTORS (SIA)

Limited\*

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

39 BRUNTS STREET

MANSFIELD

NG18 1AX

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

Express Company Registrations Limited,

City Road,

London, EC1Y 2DE

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 reference (if any):

For official use  
General section

Post room

Supplied by  
Express Co. Registrations Ltd.  
City Road, London EC1

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**

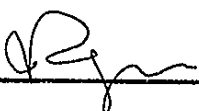
The particulars to be given are those referred to in section 21(2)(a) of the Companies Act 1976 and section 200(2) of the Companies Act 1948. Please read the notes on page 4 before completing this part of the form

Name (note 2)	STEPHEN FREDERICK WALFORD	Business occupation	Company Formation Assistant
Former name(s) (note 3)	NONE	Nationality	British
Address (note 4)	25/35 City Road, London EC1Y 2DE	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 26/3/82	

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)	JOHN REGAN
Former name(s) (note 3)	NONE
Address (notes 4 & 7)	25/35 City Road, London EC1Y 2DE
I hereby consent to act as secretary of the company named on page 1	
Signature	Date 26/3/82

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

Signature  [Agent] Date 26/3/82

# FILE COPY



## CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

No.

1631531

I hereby certify that

ASHGATE ROOFING CONTRACTORS (SIA) 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

27TH APRIL 1982

A handwritten signature in black ink, appearing to read 'A. Wilson', written over a horizontal line.

Assistant Registrar of Companies





1.9

ASHGATE ROOFING CONTRACTORS (SIA) LIMITED

DIRECTORS REPORT ON THE ACCOUNTS FOR THE YEAR ENDED 28TH APRIL 1983

RESULTS

The directors present the results for the year ended 28th April 1983 according to the annexed accounts.. The Company was incorporated on 27th April 1982, preparatory work was commenced prior to this date and is charged at cost in these figures. No dividend is recommended.

DIRECTORS

The directors of the company and their shareholdings during the year were:-

	<u>20.4.1983</u>	<u>21.5.1982</u>
D. R. Turner	150	150
A.S. Bell	150	150
A.J. Fell	100	100

ACTIVITIES

The principal activity of the company is that of roofing contractors.

EXPORTS

There were no exports during the year.

INCOME AND CORPORATION TAXES ACT 1970

The company is a close company within the provisions of the above Act.

AUDITORS

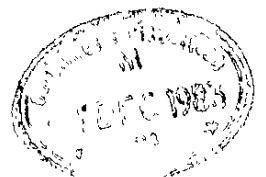
The Auditors, Beeley Hawley & Co., have expressed their willingness to remain in office. In accordance with Section 14 of the Companies Act 1976 they will be proposed for re-election.

Signed on behalf of the Board.



D.R. Turner  
Secretary.

21st October 1983



ASHGATE ROOFING CONTRACTORS (SIA) LIMITEDREPORT OF THE AUDITORS ON THE ACCOUNTS FOR THE YEAR ENDED 28TH APRIL 1983

We have audited the financial statements on pages 3 to 6. Our audit was conducted in accordance with approved Auditing Standards having regard to the matters referred to in the following paragraph.

In common with many businesses of similar size and organisation the Company's system of control is dependent upon the close involvement of the directors (who are the shareholders). Where independent confirmation of the completeness of the accounting records was therefore not available we have accepted assurances from the directors that all the Company's transactions have been reflected in the records.

Subject to the foregoing, in our opinion the financial statements, which have been prepared under the historical cost convention give a true and fair view of the state of the Company's affairs at 28th April 1983 and of its loss and source and application of funds for the year then ended and comply with the Companies Acts 1948 to 1981 in so far as the provisions of these Acts apply to these financial statements.

Mansfield  
24th October 1983

MEELEY, HAWLEY & CO.,  
Chartered Accountants

3.

ASHGATE ROOFING CONTRACTORS (SIA) LIMITED  
PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 28TH APRIL 1983

TRADING LOSS FOR THE YEAR Before Taxation (1234)

AFTER CHARGING:-

Directors Remuneration	9046
Depreciation (Note 1)	1199
Auditors Remuneration	300
Loan Interest (Note 2)	277
Bank Interest	<u>429</u>
	£ <u>11751</u>

TRADING LOSS FOR THE YEAR After Taxation

(1234)

BALANCE CARRIED FORWARD

£ (1234)

The Notes on Page 5. form part of these accounts.

4.

ASHGATE ROOFING CONTRACTORS (SIA) LIMITED

BALANCE SHEET AS AT 28TH APRIL 1983

<b>FIXED ASSETS</b>		(Note 3)	
Leasehold Property			4572
Motor Vehicles			7462
Fixtures, Fittings & Equipment			<u>1518</u>
			13552
<b>CURRENT ASSETS</b>			
Stock in Trade	(Note 1)	5673	
Work in Progress	(Note 1)	6421	
Debtors & Prepayments		25528	
Deposit Account		646	
Cash Account		<u>433</u>	
			38701
<b>CREDITORS (Amounts Falling Due within one year)</b>			
Creditors & Accrued Charges		26840	
Bank Overdraft		14515	
Directors' Loan Accounts		<u>1085</u>	
			42440
<b>NET CURRENT LIABILITIES</b>			<u>3739</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>			9813
<b>CREDITORS (Amounts Falling Due after one year)</b>			
Hire Purchase Commitment		5814	
Business Development Loan		<u>4833</u>	
			10647
<b>NET LIABILITIES</b>			£ (834)
<b>Financed by:-</b>			
<b>ISSUED SHARE CAPITAL (Note 4) ..</b>			400
<b>PROFIT &amp; LOSS ACCOUNT</b>			(1234)
			£ (834)

(Approved by the Board 21st October 1983)

A.R. Fell )  
 ) Directors  
 A.S. Bell )

*[Signature: A.R. Fell]*  
*[Signature: A.S. Bell]*

The Notes on page 5. form part of these accounts.  
 We certify that the above is a true copy of every Balance Sheet laid before the Company in General Meeting during the period to which this Return relates (including every document required by law to be annexed to the Balance Sheet) and a true copy of the Report of the Auditors on, and of the Report of the Directors accompanying, each such Balance Sheet.

*[Signature]* Director  
*[Signature]* Secretary

ASHGATE ROOFING CONTRACTORS (SIA) LIMITED

5.

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 28TH APRIL 1983

1. ACCOUNTING POLICIES

DEPRECIATION of Motor Vehicles, Fixtures, Fittings and Equipment is provided at rates calculated to write off the net cost during their expected normal lives by annual instalments based on written down values at rates ranging from 10% to 25% per annum. The expenditure on Leasehold Property was incurred immediately prior to the year end. It is the Directors' intention to write the expenditure off over the life of the Lease which is currently being negotiated.

STOCK AND WORK IN PROGRESS consists of Materials, Tools and partly completed work. Materials are valued at cost. Tools are valued at cost less an allowance for wear and tear. Partly completed work is valued at the cost of raw materials plus labour and overheads attributable to that work.

2. LOAN INTEREST relates to loans repayable within five years.

3. FIXED ASSETS

	<u>Leasehold Property</u>	<u>Fixtures &amp; Fittings</u>	<u>Motor Vehicles</u>	<u>Total</u>
COST				
Additions	<u>4572</u>	<u>1687</u>	<u>8492</u>	<u>14751</u>
As at 28/4/1983	<u>4572</u>	<u>1687</u>	<u>8492</u>	<u>14751</u>
DEPRECIATION				
Charge for the year	<u>-</u>	<u>169</u>	<u>1030</u>	<u>1199</u>
As at 28/4/1983	<u>-</u>	<u>169</u>	<u>1030</u>	<u>1199</u>
BALANCE SHEET VALUE	<u>£ 4572</u>	<u>£ 1518</u>	<u>£ 7462</u>	<u>£ 13552</u>

4. SHARE CAPITAL

28/4/1983

AUTHORISED - Ordinary shares of £1 each.

10000

ISSUED - shares of £1 each

400

5. CONTINGENT LIABILITY

The company has a contingent liability of £3670. This represents a performance bond held by the company's bankers as is the usual practice in the company's trade.

ASHGATE ROOFING CONTRACTORS (SIA) LIMITED

6.

STATEMENT OF SOURCE AND APPLICATION OF FUNDS FOR THE YEAR ENDED  
28TH APRIL 1983

<b>SOURCE OF FUNDS</b>		
Loss before Tax		(1234)
<b>ADJUSTMENT FOR ITEM NOT INVOLVING THE MOVEMENT OF FUNDS:-</b>		
Depreciation		<u>1199</u>
<b><u>TOTAL ABSORBED BY OPERATIONS</u></b>		<b>(35)</b>
<b>FUNDS FROM OTHER SOURCES</b>		
Business Development Loan		
Issue of Shares	5000	
	<u>400</u>	<u>5400</u>
		<u>5365</u>
<b>APPLICATION OF FUNDS</b>		
Purchase of Fixed Assets	14751	
Repayment of Business Development Loan	<u>167</u>	<u>14918</u>
<b><u>DECREASE IN WORKING CAPITAL</u></b>		<b>£ (9553)</b>
<b>WORKING CAPITAL</b>		
Work in Progress & Stocks	12094	
Debtors & Prepayments	25523	
Creditors	(26840)	
Hire Purchase Commitment	(5814)	
Directors Loan Account	<u>(1085)</u>	<u>3883</u>
<b>MOVEMENT IN NET LIQUID FUNDS</b>		
Cash in Hand	433	
Bank Deposit Account	646	
Bank Draft	<u>(14515)</u>	<u>(13436)</u>
		<b>£ (9553)</b>

1621531

**EDWARD MITCHELL & SON**  
CHARTERED ACCOUNTANTS



93-97 SALTERGATE, CHESTERFIELD, S40 1LA. TELEPHONE: (0246) 74121-7

Your Ref

Our Ref BB/MM

To The Company Secretary,  
Ashgate Roofing Contractors (S.I.A.) Ltd.

Date 11 December 1986

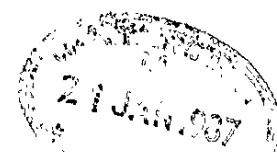
Please accept this letter as notification of our resignation as auditors with effect from today's date.

In accordance with the terms of Section 16 of the Companies Act 1976 we confirm that there are no circumstances connected with our resignation which we consider should be brought to the notice of the members or creditors of the Company.

We should like to take this opportunity of reminding you that you are required, within 14 days, to file a copy of our resignation with the Register of Companies.

Yours faithfully,

*Edward Mitchell*



Company Number: 1631531

THE COMPANIES ACT 1985

AND

THE COMPANIES ACT 1989

(copy)  
ELECTIVE RESOLUTIONS

of

ASHGATE ROOFING CONTRACTORS (SIA) LIMITED

At an EXTRAORDINARY GENERAL MEETING of the above named company, duly convened and held at 57A Lime Grove, Forest Town, Mansfield, Notts NG19 0HR on the 18th day of February 1991 the following ELECTIVE RESOLUTIONS were duly passed:

1. That, pursuant to Section 366A Companies Act 1985, the company hereby elects to dispense with the holding of an Annual General Meeting in 1991 and in each subsequent year.
2. That, pursuant to Section 252 Companies Act 1985, the company hereby elects to dispense with the laying of Accounts and Reports before the company in General Meeting in respect of the year ended 30 April 1991 and subsequent years.
3. That, pursuant to Section 386 Companies Act 1985 the company hereby elects to dispense with the obligation to appoint Auditors annually.
4. That, pursuant to Section 80A Companies Act 1985 the company hereby elects that the provisions of Section 80A shall apply to the company and the directors' authority to allot relevant securities shall extend to all relevant securities of the company which are at the time of the passing of this resolution unissued. This authority is given for an indefinite period.
5. That, pursuant to Sections 369(4) and 378(3) Companies Act 1985, the company elects that the aforementioned provisions shall have effect in relation to the company as if for the references to 95% there was substituted references to (90%)\*

.....Chairman

