

G

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

12

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
(Address overleaf)

For official use

For official use

Name of company

* THE INDEPENDENT RESEARCH GROUP LIMITED

* insert full
name of Company

WE, THE OXFORD LAW PUBLISHING COMPANY LIMITED
of 98 High Street, Thame, Oxfordshire

† delete as
appropriate

we are
do solemnly and sincerely declare that I am a ~~Solicitor engaged in the formation of the company~~†
company
person named as director or secretary of the company in the statement delivered to the registrar
under section 10(2)† 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 Thame

Declarant to sign below

the 27th day of October

One thousand nine hundred and

before me

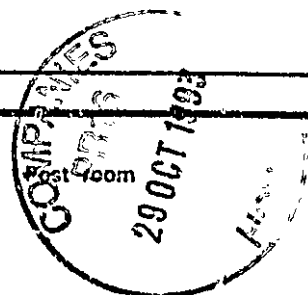
A Commissioner for Oaths or Notary Public or Justice of
the Peace or Solicitor having the powers conferred on a
Commissioner for Oaths.

for and on behalf of
The Oxford Law Publishing
Company Limited

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

OXFORD FORMATIONS
98 High Street
Thame
Oxon OX9 3EH

For official Use
New Companies Section





C O M P A N I E S H O U S E



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

This form should be completed in black.

Company name (in full)

CN

For official use

THE INDEPENDENT RESEARCH GROUP LIMITED

Registered office of the company on
incorporation.

RO

98 High Street

Post town THAME

County/Region Oxfordshire

Postcode OX9 3EH

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

☐

Name

RA

Post town

County/Region

Postcode

Number of continuation sheets attached

1

To whom should Companies House
direct any enquiries about the
information shown in this form?

Oxford Formations

98 High Street

Thame, Oxon

Postcode OX9 3EH

Telephone 0844 214 566

Extension

Company Secretary (See notes 1 - 5)

Name *Style/Title
Forenames
Surname
*Honours etc
Previous forenames
Previous surname

Address

Usual residential address must be given.
In the case of a corporation, give the
registered or principal office address.

Consent signature

CS		
THE OXFORD SECRETARIAT LIMITED		
DUNCO LIMITED		
AD	98 High Street	
Post town Thame		
County/Region Oxfordshire		
Postcode OX9 3EH Country UK		
I consent to act as secretary of the company named on page 1		
Signed	M.D. Wille	
Date 22/10/93		
On behalf of The Oxford Secretariat Ltd		

Directors (See notes 1 - 5)

Please list directors in alphabetical order.

Name *Style/Title
Forenames
Surname
*Honours etc
Previous forenames
Previous surname

Address

Usual residential address must be given.
In the case of a corporation, give the
registered or principal office address.

* Voluntary details

Consent signature

CD		
THE OXFORD LAW PUBLISHING COMPANY LIMITED		
AD	98 High Street	
Post town Thame		
County/Region Oxfordshire		
Postcode OX9 3EH Country UK		
DO	0 2 0 2 9 3	Nationality NA British
OC	Company	
OD	See attached list	
I consent to act as director of the company named on page 1		
Signed	A. M. J.	
Date 22/10/93		
On behalf of The Oxford Law Publishing Company Ltd		

THE OXFORD LAW PUBLISHING COMPANY LIMITED

Directorships

1. Rellumit Filters Ltd
2. Silverpine Ltd
3. Inter-Euro Connections Ltd
4. Anthony Byrne Dental Laboratory Ltd
5. Alwin Associates Ltd
6. What's For Dinner? Ltd
7. Inter-Trade Nexus Ltd
8. Riverside Commercial Management Ltd
9. The N.L.P. Training Company Ltd
10. Absolutely Perfect Ltd
11. Coal Investments Ltd
12. Creative Fleet Systems Ltd
13. Ablebodied Ltd
14. Incomparable Ltd
15. Unparalleled Ltd
16. Absolute Certainty Ltd
17. Victoria Court (Haddenham) Ltd
18. A Bird in the Hand Ltd
19. Redwing International Ltd
20. Template Software International Ltd
21. Sterifant (UK) Ltd
22. Coyote Ltd
23. Highlight U.K. (Oxfordshire) Ltd
24. The PVCu Centre (Oxfordshire) Ltd
25. Accelerator Ltd
26. Accumulator Ltd
27. Acquisitive Ltd
28. Frenca Ltd
29. Apple Pie Order Ltd
30. Supreme Commander Ltd
31. Ablaze Ltd
32. Physical Ability Ltd
33. Chessmaster Ltd
34. Scientific Lighting Products Ltd
35. Contract Systems Ltd
36. Scott Marketing Ltd

Name *Style/Title
Forenames
Surname
*Honours etc
Previous forenames
Previous surname

Address
Usual residential address must be given.
In the case of a corporation, give the
registered or principal office address.

Date of birth
Business occupation
Other directorships

* Voluntary details

Consent signature

CD		
AD		
Post town		
County/Region		
Postcode		Country
DD		Nationality
OC		
OD		
I consent to act as director of the company named on page 1		
Signed		Date

Delete if the form
is signed by the
subscribers.

Signature of agent on behalf of all subscribers		Date
---	--	------

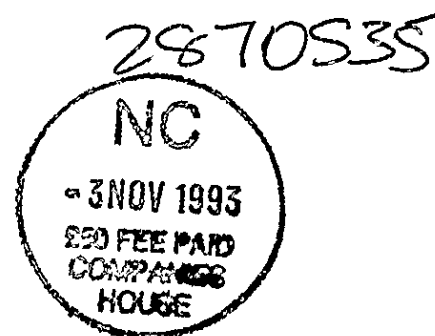
Delete if the form
is signed by an
agent on behalf of
all the subscribers.

All the subscribers
must sign either
personally or by a
person or persons
authorised to sign
on their behalf.

Signed	<i>M.A. Williams</i>	Date	27/10/13
On behalf of The Oxford Secretariat Ltd			
Signed	<i>[Signature]</i>	Date	27/10/13
On behalf of The Oxford Law Publishing Co. Ltd			
Signed		Date	
Signed		Date	
Signed		Date	
Signed		Date	

THE COMPANIES ACTS 1985 to 1989

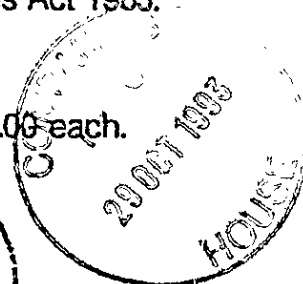
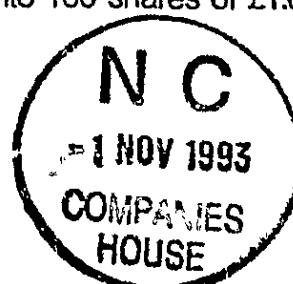
PRIVATE COMPANY LIMITED BY SHARES



MEMORANDUM OF ASSOCIATION OF
THE INDEPENDENT RESEARCH GROUP LIMITED

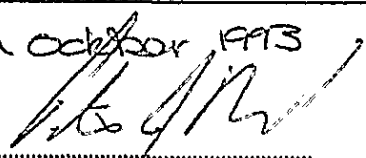
1. The company's name is "THE INDEPENDENT RESEARCH GROUP LIMITED".
2. The company's registered office is to be situated in England and Wales.
- 3.1 The company's object is to carry on business as a general commercial company.
- 3.2 Without prejudice to the generality of the object and the powers of the company derived from section 3A Companies Act 1985 the company has power to do all of the following:
 - 3.2.1 to lend money or give credit on any terms and with or without security to any person, firm or company, to enter into guarantees and contracts of indemnity, to receive money on deposit or loan upon any terms, and to secure or guarantee in any manner the payment of any sum of money or the performance of any obligation by any person, firm or company;
 - 3.2.2 to borrow money in any manner and to secure the repayment of any money borrowed or the performance by the company of any obligation or liability it may undertake, by mortgage, charge, lien or other security upon the whole or any part of the company's property or assets (both present and future), including its uncalled capital;
 - 3.2.3 to sell or otherwise dispose of the whole or any part of the business or property of the company, for such consideration as the company may think fit, including shares, debentures, or other securities;
 - 3.2.4 to pay any expenses incurred in connection with the promotion and incorporation of the company, 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;
 - 3.2.5 to make donations to or otherwise assist any charitable, benevolent or public object;
 - 3.2.6 subject to compliance with the provisions of sections 155 to 158 (inclusive) Companies Act 1985, to give financial assistance directly or indirectly for such purposes as are specified in sections 151(1) and 151(2) Companies Act 1985.
4. The liability of the members is limited.
5. The company's share capital is £100 divided into 100 shares of £1.00 each.

561965




We, the subscribers to this memorandum of association, wish to be formed into a company pursuant to this memorandum; and we agree to take the number of shares shown opposite our respective names.

Names and Addresses of Subscribers	Number of shares taken by each Subscriber
------------------------------------	---

Date: 27th October 1993


1.
For and on behalf of
The Oxford Law Publishing Company Ltd
98 High Street
Thame OX9 3EH

1

2. 
For and on behalf of
The Oxford Secretariat Ltd
98 High Street
Thame OX9 3EH

1

Total shares taken

2

Witness to the above signatures:-



Mary Kershaw
98 High Street
Thame
Oxon OX9 3EH

THE COMPANIES ACTS 1985 to 1989

PRIVATE COMPANY LIMITED BY SHARES

ARTICLES OF ASSOCIATION OF

THE INDEPENDENT RESEARCH GROUP LIMITED

PRELIMINARY

1. The regulations of the company shall be the regulations contained in Table A in the Schedule to the Companies (Tables A to F) Regulations 1985 (referred to below as "Table A") as amended by the Companies (Tables A to F)(Amendment) Regulations 1985 with the following amendments and additions.

SHARE CAPITAL

2.1 For a period of five years from the date of incorporation the directors are generally and unconditionally authorised in accordance with section 80 of the Companies Act 1985 ("the Act"), to allot relevant securities to such persons and on such terms as they think fit up to the amount of the share capital with which the company was registered.

2.2 In accordance with section 91(1) of the Act sub-sections 89(1) and 90(1) to (6) (inclusive) of the Act shall not apply to any allotment of shares comprised in the share capital with which the company was registered.

LIEN

3. The lien conferred by Regulation 8 in Table A shall also attach to fully paid shares, and shall extend to all money due to the company by any registered holder or his estate, whether he is a sole registered holder or one of joint holders. Regulation 8 in Table A is modified accordingly.

TRANSFER OF SHARES

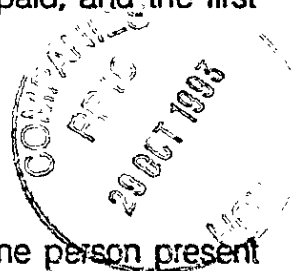
4. The directors may in their absolute discretion and without giving any reason, decline to register the transfer of a share, whether or not it is fully paid, and the first sentence of Regulation 24 in Table A does not apply to the company.

PROCEEDINGS AT GENERAL MEETINGS

The following words are added to regulation 41 of Table A

5.1 At any time that the company has only one member, one person present in person or by proxy, or a duly authorised representative of a corporation, shall be a quorum. Regulation 40 in Table A is modified accordingly.

5.2 If a quorum is not present within half an hour after the time appointed for the adjourned meeting, the meeting shall be dissolved.



NUMBER OF DIRECTORS

6. Regulation 64 in Table A is amended by deleting "but shall be not less than two" and substituting "and the minimum shall be one. Whenever the minimum number is one, a sole director may exercise all the powers, authorities and discretions vested in the directors by Table A and these articles".

EXCLUSION OF POWER TO APPOINT ALTERNATE DIRECTORS

7. No director shall be entitled to appoint any person to be his alternate. Regulations 65-69 inclusive in Table A do not apply to the company and regulations 88 and 93 are modified accordingly.

EXCLUSION OF PROVISIONS FOR RETIREMENT OF DIRECTORS BY ROTATION

8. The directors shall not be required to retire by rotation. Regulations 73, 74, 75 and 80 in Table A do not apply to the company, and regulations 76, 77, 78, 79 and 84 are modified accordingly.

DIRECTORS GRATUITIES AND PENSIONS

9.1 The directors may provide benefits whether by the payment of gratuities or pensions or by insurance or otherwise for any director who holds or has held any executive office or employment with the company or with any body corporate which is or has been a subsidiary of the company or a predecessor in business of the company or of any such subsidiary and for any member of his family (including a spouse and a former spouse) or any person who is or was dependent upon him and may (during as well as after he ceases to hold such office or employment) contribute to any fund and pay premiums for the purpose of providing for such benefit. A director may vote at a meeting of Directors or of a committee of directors on any resolution concerning the provision of such benefits.

9.2 Regulation 87 in Table A shall not apply to the company.

PROCEEDINGS OF DIRECTORS

10.1 The quorum necessary for the transaction of the business of the directors shall be two except that whenever the minimum number of directors is one and there is only one director, the quorum shall be one.

10.2 Regulation 89 in Table A does not apply to the company.

11.1 A director may vote, at a meeting of directors or of a committee of directors, on any resolution, concerning a matter in which he has, directly or indirectly, an interest or duty.

11.2 Regulations 94-97 (inclusive) in Table A do not apply to the company.

THE SEAL

12.1. The directors may determine whether the company shall have a seal or not. If the company has a seal the directors may still authorise the execution by the company of a document otherwise than by affixing the company seal. The seal shall only be used by the authority of the directors or of a committee of directors authorised by the directors. The directors may determine who shall sign any instrument to which the seal is affixed and unless otherwise so determined, it shall be signed by a director and

by the secretary or by a second director.

12.2 The obligation under regulation 6 of Table A relating to the sealing of share certificates does not apply to the company.

12.3 Regulation 101 in Table A does not apply to the company.

12.4 The company may exercise the powers conferred by Section 39 of the Act with regard to having an official seal for use abroad and such powers shall be vested in the directors.

INDEMNITY

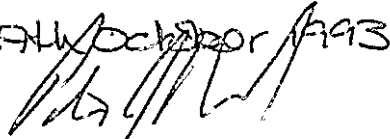
13.1 In addition to the indemnity provided in regulation 118 in Table A, every director or officer of the company shall be indemnified out of the assets of the company against any charge, cost, expense, liability or loss incurred by him in the exercise of his powers or the execution of his duties and shall not be liable for any loss or damage occasioned to the company by the exercise of his powers or the execution of his duties except a charge, cost, expense, liability or loss incurred by him or occasioned to the company which results from the director's negligence, default, breach of duty or breach of trust.

13.2 The directors shall have power to purchase and maintain for any director, officer or Auditor of the company insurance against any such liability as is referred to in section 310(1) of the Act.

13.3 Regulation 118 in Table A does not apply to the company.

Names and addresses of Subscribers


Date:

27th October 1993


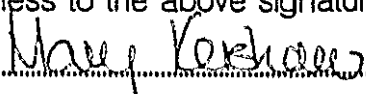
1.

.....
For and on behalf of
The Oxford Law Publishing Company Ltd
98 High Street
Thame
Oxon OX9 3EH

2.


.....
For and on behalf of
The Oxford Secretariat Ltd
98 High Street
Thame
Oxon OX9 3EH

Witness to the above signatures:-


.....

Mary Kershaw
98 High Street
Thame
Oxon OX9 3EH



**CERTIFICATE OF INCORPORATION
OF A PRIVATE LIMITED COMPANY**

No. 2870535

I hereby certify that

THE INDEPENDENT RESEARCH GROUP 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 10 NOVEMBER 1993

A handwritten signature in dark ink, appearing to be 'P. B. Jones'.

an authorised officer

G

COMPANIES FORM NO. 122

**Notice of consolidation, division,
sub-division, redemption or
cancellation of shares, or conversion,
re-conversion of stock into shares**

122

Please do not
write in
this margin

Pursuant to section 122 of the Companies Act 1985

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

To the Registrar of Companies
(Address overleaf)

For official use

Company number

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

2870535

Name of company

* THE INDEPENDENT RESEARCH GROUP LIMITED

* Insert full name
of company

gives notice that:

The existing share capital of 100 shares of £1.00 each has
been sub-divided into 1000 shares of 10p each.

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

Signed



Designation‡

Director

Date

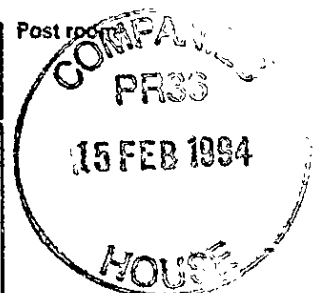
10 Feb 94

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

OXFORD FORMATIONS
98 High Street
Thame
OX9 3EH

For official Use
General Section

Post room



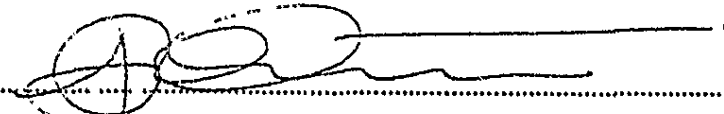
THE INDEPENDENT RESEARCH GROUP LIMITED

(Registered Number: 2870535)

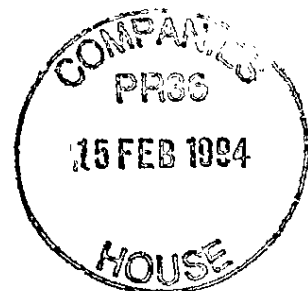
We the undersigned being all the members of the above named Company hereby consent to the Ordinary Resolution of the Company set out below.

ORDINARY RESOLUTION

That the existing authorised share capital of 100 shares of £1.00 each be sub-divided into 1000 shares of 10p each.


Alistair Whitehead

10th February '94
Date:



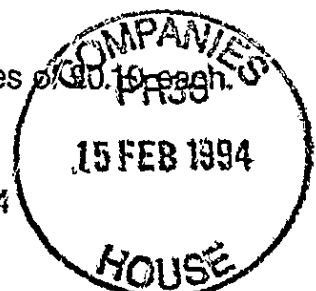
THE COMPANIES ACTS 1985 to 1989

PRIVATE COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION OF
THE INDEPENDENT RESEARCH GROUP LIMITED

1. The company's name is "THE INDEPENDENT RESEARCH GROUP LIMITED".
2. The company's registered office is to be situated in England and Wales.
- 3.1 The company's object is to carry on business as a general commercial company.
- 3.2 Without prejudice to the generality of the object and the powers of the company derived from section 3A Companies Act 1985 the company has power to do all of the following:
 - 3.2.1 to lend money or give credit on any terms and with or without security to any person, firm or company, to enter into guarantees and contracts of indemnity, to receive money on deposit or loan upon any terms, and to secure or guarantee in any manner the payment of any sum of money or the performance of any obligation by any person, firm or company;
 - 3.2.2 to borrow money in any manner and to secure the repayment of any money borrowed or the performance by the company of any obligation or liability it may undertake, by mortgage, charge, lien or other security upon the whole or any part of the company's property or assets (both present and future), including its uncalled capital;
 - 3.2.3 to sell or otherwise dispose of the whole or any part of the business or property of the company, for such consideration as the company may think fit, including shares, debentures, or other securities;
 - 3.2.4 to pay any expenses incurred in connection with the promotion and incorporation of the company, 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;
 - 3.2.5 to make donations to or otherwise assist any charitable, benevolent or public object;
 - 3.2.6 subject to compliance with the provisions of sections 155 to 158 (inclusive) Companies Act 1985, to give financial assistance directly or indirectly for such purposes as are specified in sections 151(1) and 151(2) Companies Act 1985.
4. The liability of the members is limited.
- *5. The company's share capital is £100 divided into 1000 shares of £0.10 each.

*Amended by way of Ordinary Resolution dated 10th February 1994



We, the subscribers to this memorandum of association, wish to be formed into a company pursuant to this memorandum; and we agree to take the number of shares shown opposite our respective names.

Names and Addresses of Subscribers

Number of shares
taken by each
Subscriber

Date: 27th October 1993

The Oxford Law Publishing Company Ltd
98 High Street
Thame OX9 3EH

1

The Oxford Secretariat Ltd
98 High Street
Thame OX9 3EH

1

Total shares taken

2

Witness to the above signatures:-

Mary Kershaw
98 High Street
Thame
Oxon OX9 3EH

24 - 03 - 95

G

COMPANIES FORM No. 225(1)

Notice of new accounting reference date given during the course of an accounting reference period**225(1)**

Please do not write in this margin

Pursuant to section 225(1) of the Companies Act 1985 as inserted by section 3 of the Companies Act 1989

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

1. To the Registrar of Companies
-
- (Address overleaf - Note 6)

Company number

2870535

Name of company

• THE INDEPENDENT RESEARCH GROUP LIMITED

* insert full name of company

Note

Details of day and month in 2, 3 and 4 should be the same. Please read notes 1 to 5 overleaf before completing this form.

2. gives notice that the company's new accounting reference date on which the current accounting reference period and each subsequent accounting reference period of the company is to be treated as coming, or as having come, to an end is

Day Month

3 1 0 3

3. The current accounting reference period of the company is to be treated as
- ~~(shown as)~~
- ^{extended}
- ~~(extended)~~
- ^{it}
- and
- ~~(is to be treated as having come to an end)~~
- ^{will come to an end}
- on

Day Month Year

3 1 0 3 1 9 9 5

† delete as appropriate

4. If this notice states that the current accounting reference period of the company is to be extended, and reliance is being placed on the exception in paragraph (a) in the second part of section 225(4) of the Companies Act 1985, the following statement should be completed:

The company is a ~~(subsidiary)~~ ^(parent) undertaking of

THE RESEARCH DEPARTMENT LIMITED

company number 2870220

the accounting reference date of which is 31 MARCH

5. If this notice is being given by a company which is subject to an administration order and this notice states that the current accounting reference period of the company is to be extended AND it is to be extended beyond 18 months OR reliance is not being placed on the second part of section 225(4) of the Companies Act 1985, the following statement should be completed:

An administration order was made in relation to the company on _____ and it is still in force.

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

6. Signed

Designation: SECRETARY

Date 8/2/95

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

For official use D.E.B.

