



COMPANIES FORM No. 12

12

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

Please do not
write in
this margin

Pursuant to section 12(3) of the Companies Act 1985

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

To the Registrar of Companies

For official use

For official use

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

1986279

Name of company

* DEBDEN SECURITY PRINTING LIMITED

* insert full
name of Company

I, JAMES MACINDOE ROMANE
of FRESHFIELDS, GRINDALL HOUSE, 25 NEWGATE STREET
LONDON EC1A 7LH

† delete as
appropriate

do solemnly and sincerely declare that I am a [Solicitor engaged in the formation of the company]†
~~† person named as director or secretary of the company in the statement delivered to the registrar~~
~~under section 10(5)†~~ and that all the requirements of the above Act in respect of the registration of the
above company and of matters precedent and incidental to it 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 Newgate Street
London E.C.1

Declarant to sign below

the 9th day of January
One thousand nine hundred and eighty six
before me James Macindoe Romane

James Macindoe Romane

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

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

Freshfields
Grindall House
25 Newgate Street
London EC1A 7LH

GAW/C/11

For official Use

New Companies Section

Post room



MEMORANDUM OF ASSOCIATION of
DEBDEN SECURITY PRINTING LIMITED

The Companies Act 1985
Company Limited by Shares



1. The name of the Company is "DEBDEN SECURITY PRINTING LIMITED".

1986279

2. The registered office of the Company will be situated in England.

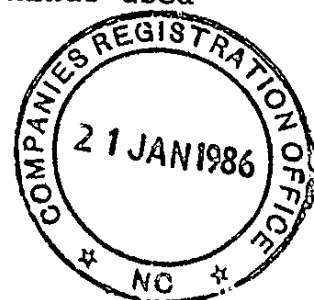
3. The objects for which the Company is established are:-

- (a) To carry on all or any of the businesses of security and general printers, manufacturing stationers, ink manufacturers, and manufacturers of all kinds of chemicals, minerals, metals, materials, substances, processes and products, whether natural or artificial, lithographers, photographers, photographic printers, designers, draughtsmen, engravers, die sinkers, stereotypers, electrotypes, paper and cardboard makers, pattern makers, electrical and general engineers, manufacturers of and dealers in calculating, counting and printing machinery and equipment, electrical, electro-mechanical, electronic and other instruments, metallurgists, metal founders, metal workers, metal refiners, instrument makers, tool makers, chemical manufacturers, process blocks, printers' roller and composition manufacturers and merchants, manufacturers and merchants of and agents and dealers in and exporters and importers of plant, machinery, apparatus, equipment, utensils, materials, substances, articles and things of all kinds used

Nax Lib
£50
068158



Freshfields



in or required for or capable of being used or dealt with in connection with any business for the time being carried on or proposed to be carried on by the Company or by any subsidiary or customer of the Company; to research and to develop any business for the time being carried on or proposed to be carried on by the Company or by any subsidiary or customer of the Company; and to do all or any of the things or matters aforesaid either alone or in conjunction with others, or through agents, sub-contractors, or otherwise.

- (b) To carry on any other trade or business whatever which can in the opinion of the Board of Directors be advantageously carried on in connection with or ancillary to any of the businesses of the Company or is calculated directly or indirectly to enhance the value of or to render profitable any of the property or rights of the Company.
- (c) To purchase or by any other means acquire and take options over any property whatever, and any rights or privileges of any kind over or in respect of any property.
- (d) To apply for, register, purchase, or by other means acquire and protect, prolong and renew, whether in the United Kingdom or elsewhere any patents, patent rights, brevets d'invention, licences, secret processes, trade marks, designs, protections and concessions and to disclaim, alter, modify, use and turn to account and to manufacture under or grant licences or privileges in respect of the same, and to expend money in experimenting upon, testing and improving any

patents, inventions or rights which the Company may acquire or propose to acquire.

- (e) To acquire or undertake the whole or any part of the business, goodwill, and assets of any person, firm, or company carrying on or proposing to carry on any of the businesses which the Company is authorised to carry on and as part of the consideration for such acquisition to undertake all or any of the liabilities of such person, firm or company, or to acquire an interest in, amalgamate with, or enter into partnership or into any arrangement for sharing profits, or for co-operation, or for mutual assistance with any such person, firm or company, or for subsidising or otherwise assisting any such person, firm or company, and to give or accept, by way of consideration for any of the acts or things aforesaid or property acquired, any shares, debentures, debenture stock or securities that may be agreed upon, and to hold and retain, or sell, mortgage and deal with any shares, debentures, debenture stock or securities so received.
- (f) To improve, manage, construct, repair, develop, exchange, let on lease or otherwise, mortgage, charge, sell, dispose of, turn to account, grant licences, options, rights and privileges in respect of, or otherwise deal with all or any part of the property and rights of the Company.
- (g) To invest and deal with the moneys of the Company not immediately required in such manner as may from time to time be determined and to hold or otherwise deal with any investments made.

- (h) To lend and advance money or give credit on such terms as may seem expedient and with or without security to customers and others, to enter into guarantees, contracts of indemnity and suretyships of all kinds, to receive money on deposit or loan upon any terms and to secure or guarantee the payment of any sums of money or the performance of any obligation by any company, firm or person including any holding company, subsidiary or fellow subsidiary company in any manner.
- (i) To borrow and raise money in any manner and to secure the repayment of any money borrowed, raised or owing by mortgage, charge, standard security, lien or other security upon the whole or any part of the Company's property or assets (whether present or future), including its uncalled capital, and also by a similar mortgage, charge, standard security, lien or security to secure and guarantee the performance by the Company of any obligation or liability it may undertake or which may become binding on it.
- (j) To draw, make, accept, endorse, discount, negotiate, execute and issue cheques, bills of exchange, promissory notes, bills of lading, warrants, debentures and other negotiable or transferable instruments.
- (k) To apply for, promote, and obtain any Act of Parliament, order, or licence of the Department of Trade or other authority for enabling the Company to carry any of its objects into effect, or for effecting any modification of the Company's constitution, or for any other purpose which may seem calculated directly or indirectly to promote

the Company's interests, and to oppose any proceedings or applications which may seem calculated directly or indirectly to prejudice the Company's interests.

- (l) To enter into any arrangements with any government or authority (supreme, municipal, local, or otherwise) that may seem conducive to the attainment of the Company's objects or any of them, and to obtain from any such government or authority any charters, decrees, rights, privileges or concessions which the Company may think desirable and to carry out, exercise, and comply with any such charters, decrees, rights, privileges and concessions.
- (m) To subscribe for, take, purchase, or otherwise acquire, hold, sell, deal with and dispose of, place and underwrite shares, stocks, debentures, debenture stocks, bonds, obligations or securities issued or guaranteed by any other company constituted or carrying on business in any part of the world, and debentures, debenture stocks, bonds, obligations or securities issued or guaranteed by any government or authority, municipal, local or otherwise, in any part of the world.
- (n) To control, manage, finance, subsidise, co-ordinate or otherwise assist any company or companies in which the Company has a direct or indirect financial interest, to provide secretarial, administrative, technical, commercial and other services and facilities of all kinds for any such company or companies and to make payments by way of subvention or otherwise and any other

arrangements which may seem desirable with respect to any business or operations of or generally with respect to any such company or companies.

- (o) To promote any other company for the purpose of acquiring the whole or any part of the business or property or undertaking or any of the liabilities of the Company, or of undertaking any business or operations which may appear likely to assist or benefit the Company or to enhance the value of any property or business of the Company, and to place or guarantee the placing of, underwrite, subscribe for, or otherwise acquire all or any part of the shares or securities of any such company as aforesaid.
- (p) To sell or otherwise dispose of the whole or any part of the business or property of the Company, either together or in portions, for such consideration as the Company may think fit, and in particular for shares, debentures, or securities of any company purchasing the same.
- (q) To act as agents or brokers and as trustees for any person, firm or company, and to undertake and perform sub-contracts.
- (r) To remunerate any person, firm or company rendering services to the Company either by cash payment or by the allotment to him or them of shares or other securities of the Company credited as paid up in full or in part or otherwise as may be thought expedient.
- (s) To pay all or any expenses incurred in connection with the promotion, formation and incorporation of

the Company, or to contract with any person, firm or company to pay the same, and to pay commissions to brokers and others for underwriting, placing, selling, or guaranteeing the subscription of any shares or other securities of the Company.

- (t) To support and subscribe to any charitable or public object and to support and subscribe to any institution, society, or club which may be for the benefit of the Company or its Directors or employees, or may be connected with any town or place where the Company carries on business; to give or award pensions, annuities, gratuities, and superannuation or other allowances or benefits or charitable aid and generally to provide advantages, facilities and services for any persons who are or have been Directors of, or who are or have been employed by, or who are serving or have served the Company, or any company which is a subsidiary of the Company or the holding company of the Company or a fellow subsidiary of the Company or the predecessors in business of the Company or of any such subsidiary, holding or fellow subsidiary company and to the wives, widows, children and other relatives and dependants of such persons; to make payments towards insurance; and to set up, establish, support and maintain superannuation and other funds or schemes (whether contributory or non-contributory) for the benefit of any of such persons and of their wives, widows, children and other relatives and dependants; and to set up, establish, support and maintain profit sharing or share purchase schemes for the benefit of any of the employees of the Company or of any such subsidiary, holding or fellow subsidiary company

and to lend money to any such employees or to trustees on their behalf to enable any such purchase schemes to be established or maintained.

- (u) To distribute among the Members of the Company in kind any property of the Company of whatever nature.
- (v) To procure the Company to be registered or recognised in any part of the world.
- (w) To do all or any of the things or matters aforesaid in any part of the world and either as principals, agents, contractors or otherwise, and by or through agents, brokers, sub-contractors or otherwise and either alone or in conjunction with others.
- (x) To do all such other things as may be deemed incidental or conducive to the attainment of the Company's objects or any of them.

The objects and powers set forth in each sub-clause of this Clause shall not be restrictively construed but the widest interpretation shall be given thereto, and they shall not, except where the context expressly so requires, be in any way limited or restricted by reference to or inference from any other object, objects, power or powers set forth in such sub-clause or from the terms of any other sub-clause or from the name of the Company. None of such sub-clauses or the object or objects therein specified or the powers thereby conferred shall be deemed subsidiary or ancillary to the objects or powers mentioned in any other sub-clause but the Company shall have as full a power to exercise all or any of the objects conferred by and provided in each of the said sub-clauses as if each sub-clause contained the objects

of a separate company. The word "company" in this Clause, except where used in reference to the Company, shall be deemed to include any partnership or other body of persons, whether incorporated or unincorporated and whether domiciled in the United Kingdom or elsewhere.

4. The liability of the Members is limited.

5. The share capital of the Company is £500,000 divided into 500,000 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

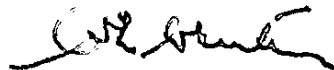
Number of shares taken by each Subscriber



DOUGLAS ALFRED DAWKINS
16 GODMANCOURT
MARI WAY
GODALMING
SURREY GU7 3BT

— ONE —

ASSOCIATE DIRECTOR, BANK OF ENGLAND



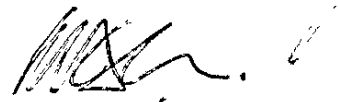
GEOFFREY LEONARD WHEATLEY
THE HAVEN
TOWER ROAD
WRETTEN
CHELMSFORD ESSEX CM1 3NR

— ONE —

BANK OF ENGLAND OFFICIAL

Dated 6 January 1986

Witness to the above Signatures:-



WILLIAM DAVID REID SWANABY
251 BEEHIVE AVE
CHELMSFORD
ESSEX CM2 9SS
CHARTERED ACCOUNTANT

ARTICLES OF ASSOCIATION of
DEBDEN SECURITY PRINTING LIMITED

The Companies Act 1985
Company Limited by Shares

1986279

TABLE A

1. Subject as otherwise provided in these Articles, the regulations in Table A prescribed under section 8 of the Companies Act 1985, as in force at the date of the incorporation of the Company (in these Articles referred to as "Table A"), shall apply to the Company.

2. The following provisions of Table A shall not apply to the Company - in regulation 24: the words "which is not a fully paid"; in regulation 62(a): the words "not less than 48 hours"; in regulation 62(b): the words "not less than 24 hours"; in regulation 88: the last sentence; regulation 93; regulations 94 to 98 inclusive.

SHARES

3. Subject to the provisions of the Companies Act 1985 relating to authority, pre-emption rights and otherwise and of any resolution of the Company in general meeting passed pursuant thereto, all unissued shares for the time being in the capital of the Company shall be at the disposal of the directors, and they may (subject as aforesaid) allot, grant options over, or otherwise dispose of them to such persons, on such terms and conditions, and at such times as they think fit.

DIRECTORS

4. A director shall not be required to vacate his office, and no person shall be ineligible for appointment or re-appointment, as a director by reason of his attaining the age of seventy or any other age.

ALTERNATE DIRECTORS

5.(1) At the end of regulation 67 of Table A, as applicable to the Company, there shall be added the following sentence -

"The appointment of an alternate director shall also determine automatically on the happening of any event which if he were a director would cause him to vacate his office as director".

(2) At the end of the regulation 66 of Table A, as applicable to the Company, there shall be added the following sentence -

"A director or any other person may act as alternate director to represent more than one director, and an alternate director shall be entitled at meetings of the directors or any committee of the directors to one vote for every director whom he represents in addition to his own vote (if any) as a director, but he shall count as only one for the purpose of determining whether a quorum is present."

INTEREST OF DIRECTORS

6. A director may vote on any resolution concerning a transaction or arrangement with the Company or in which the Company is interested, or concerning any other matter in which the Company is interested, notwithstanding that he is interested in that transaction, arrangement or matter or has in relation to it a duty which conflicts or may conflict with the interests of the Company, but only with the consent of the other directors may he retain any profit or advantage accruing to him in respect of that transaction, arrangement or matter.

APPOINTMENT AND REMOVAL OF DIRECTORS

7.(1) The Company may by ordinary resolution appoint any person who is willing to act to be a director either to fill a vacancy or as an additional director, or remove any director from office.

(2) The directors shall have power to appoint any person who is willing to act to be a director, either to fill a casual vacancy or as an additional director, subject to any maximum for the time being in force, and any director so appointed shall (subject to regulation 81 of Table A) hold office until the next following annual general meeting, and shall then be eligible for re-election. If not reappointed at such annual general meeting, he shall vacate office at the conclusion thereof.

(3) While the Company is a subsidiary, regulations 73 to 80 (inclusive) of Table A shall not apply to the Company and all references elsewhere in Table A to retirement by rotation shall be modified accordingly.

PROCEEDINGS OF DIRECTORS

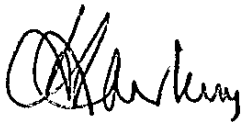
8.(1) A resolution which has been agreed upon by all the directors for the time being entitled to receive notice of a meeting of the directors or of a committee of the directors shall be as valid and effectual as if it had been passed at a meeting of the directors or (as the case may be) that committee of the directors duly convened and held, and for this purpose -

- (a) a resolution to which an alternate director has agreed need not also be agreed to by his appointor; and
- (b) a resolution to which a director who has appointed an alternate director has agreed need not also be

agreed to by the alternate director in that capacity.

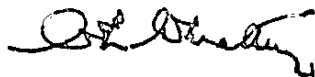
(2) Without prejudice to the first sentence of regulation 88 of Table A, a meeting of the directors or of a committee of the directors may consist of a conference between directors who are not all in one place, but of whom each is able (directly or by telephonic communication) to speak to each of the others, and to be heard by each of the others simultaneously; and the word "meeting" in these Articles and in Table A shall be construed accordingly.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS



DOUGLAS ALFRED DAWKINS
10 WOODMAN COURT
MARK WAY
GODALMING
SURREY GU7 2BT

ASSOCIATE DIRECTOR, BANK OF ENGLAND



GEOFFREY LEONARD WITEATLEY
THE HAVEN,
TOWER ROAD,
WRITTE,
CHELMSFORD, ESSEX CM1 3NR

BANK OF ENGLAND OFFICIAL

Dated the 6th day of JANUARY 1986

Witness to the above signatures:-



WILLIAM DAVID REID SWANNEY
251 DECHAVE LANE
CITRUSFORD
ESSEX CM2 9SJ
CHARTERED ACCOUNTANT



COMPANIES FORM No. 10

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

10

Please do not
write in
this margin

Pursuant to section 10 of the Companies Act 1985

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

To the Registrar of Companies

For official use

1986279

Name of company

* DEBDEN SECURITY PRINTING LIMITED

* insert full name
of company

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

Bank of England Printing Works	
Langston Road	
Loughton	
Essex IG10 3TN	Postcode

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

☐

	Postcode

Number of continuation sheets attached (see note 1)

☐

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

Freshfields
Grindall House
25 Newgate Street
London EC1A 7LH

GAW/CTM

For 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 (note 2) are as follows:

Please do not write in this margin

Name (note 3)		Business occupation <i>ASSOCIATE</i>	
DOUGLAS ALFRED DAWKINS		DIRECTOR - BANK OF ENGLAND	
Previous name(s) (note 3)		Nationality	
Address (note 4) 10 WOODMANCOURT		BRITISH	
MARK WAY GODALMING		Date of birth (where applicable)	
SURREY	Postcode GU7 2BT	(note 6) 17. 9.27	
Other directorships †			
BE Services Limited			
Houblon Nominees			
The Securities Management Trust Limited			
I consent to act as director of the company named on page 1			
Signature <i>[Signature]</i>		Date 7.1.86	

† enter particulars of other directorships held or previously held (see note 5) if this space is insufficient use a continuation sheet


Name (note 3)		Business occupation	
GEOFFREY LEONARD WHEATLEY		BANK OF ENGLAND OFFICIAL	
Previous name(s) (note 3)		Nationality	
Address (note 4) THE HAVEN		BRITISH	
TOWER ROAD WRITTLE		Date of birth (where applicable)	
CHELMSFORD ESSEX	Postcode CM1 3NR	(note 6) 6. 4.27	
Other directorships †			
Thrissell Limited			
Forest Enterprise Agency Trust Limited			
I consent to act as director of the company named on page 1			
Signature <i>X [Signature]</i>		Date 7.1.86	

Name (note 3)		Business occupation	
Previous name(s) (note 3)		Nationality	
Address (note 4)		Date of birth (where applicable)	
	Postcode	(note 6)	
Other directorships †			
I consent to act as director of the company named on page 1			
Signature		Date	

Please do not
write in
this margin

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

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 3 & 7)		
WILLIAM DAVID REID SWANNEY		
Previous name(s) (note 3)		
Address (notes 4 & 7) 251 BEEHIVE LANE		
CHELMSFORD		
ESSEX		Postcode CM1 9SJ
I consent to act as secretary of the company named on page 1		
Signature 		Date 7.1.86

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

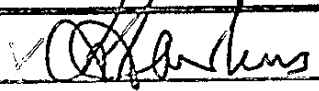

delete if the form is
signed by the
subscribers

~~Signature of agent on behalf of subscribers~~

~~Date~~

delete if the form is
signed by an agent on
behalf of the
subscribers.

All the subscribers
must sign either
personally or by a
person or persons
authorised to sign
for them.

Signed 	Date 7.1.86
Signed 	Date 7.1.86
Signed	Date
Signed	Date
Signed	Date
Signed	Date

FILE COPY



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

No. 1936279

I hereby certify that

DEBEN SECURITY PRINTING LIMITED

is this day incorporated under the Companies Act 1985 as a
private company and that the Company is limited.

Given under my hand at the Companies Registration Office,
Cardiff the

3TH FEBRUARY 1993

A handwritten signature in dark ink, appearing to be 'J. J. Jones' or similar, written in a cursive style.

an authorised officer

G

COMPANIES FORM No. 224

Notice of accounting reference date
(to be delivered within 6 months of
incorporation)

224

Please do not
write in
this margin

Pursuant to section 224 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

116

1986279

Name of company

* DEBDEN SECURITY PRINTING LIMITED

* insert full name
of company

gives notice that the date on which the company's accounting reference period is to be treated as
coming to an end in each successive year is as shown below:

Important
The accounting
reference date to
be entered along-
side should be
completed as in the
following examples:

Day Month

2 8 0 2

5 April
Day Month

0 5 0 4

30 June
Day Month

3 0 0 6

31 December
Day Month

3 1 1 2

† Delete as
appropriate

Signed

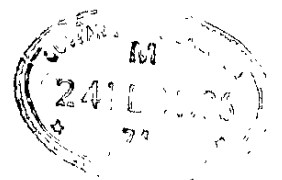


{Director}{Secretary}† Date 19 February 198

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

For official Use
General Section

Post room



DEBDEN SECURITY PRINTING LIMITED

Company No. 1986279

THE COMPANIES ACT 1985 as AMENDED

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION OF DEBDEN SECURITY PRINTING LIMITED

Dated this 18th day of June 1993.

We, the undersigned, being all the members of the company who, at the date of this resolution would be entitled to attend and vote at general meetings of the company, hereby pass the following resolution as a special resolution and agree that the said resolution shall, for all purposes be as valid and effective as if the same had been passed by us all at a general meeting of the company duly convened and held.

SPECIAL RESOLUTION TO ALTER ARTICLES

That the articles of association be altered in the following manner:

- (a) By the deletion of the last three lines of Article 6 commencing "but only with the consent of the other directors" to the end of the Article and the insertion of "and in relation to any such resolution as aforesaid he shall (whether or not he shall vote in the same) be taken into account in calculating the quorum present at the meeting.

Clauses 94 to 97 (inclusive) in Table A shall not apply to the Company".

- (b) By the addition of the following new article to be numbered 9.

"INDEMNITY

9.(1) Without prejudice to the provisions of Article 9(3) the directors shall have the power to purchase and maintain insurance for or for the benefit of any persons who are or were at any time directors, officers, employees or auditors of the Company, including (without prejudice to the generality of the foregoing) insurance against any liability incurred by such persons in respect of any act or omission in the actual or purported execution or discharge of their duties or in the exercise or purported exercise of their powers or otherwise in relation to their duties, powers or offices in relation to the Company.

(2) A director shall be entitled to vote (and be counted in the quorum) in respect of any proposal concerning any insurance which the Company is empowered to purchase or maintain for or for the benefit of any directors of the

Company or for persons who include directors of the Company provided that for the purposes of this paragraph insurance shall mean only insurance against liability incurred by a director in respect of any such act or omission by him as is referred to in Article 9(1) or any other insurance which the Company is empowered to purchase or maintain for or for the benefit of any group of persons consisting of or including directors of the Company.

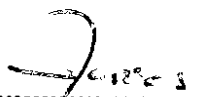
(3). Subject to the provisions of and so far as may be consistent with the Companies Acts but without prejudice to any indemnity to which a director may otherwise be entitled, every director or other officer or auditor of the Company shall be indemnified out of the assets of the Company against all costs, charges, losses, expenses and liabilities incurred by him in the actual or purported execution or discharge of his duties or the exercise or purported exercise of his powers or otherwise in relation to or in connection with his duties, powers or office including (but without limitation) any liability incurred by him in defending any proceedings, whether civil or criminal, in which judgment is given in his favour (or the proceedings are 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 in which relief is granted to him by the court from liability for negligence, default, breach of duty or breach of trust in relation to the affairs of the Company."



Secretary of the Bank of England

By _____
For and on behalf of
the Governor and
Company of the Bank
of England

17.6.93



By A.W. Jarvis
as nominee



By G.A. Croughton
as nominee

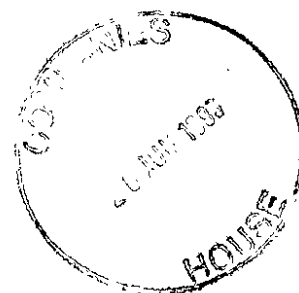
No. of Company 1986279
The Companies Act 1985
Company Limited by Shares

**ARTICLES OF
ASSOCIATION**

as amended by Special Resolution passed on
18 June 1993

**DEBDEN SECURITY PRINTING
LIMITED**

Incorporated on 5th February 1986



ARTICLES OF ASSOCIATION of

The Companies Act 1985

DEBDEN SECURITY PRINTING LIMITED

Company Limited by Shares

TABLE A

1. Subject as otherwise provided in these Articles, the regulations in Table A prescribed under section 8 of the Companies Act 1985, as in force at the date of the incorporation of the Company (in these Articles referred to as "Table A"), shall apply to the Company.

2. The following provisions of Table A shall not apply to the Company - in regulation 24: the words "which is not a fully paid"; in regulation 62(a): the words "not less than 48 hours"; in regulation 62(b): the words "not less than 24 hours"; in regulation 88: the last sentence; regulation 93; regulations 94 to 98 inclusive.

SHARES

3. Subject to the provisions of the Companies Act 1985 relating to authority, pre-emption rights and otherwise and of any resolution of the Company in general meeting passed pursuant thereto, all unissued shares for the time being in the capital of the Company shall be at the disposal of the directors, and they may (subject as aforesaid) allot, grant options over, or otherwise dispose of them to such persons, on such terms and conditions, and at such times as they think fit.

DIRECTORS

4. A director shall not be required to vacate his office, and no person shall be ineligible for appointment or re-appointment, as a director by reason of his attaining the age of seventy or any other age.

ALTERNATE DIRECTORS

5.(1) At the end of regulation 67 of Table A, as applicable to the Company, there shall be added the following sentence -

"The appointment of an alternate director shall also determine automatically on the happening of any event which if he were a director would cause him to vacate his office as director".

(2) At the end of the regulation 66 of Table A, as applicable to the Company, there shall be added the following sentence -

"A director or any other person may act as alternate director to represent more than one director, and an alternate director shall be entitled at meetings of the directors or any committee of the directors to one vote for every director whom he represents in addition to his own vote (if any) as a director, but he shall count as only one for the purpose of determining whether a quorum is present."

INTEREST OF DIRECTORS

6. A director may vote on any resolution concerning a transaction or arrangement with the Company or in which the Company is interested, or concerning any other matter in which the Company is interested, notwithstanding that he is interested in that transaction, arrangement or matter or has in relation to it a duty which conflicts or may conflict with the interests of the Company, and in relation to any such resolution as aforesaid he shall (whether or not he shall vote in the same) be taken into account in calculating the quorum present at the meeting.

Clauses 94 to 97 (inclusive) in Table A shall not apply to the Company.

APPOINTMENT AND REMOVAL OF DIRECTORS

7.(1) The Company may by ordinary resolution appoint any person who is willing to act to be a director either to fill a vacancy or as an additional director, or remove any director from office.

(2) The directors shall have power to appoint any person who is willing to act to be a director, either to fill a casual vacancy or as an additional director, subject to any maximum for the time being in force, and any director so appointed shall (subject to regulation 81 of Table A) hold office until the next following annual general meeting, and shall then be eligible for re-election. If not reappointed at such annual general meeting, he shall vacate office at the conclusion thereof.

(3) While the Company is a subsidiary, regulations 73 to 80 (inclusive) of Table A shall not apply to the Company and all references elsewhere in Table A to retirement by rotation shall be modified accordingly.

PROCEEDINGS OF DIRECTORS

8.(1) A resolution which has been agreed upon by all the directors for the time being entitled to receive notice of a meeting of the directors or of a committee of the directors shall be as valid and effectual as if it had been passed at a meeting of the directors or (as the case may be) that committee of the directors duly convened and held, and for this purpose -

(a) a resolution to which an alternate director has agreed need not also be agreed to by his appointor; and

(b) a resolution to which a director who has appointed an alternate director has agreed need not also be agreed to by the alternate director in that capacity.

(2) Without prejudice to the first sentence of regulation 88 of Table A, a meeting of the directors or of a committee of the directors may consist of a conference between directors who are not all in one place, but of whom each is able (directly or by telephonic communication) to speak to each of the others, and to be heard by each of the others simultaneously; and the word "meeting" in these Articles and in Table A shall be construed accordingly.

INDEMNITY

9.(1) Without prejudice to the provisions of Article 9(3) the directors shall have the power to purchase and maintain insurance for or for the benefit of any persons who are or were at any time directors, officers, employees or auditors of the Company, including (without prejudice to the generality of the foregoing) insurance against any liability incurred by such persons in respect of any act or omission in the actual or purported execution or discharge of their duties or in the exercise or purported exercise of their powers or otherwise in relation to their duties, powers or offices in relation to the Company.

(2) A director shall be entitled to vote (and be counted in the quorum) in respect of any proposal concerning any insurance which the Company is empowered to purchase or maintain for or for the benefit of any directors of the Company or for persons who include directors of the Company provided that for the purposes of this paragraph insurance shall mean only insurance against liability incurred by a director in respect of any such act or omission by him as is referred to in Article 9(1) or any other insurance which the Company is empowered to purchase or maintain for or for the benefit of any group of persons consisting of or including directors of the Company.

(3) Subject to the provisions of and so far as may be consistent with the Companies Acts but without prejudice to any indemnity to which a director may otherwise be entitled, every director or other officer or auditor of the Company shall be indemnified out of the assets of the Company against all costs, charges, losses, expenses and liabilities incurred by him in the actual or purported execution or discharge of his duties or the exercise or purported exercise of his powers or otherwise in relation to or in connection with his duties, powers or office including (but without limitation) any liability incurred by him in defending any proceedings, whether civil or criminal, in which judgment is given in his favour (or the proceedings are 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 in which relief is granted to him by the court from liability for negligence, default, breach of duty or breach of trust in relation to the affairs of the Company.