

THE COMPANIES ACTS 1985-1989
PRIVATE COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION

-OF-

HILSTONE PROPERTY INVESTMENTS LIMITED¹



- 1 The name of the Company is "Hilstone Property Investments Limited".
- 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 general merchants and traders, cash and credit traders, manufacturers' agents and representatives, commission agents, insurance brokers, financial agents, advisers, managers and administrators, hire purchase and general financiers, brokers and agents, importers and exporters, manufacturers, retailers, wholesalers, buyers, sellers, distributors and shippers of, and dealers in all products, goods, wares, merchandise and produce of every description, to participate in, undertake, perform and carry on all kinds of commercial, industrial, trading and financial operations and enterprises; to carry on all or any of the businesses of marketing and business consultants, advertising agents and contractors, general storekeepers, warehousemen, discount traders, mail order specialists, railway, shipping and forwarding agents, shippers, traders, capitalists and financiers either on the Company's own account or otherwise, printers and publishers; haulage and transport contractors, garage proprietors, operators, hirers and letters on hire of, and dealers in motor and other vehicles, craft, plant, machinery, tools and equipment of all kinds; and to purchase or, otherwise acquire and take over any businesses or undertakings which may be deemed expedient, or to become interested in, and to carry on or dispose of, remove or put an end to the same or otherwise deal with any such business or undertakings as may be thought desirable.
 - (B) To carry on any other business of any description which may be capable of being advantageously carried on in connection with or as ancillary to the objects of the Company.
 - (C) To purchase, sell, exchange, improve, mortgage, charge rent, let on lease, hire, surrender, license, accept surrenders of, and otherwise acquire and deal with any freehold, leasehold or other property, chattels and effects, erect, pull down, repair, alter, develop, or otherwise deal with any building

¹ The name of the Company was changed from Sackville Property Investments Limited to Hilstone Property Investments Limited by a Special Resolution dated 6 August 2004.

including its uncalled capital, and to re-issue any debentures at any time paid off.

- (L) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, debentures, warrants and other negotiable documents.
- (M) To purchase, subscribe for, or otherwise acquire and hold shares, stocks or other interests in, or obligations of any other company or corporation.
- (N) To remunerate any person or company for services rendered or to be rendered in placing or assisting to place any of the shares in the Company's capital or any debentures, debenture stock or other securities of the Company or in or about the formation or promotion of the Company or the conduct of its business.
- (O) To pay out of the funds of the Company all costs and expenses of or incidental to the formation and registration of the Company and the issue of its capital and debentures including brokerage and commission.
- (P) To promote or aid in the promotion of any company or companies for the purpose of acquiring all or any of the property rights and liabilities of this Company or for any other purpose which may seem directly or indirectly calculated to advance the interests of the Company.
- (Q) To establish and support and aid in the establishment and support of funds or trust calculated to benefit employees or ex-employees of the Company (including any Director holding a salaried office or employment in the Company) or the dependants or connections of such persons and to grant pensions and allowances to any such persons.
- (R) To remunerate the Directors of the Company in any manner the Company may think fit and to pay or provide pensions for or make payments to or for the benefit of Directors and ex-Directors of the Company or their dependants or, connections.
- (S) To distribute any property of the Company in specie among the members.
- (T) To do all such other things as are incidental or conducive to the attainment of the above objects or any of them.

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

4 The liability of the Member is limited.

5 The Share Capital of the Company is £1,000 divided into 1,000 shares of £1 each.

I, the subscriber to this Memorandum of Association wish to be formed into a company pursuant to this Memorandum and I agree to take the number of shares opposite my name.

NAME AND ADDRESS OF SUBSCRIBER	NUMBER OF SHARES TAKEN BY SUBSCRIBER
Mary Catherine Winter 29 Manor Road Whitchurch on Thames South Oxfordshire RG8 7EU	2

DATED 2001

WITNESS to the above signature:

O Liyanage

c/o Field Seymour Parkes
The Old Coroner's Court
No 1 London Street
Reading, Berkshire
RG1 4QW