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COMPANIES FORM No. 123

Notice of increase in nominal capital

123

Please do not
write in
this margin

Pursuant to section 123 of the Companies Act 1985

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

To the Registrar of Companies
(Address overleaf)

For official use

Company number

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3224488

Name of company

* TÜV PRODUCT SERVICE (U.K.) LIMITED

* insert full name
of company

gives notice in accordance with section 123 of the above Act that by resolution of the company
dated 30TH DECEMBER 1996 the nominal capital of the company has been
increased by £ 999,000 beyond the registered capital of £ 1000.

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

A copy of the resolution authorising the increase is attached. §

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

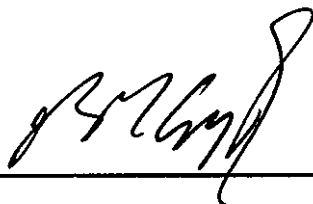
AS PER EXISTING ARTICLES OF ASSOCIATION

Please tick here if
continued overleaf

☐

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

Signed



Designation‡ DIRECTOR

Date

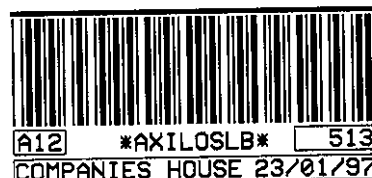
20/1/97

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

MEMERY CRYSTAL
(REF: MCB/PMC)
31 SOUTHAMPTON ROW
LONDON WC1B 5HT
0171-242 5905

For official Use
General Section

Post room



WRITTEN RESOLUTION

No. 3224488

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

**Pursuant to Regulation 53 of Table A and
Section 381A Companies Act 1985**

of

the holders of the entire issued share capital of

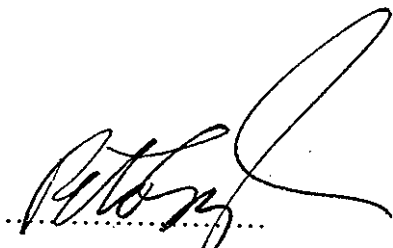
TÜV PRODUCT SERVICE (UK) LIMITED

We, the undersigned, being the holders of all of the shares of the Company conferring for the time being the right to attend and vote at general meetings of the Company hereby unanimously pass the following resolution and agree that the same shall be as valid and effectual as if passed at a general meeting of the Company duly convened and held.

RESOLUTION

THAT:-

"The authorised share capital of the Company be increased to £1,000,000, divided into 1,000,000 Ordinary Shares of £1 each."


PETER CRYSTAL


MIRANDA BACON

Dated *30th December* 1996