



FILE COPY

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

Company No. 6996493

The Registrar of Companies for England and Wales hereby certifies that

SOLDIERS IN THE AIR

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

Given at Companies House on **20th August 2009**



N06996493X



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

THE COMPANIES ACTS 1985 TO 2006

A COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE CAPITAL

MEMORANDUM OF ASSOCIATION

of

SOLDIERS IN THE AIR

THURSDAY



A16

20/08/2009

COMPANIES HOUSE

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- 1 The Company's name is SOLDIERS IN THE AIR (and in this document it is called the "Company").
- 2 The Company's registered office is to be situated in England.
- 3 The objects for which the Company is established (the "Objects") are:-
 - 3.1. To educate members of the public in the history, traditions and exploits of the airborne forces of the British Army; and
 - 3.2. To advance the effectiveness of the armed forces of the Crown by:-
 - 3.2.1. raising awareness of the role and responsibilities of the airborne forces;
 - 3.2.2. fostering the esprit de corps of the airborne forces;
 - 3.2.3. providing assistance to such museums as educate the public in all or any aspects of aviation in the British Army and which are charities for the purpose of educating young people in the development of engineering technology in the automotive and aerospace sectors and its use by the military; and
 - 3.2.4. such other means as the Trustees shall from time to time determine;

and in all cases, for the benefit of the public.
- 4 In furtherance of the Objects but not otherwise the Company may exercise the following powers:
 - 4.1. to make grants and loans upon such terms and conditions (if any) as to interest, repayment, security or otherwise and to guarantee money or to use the assets of the Company as security for the performance of contracts entered into by any person as may be thought fit for or towards charitable purposes in any way connected with or calculated to further the Objects;
 - 4.2. to promote, commission, coordinate, or otherwise assist in the production of films or television programmes (or other forms of visual media) relevant to the Objects;
 - 4.3. to organise meetings, lectures, conferences, broadcasts, courses of instruction or other activities;
 - 4.4. to provide or procure the provision of counselling and guidance;

- 4.5. to promote or carry out research and to publish and distribute the useful results of such research;
- 4.6. to produce or help others to publish and distribute material in any form that may be deemed desirable for the promotion of the Objects or for the purpose of informing contributors and others of the needs or progress of the Company;
- 4.7. to purchase, acquire and obtain interests in the copyright of or the right to perform, publish or show any material which can be used or adapted for the Objects;
- 4.8. to accept gifts on any terms;
- 4.9. to raise funds for the Company but not to undertake any trading activities which would give rise to a liability to tax;
- 4.10. to carry out trade in so far as either the trade is exercised in the course of carrying out the Objects or the trade is temporary and ancillary to the carrying out of the Objects;
- 4.11. to operate bank accounts in the name of the Company;
- 4.12. to acquire any property of any kind situated anywhere in the world for investment purposes whether involving liabilities or producing income or not and to appoint and pay professional investment managers who are authorised to carry on the requisite regulated activities under the provisions of the Financial Services and Markets Act 2000 and otherwise delegate the management of investments to proper and competent persons;
- 4.13. to purchase, take on lease or in exchange, hire or otherwise acquire any real or personal property together with any rights or privileges which the Company may think necessary;
- 4.14. to maintain, manage, construct and alter any buildings or erections and to equip and fit out any property and buildings for use and to make planning applications, applications for consent under bylaws or building regulations and other like applications;
- 4.15. to exchange, sell, let, mortgage, charge, dispose of, turn to account, or otherwise deal with all or any of the property or assets of the Company;
- 4.16. to borrow or raise money for the purposes of the Company on such terms and on such security (if any) as the Trustees may think fit;
- 4.17. to employ, engage or retain the services of such persons as the Trustees think may be necessary or desirable on such terms as the Trustees think fit and to make all reasonable provisions for the payment of pensions and superannuation to employees, their families and other dependents;
- 4.18. to appoint and pay any person to hold any property as nominee for the Company and to pay any such nominee reasonable and proper remuneration for acting as such;
- 4.19. to pay the cost of any premium in respect of any insurance or indemnity to cover liability of the Board or any Trustee or any other officer (other than the auditors) of the Company or Company Member (as defined in the Articles of Association) which by virtue of any rule of law would otherwise attach to them, in respect of any negligence, default, breach of duty or breach of trust of which they may be guilty in relation to the Company provided that any such insurance or indemnity shall not extend to any claim arising from criminal or wilful or deliberate neglect or default on the part of that person and provided also that any such insurance shall not extend to the costs of an unsuccessful defence to a criminal prosecution

brought against that person in their capacity as a Trustee or officer of the Company or a Company Member;

- 4.20. to establish charitable trusts and to act as trustees of any charitable trust whether established by the company or otherwise;
- 4.21. to establish or promote the establishment of any person;
- 4.22. to establish and own any subsidiary company for the purposes of carrying out trading activity;
- 4.23. to co-operate with any person operating in furtherance of the Objects or similar charitable purposes;
- 4.24. to amalgamate with, acquire the assets of or in any other way to merge with any person which is charitable at law and has objects the same or similar to the Objects;
- 4.25. to pay the costs, charges and expenses of and incidental to the formation and registration of the Company and its registration as a charity;
- 4.26. to do all such other lawful things as shall further the Objects or any of them.

5 The income and property of the Company shall be applied solely towards the promotion of the Objects and no part shall be paid or transferred directly or indirectly, by way of dividend, bonus or otherwise by way of profit, to members of the Company and no Trustee (as defined in the Articles of Association of the Company) shall be appointed to any office of the Company paid by salary or fees or receive any remuneration or other benefit in money or money's worth of the Company: Provided that nothing in this document shall prevent (and the Company hereby specifically authorises) any payment in good faith by the Company:

- 5.1. of the usual charges for business done by any Trustee engaged in a profession or business, or by any partner of his or his her firm or company, when instructed by the Trustees to act in a professional capacity on its behalf: Provided that at no time shall a majority of the Board benefit under this provision or under clause 5.2 and that a Trustee shall withdraw from any meeting at which his appointment or remuneration under this provision or clause 5.2, or that of his partner, firm or company, is under discussion;
- 5.2. of reasonable and proper remuneration for services rendered (or goods supplied) to the Company by any Trustee, member, officer or servant (including any remuneration permitted by the Charities Act 1993 as amended from time to time);
- 5.3. of interest on money lent by any member of the Company or Trustee at a reasonable and proper rate;
- 5.4. of fees, remuneration or other benefit in money or money's worth to any company of which a Trustee may also be a member holding not more than 1/100th part of the issued capital of that company;
- 5.5. of reasonable and proper rent for premises demised or let by any member of the Company or a Trustee;
- 5.6. to any Trustee of reasonable out-of-pocket expenses;
- 5.7. of reasonable and proper premiums in respect of trustee indemnity insurance, effected in accordance with clause 4.19 above;

5.8. of a benefit to a Member (as defined in the Articles of Association of the Company), officer or servant who is not a Trustee in the capacity of a beneficiary of the Company

and none of the above arrangements or transactions shall constitute a breach by a Trustee of his duty under section 175 of the Companies Act 2006.

6 The liability of the members is limited.

7 Every Company Member undertakes to contribute such amount as may be required (not exceeding £10) to the Company's assets if it should be wound up while he or she is a Company Member or within one year afterwards, for payment of the Company's debts and liabilities contracted before he or she ceases to be a Company Member, and of the costs, charges and expenses of winding up, and for the adjustment of the rights of the contributories among themselves.


8 If the Company is wound up or dissolved and after all its debts and liabilities have been satisfied there remains any money or property it shall not be paid to or distributed among the members of the Company, but shall be given or transferred to some other charity or charities having objects similar to or including the Objects and which prohibits the distribution of its or their income and property to an extent at least as great as is imposed on the Company by clause 5 above, chosen by the Company Members at or before the time of dissolution and if that cannot be done then to some other charitable object.


We, the persons whose names and addresses are written below, wish to be formed into a company under this Memorandum of Association.

Signatures, names and addresses of subscribers

ALAN GEORGE CURTIS

Greywalls
Sandy Lane
Rushmoor
Farnham
Surrey
GU10 2EX

X  X
Signature

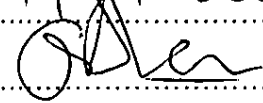
X  X
Signature of witness:

Name (in BLOCK CAPITALS): S. SIVIER

Address: 21 EWING ROAD

Occupation: ASU. HANTS GU126

Date: 17/7-2009

X  X
Signature of witness:

Name (in BLOCK CAPITALS): G. BLACKWELL

Address: 25 MARTIN WAY

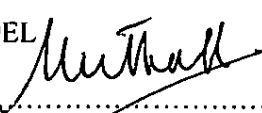
Occupation: ANDOVER HANTS

Date: Bar Manager

MAJOR GENERAL (RET'D)

WILLIAM WITHALL

Linden Cottage
Upper Chute
Andover
Hants
SP11 9EL

X  X
Signature

**PROFESSOR EDWARD RICHARD
HOLMES**

Vine House
North Street
Ropley
Alresford
Hants
SO24 0DE

Signature

Signature of witness:

Name (in BLOCK CAPITALS):

Address:

Occupation:

Date:

C Timms
2 Street Cottages
Tilford Farnham
GU10 2BN
Gardener
12-8-09

THE COMPANIES ACTS 1985 TO 2006
A COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE CAPITAL

ARTICLES OF ASSOCIATION

of

SOLDIERS IN THE AIR

INTERPRETATION

1

1.1. In these Articles and the Memorandum:

<i>the Articles</i>	means these Articles of Association of the Company;
<i>auditor</i>	means a person appointed to conduct an examination and verification of the Company's accounts and includes a reporting accountant appointed in accordance with the Statutes;
<i>the Board</i>	means the board of trustees of the Company who are the directors of the Company for the purposes of the Statutes;
<i>CA 1985</i>	means the Companies Act 1985;
<i>CA 2006</i>	means the Companies Act 2006;
<i>Charitable Purposes</i>	means purposes which are charitable in accordance with the law of England and Wales;
<i>clear days</i>	in relation to the period of a notice means the period excluding the day when the notice is given or deemed to be given and the day for which it is given or on which it is to take effect;
<i>Companies Acts</i>	means the company law provisions of the CA 2006, the CA 1985, the Companies Consolidation (Consequential Provisions) Act 1985 and the

	Companies Act 1989 is so far as the same are in force from time to time;
<i>the Company</i>	means the above-named company;
<i>Company Members</i>	means the members of the Company having the right to vote at general meetings;
<i>electronic communication</i>	means the same as in the CA 2006;
<i>electronic form</i>	has the meaning in section 1168(3) of the CA 2006;
<i>executed</i>	includes any mode of execution;
<i>hard copy</i>	has the meaning in section 1168(2) of the CA 2006;
<i>Members</i>	means all the individuals and organisations admitted to membership (of any class or category) of the Company whether entitled to vote at general meetings or not;
<i>the Memorandum</i>	means the Memorandum of Association of the Company;
<i>month</i>	means a calendar month;
<i>Office</i>	means the registered office of the Company;
<i>the seal</i>	means the common seal of the Company if it has one;
<i>Secretary</i>	means the company secretary of the Company or any other person appointed to perform the duties of the company secretary of the Company;
<i>Statutes</i>	means the Companies Acts and every other statute, statutory instrument, regulation or order for the time being in force concerning companies registered under the Companies Acts;
<i>Trustee</i>	means a member of the Board;
<i>the United Kingdom</i>	means Great Britain and Northern Ireland.

1.2. Any reference to:

- 1.2.1. a statute or statutory provision includes a reference to the statute or statutory provision as modified or re-enacted or both from time to time, and to any subordinate legislation made under it;
- 1.2.2. the singular includes the plural and vice versa and the masculine includes the feminine and the neuter genders and vice versa;
- 1.2.3. a *person* includes natural persons, firms, partnerships, companies, corporations, associations, organisations, governments, states, government or state agencies,

local authorities, public bodies, foundations and trusts (in each case whether or not having separate legal personality); and

1.2.4. *writing* is a reference to any method of representing or reproducing words in a legible and non-transitory form.

1.3. Subject to the preceding provisions of this Article and unless the context requires otherwise, words or expressions defined in the Statutes (but excluding any statutory modification thereof not in force on the date on which these Articles become binding on the Company) shall bear the same meaning in the Articles.

1.4. The provisions of the Memorandum to the extent that they could have been contained in the Articles shall take effect as though repeated here.

MEMBERSHIP OF THE COMPANY

2 The number of Company Members with which the Company proposes to be registered is unlimited.

3 The Company Members shall be:

3.1. the subscribers to the Memorandum; and

3.2. such other persons as the Board shall admit to membership as a Company Member from time to time.

4 The Company may from time to time resolve upon the creation of other classes of members of the Company (including honorary members) provided that the rights of such other classes of members do not extend to voting at general meetings. Such categories of membership may be called by such names and have such rights, privileges, duties and obligations (except the right to vote at general meetings) as may be specified in the resolution.

5 Except in respect of the subscribers to the Memorandum, every application for membership shall be in writing signed by or on behalf of the applicant in such form as the Board may from time to time determine.

6 The Board shall admit to membership such persons as it shall think fit and the Board may from time to time prescribe (and vary) criteria for membership. The Board shall not be obliged to give reasons for refusing to accept any person as a Member.

7 The Board may in its discretion levy subscriptions on all or any classes of Members at such rates as it shall determine and may levy subscriptions at different rates for different categories of Member including Members of the same class.

8 Membership shall not be transferable and a Member shall cease to be a Member:

8.1. in the case of a natural person, on death or bankruptcy;

8.2. in the case of any other person, on its liquidation or dissolution or on its otherwise ceasing to exist;

8.3. if by notice in writing to the Secretary signed by or on behalf of the Member, the Member resigns. The Member is deemed to have resigned when the letter of resignation is received at the Office;

- 8.4. by a resolution of the Board passed by a majority of not less than 3/4ths of the Trustees (other than the Member whose membership is to be voted on) entitled to attend and vote. A resolution to terminate a Member's membership of the Company shall not be passed unless the Member has been given not less than 14 clear days' notice of the meeting of the Board at which the matter is to be considered and has been afforded a reasonable opportunity of being heard by or of making a written representation to the Board prior to the Board voting on the resolution;
- 8.5. if any subscription or other sum payable by the Member is not paid on the due date and remains unpaid one month after notice served on the Member on behalf of the Board informing him that he will be removed from the membership if it is not paid. The Board may readmit to membership of the Company any person removed on this ground on his paying such part of the sum due as the Board may determine.

PATRONS/HONORARY OFFICERS

- 9 The Board may in its discretion appoint any person to hold an honorary position (whether as patron or other honorary officer) of the Company (and remove any patron or honorary officer) on such terms as they shall think fit.
- 10 A patron or honorary officer shall have the right to attend and speak (but not vote) at any general meeting of the Company and to be given notice of general meetings as if a Company Member and shall also have the right to receive accounts of the Company when available to Company Members.

GENERAL MEETINGS

- 11 The Board may call general meetings. General meetings may also be called on the requisition of Company Members pursuant to the provisions of the Statutes.
- 12 If there are not within the United Kingdom sufficient Trustees to call a general meeting, any Trustee or a Company Member may call a general meeting.

NOTICE OF GENERAL MEETINGS

- 13 All general meetings shall be called by at least 14 clear days' notice but a general meeting may be called by shorter notice if it is so agreed by a majority in number of Company Members having a right to attend and vote at the meeting being a majority together holding not less than 95% of the total voting rights.
- 14 The notice shall specify the date, time and place of the meeting and the general nature of the business to be transacted. The notice shall also comply with the provisions of section 325(1) of the CA 2006 which requires that each Company Member is informed of his right to appoint another person as his proxy to exercise all or any of his rights to attend and to speak and vote at a meeting of the Company. The notice shall be given to all Company Members, Trustees, patrons, honorary officers and the auditor.

PROCEEDINGS AT GENERAL MEETINGS

- 15 No business shall be transacted at any general meeting unless a quorum is present. Two persons present in person or by proxy and entitled to vote upon the business to be transacted, each being a Company Member or a duly authorised representative of a Company Member organisation, or one tenth of the total number of the persons entitled to attend and vote for the time being, whichever is greater, shall constitute a quorum.

- 16 If a quorum is not present within half an hour from the time appointed for the meeting, or if during a meeting a quorum ceases to be present, the meeting shall stand adjourned to the same day in the next week at the same time and place or to such time and place as the Board may determine.
- 17 The Chairman, if any, of the Board or in his absence some other Trustee nominated by the Board shall preside as chairman of the meeting, but if neither the Chairman nor such Trustee (if any) be present within fifteen minutes after the time appointed for holding the meeting and willing to act, the Trustees present shall elect one of their number to be chairman and, if there is only one Trustee present and willing to act, he shall be chairman.
- 18 If no Trustee is willing to act as chairman, or if no Trustee is present within fifteen minutes after the time appointed for holding the meeting, the Members present and entitled to vote shall choose one of their number to be chairman.
- 19 The chairman may, with the consent of a meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for fourteen days or more, at least seven clear days' notice shall be given in any manner in which notice of a meeting may lawfully be given specifying the date, time and place of the adjourned meeting and the general nature of the business to be transacted. Otherwise it shall not be necessary to give any such notice.
- 20 A resolution put to the vote of a meeting shall be decided on a show of hands unless, before or on the declaration of the result of the show of hands, a poll is duly demanded. Subject to the provisions of the Statutes, a poll may be demanded:
- 20.1. by the chairman; or
- 20.2. by at least two Company Members present in person or by proxy and having the right to vote at the meeting; or
- 20.3. by a Company Member or Company Members present in person or by proxy and representing not less than one-tenth of the total voting rights of all the Company Members having the right to vote at the meeting.
- 21 Unless a poll is duly demanded, a declaration by the chairman that a resolution has been carried or carried unanimously, or by a particular majority, or lost, or not carried by a particular majority, and an entry to that effect in the minutes of the meeting, shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against the resolution.
- 22 The demand for a poll may be withdrawn, before the poll is taken, but only with the consent of the chairman. The withdrawal of a demand for a poll shall not invalidate the result of a show of hands declared before the demand for the poll was made.
- 23 A poll shall be taken as the chairman directs and he may appoint scrutineers (who need not be Members) and fix a time and place for declaring the results of the poll. The result of the poll shall be deemed to be the resolution of the meeting at which the poll is demanded.
- 24 A poll demanded on the election of a chairman or on a question of adjournment shall be taken immediately. A poll demanded on any other question shall be taken either immediately or at such time and place as the chairman directs. The demand for a poll shall not prevent continuance of a meeting for the transaction of any business other than the question on which the poll is demanded. If a poll is demanded before the declaration of the results of a show of hands and the demand is duly withdrawn, the meeting shall continue as if the demand had not been made.

- 25 In the case of an equality of votes, whether on a show of hands or on a poll, the chairman shall not be entitled to a casting vote in addition to any other vote he may have. The motion shall be deemed not carried but without prejudice to the rights of any Company Member or Company Members under these Articles or the Statutes to put the motion again at that or some future meeting.
- 26 The provisions of chapter 2 of Part 13 of the CA 2006 shall apply to written resolutions of Company Members. A proposed written resolution shall lapse if it is not passed before the end of the period of 28 days beginning with the circulation date (as defined in section 290 of the CA 2006). Communications in relation to written resolutions shall be sent to the Company's auditors in accordance with the CA 2006.

VOTES OF COMPANY MEMBERS

- 27 Subject to Article 28, every Company Member shall have one vote.
- 28 No Company Member shall debate or vote (whether in person or by proxy) on any matter in which he is personally interested without the permission of the majority of the persons present and voting.
- 29 Any organisation which is a Company Member made by a resolution of its governing body authorise such individuals as it thinks fit to act as its representative at any meeting of the Company, and the individual so authorised shall be entitled to exercise the same powers on behalf of the organisation which he represents as the organisation could exercise if it were an individual Company Member. An instrument appointing such individual shall be in the following form or as near to it as circumstances will admit, or in any other form which is usual or which the Board may approve:

SOLDIERS IN THE AIR

We [name of organisation] being a Company Member of the above-named company hereby appoint

[name and address of representative] or failing him,

[name and address of substitute] to vote on our behalf at the [Adjourned] General Meeting of the above-named company to be held on the day of and at any adjournment thereof.

Signed [name] this day of

- 30 Any Company Member entitled to attend and vote at any meeting of the Company shall be entitled to appoint another person (whether a Company Member or not) as his proxy to attend and to speak and to vote (by show of hands or poll) at a general meeting instead of him.
- 31 The instrument appointing a proxy shall be signed by the appointer or his attorney in the following form or as near to it as circumstances admit, or in any other form which is usual or which the Board may approve:

SOLDIERS IN THE AIR

I [Company Member's name and address] being a Company Member of the above-named company hereby appoint

[name and address of proxy holder] or failing him,

[name and address of substitute] as my/our proxy to vote on my/our behalf at the [Adjourned] General Meeting of the above-named company to be held on the day of and at any adjournment thereof.

Signed [name] this day of

- 32 The appointment of a proxy and any document necessary to show the validity of, or otherwise relating to, the appointment of a proxy shall:
- 32.1. in the case of an appointment in hard copy form, be delivered personally or by post to the Office not less than 48 hours before the time appointed for holding the meeting or adjourned meeting at which it relates; or
- 32.2. in the case of an appointment in electronic form, be received at an address specified (or which is deemed by a provision in the CA 2006 to have been specified) by or on behalf of the Company for the purpose of receiving documents or information in electronic form:
- (i) in, or by way of note to, the notice convening the meeting;
- (ii) in any form of proxy sent by or on behalf of the Company in relation to the meeting; or
- (iii) in any invitation in electronic form to appoint a proxy issued by or on behalf of the Company in relation to the meeting,
- not less than 48 hours before the time appointed for holding the meeting or adjourned meeting to which it relates; or
- 32.3. in the case of a poll which is taken more than 48 hours after it is demanded, be delivered or received as aforesaid not less than 24 hours before the time appointed for the taking of the poll; or
- 32.4. in the case of a poll which is not taken at the meeting at which it is demanded but is taken not more than 48 hours after it was demanded, be delivered in hard copy form to the chairman or to the secretary or to any Trustee at the meeting at which the poll was demanded
- and in calculating the periods referred to in this Article 32, no account is to be taken of any part of a day which is not a working day.
- 33 In default of delivery or receipt in accordance with Article 32, the instrument of proxy shall be invalid. No instrument appointing a proxy shall be valid after the expiration of 12 months from the date of its execution.
- 34 An instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll.
- 35 No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is tendered, and every vote not disallowed at the meeting shall be valid. Any objection made in due time shall be referred to the chairman whose decision shall be final and conclusive.
- 36 A vote cast or a poll demanded by a proxy or by the duly authorised representative of a corporation or an organisation which is a Company Member shall not be rendered invalid by reason of the death or mental disorder of the appointor or by the termination or revocation of the proxy or the authority under which the proxy was executed unless notice of such shall have been received by the Company

not later than the latest time at which the proxy would need to have been delivered to or received by the Company in order to be valid for use whether to vote in person or on a poll at the meeting or adjourned meeting at which the proxy is used to which it relates. Such notice of termination shall be made either by means of an instrument in hard copy form, delivered to the Office or in electronic form received at the address (if any) specified by or on behalf of the Company in accordance with Article 32.2, regardless of whether any relevant proxy appointment was effected by means of an instrument in hard copy or electronic form.

THE BOARD

- 37 The number of Trustees shall be not less than three but shall not be subject to any maximum.
- 38 The first Trustees shall be those persons named as the first directors in the statement delivered to the Registrar of Companies pursuant to the Companies Acts, who shall be deemed to have been appointed under the Articles. Future Trustees, who shall be Company Members, shall be appointed by resolution of the Board.
- 39 Except to the extent permitted by the Memorandum and Articles, no Trustee shall take or hold any interest in property belonging to the Company or receive remuneration or be interested otherwise than as a Trustee in any other contract to which the Company is a party.
- 40 The Trustees may be paid all reasonable travelling, hotel and other expenses properly incurred by them in connection with their attendance at meetings of the Board (or its committees or sub-committees) or general meetings or otherwise in connection with the discharge of their duties.

POWERS OF THE BOARD

- 41 Subject to any restrictions imposed in the Statutes, the Memorandum and Articles and to any directions given by any special resolution of the Company Members, the business of the Company shall be managed by the Board who may exercise all the powers of the Company and do on behalf of the Company all such acts as may be exercised and done by the Company and are not by the Statutes or by these Articles required to be exercised by the Company in general meeting. No alteration to the Memorandum or the Articles and no such direction shall invalidate any prior act of the Board which would have been valid if that alteration had not been made or that direction had not been given. The powers given by this Article shall not be limited by any special power given to the Board by the Articles and a meeting of the Board at which a quorum is present may exercise all the powers exercisable by the Board.
- 42 The Board may, by power of attorney or otherwise, appoint any person to be the agent of the Company for such purposes and on such conditions as they determine.
- 43 The Board shall have power from time to time to make, repeal and alter regulations for the proper conduct and management of the Company, any committee and any other matters arising under the Articles.

DISQUALIFICATION AND REMOVAL OF TRUSTEES

- 44 A Trustee shall cease to hold office if he:
 - 44.1. ceases to be a Trustee by virtue of any provision in the Statutes (that includes the right of the Company Members to remove a Trustee in accordance with sections 168 and 169 of the CA 2006); or
 - 44.2. is disqualified from acting as a Trustee by virtue of section 72 of the Charities Act 1993; or

- 44.3. becomes incapable by reason of mental disorder, illness or injury of managing and administering his own affairs; or
- 44.4. resigns his office by notice to the Company (but only if at least two Trustees will remain in office when the notice or resignation is to take effect); or
- 44.5. is absent without the permission of the Board from all their meetings held within a period of six months and the Board resolve that his office be vacated; or
- 44.6. is otherwise prohibited by law from being a Trustee.

PROCEEDINGS OF THE BOARD

- 45 Subject to the provision of the Articles, the Board may meet together for the despatch of business, adjourn and otherwise regulate their proceedings as they think fit. Two Trustees may and the Secretary at the request of two Trustees shall call a meeting of the Board. Notice of a Board meeting shall be deemed to be properly given to a Trustee if it is given to him personally or by word of mouth or sent to him in hard copy form at his last known address or any other address given by him to the Company for this purpose or sent in electronic form to him at an address given by him to the Company for this purpose. It shall not be necessary to give notice of a meeting to a Trustee who is absent from the United Kingdom. Subject to the provisions of these Articles, questions arising at a meeting shall be decided by a majority of votes. In the case of an equality of votes, the chairman shall have a second or casting vote.
- 46 The quorum for the transaction of the business of the Board may be fixed by the Board but shall not be less than one third of their number or two whichever is the greater.
- 47 The Board may act notwithstanding any vacancies but, if the number of Trustees is less than the number fixed as the quorum, the continuing Trustees may act only for the purpose of filling vacancies or of calling a general meeting.
- 48 The Board shall from time to time elect a chairman of their meetings and may at any time remove him from that office. Unless he is unwilling to do so, the Trustee so appointed shall preside at every meeting of Board at which he is present. If there is no Trustee holding that office, or if the Trustee holding it is unwilling to preside or is not present within five minutes after the time appointed for the meeting, the Trustees present may appoint one of their number to be chairman of the meeting.
- 49 The Board may delegate any of its powers or the implementation of any of its resolutions to any committee provided that:
 - 49.1. the resolution making that delegation shall specify those who shall serve or be asked to serve on such committee (although the resolution may allow the committee to co-opt persons up to a specified number);
 - 49.2. the composition of any such committee shall be entirely in the discretion of the Board and may comprise such of their number (if any) as the resolution may specify; and
 - 49.3. the deliberations of any such committee shall be reported regularly to the Board and any resolution passed or decision taken by any such committee shall be reported forthwith to the Board and for that purpose every committee shall appoint a secretary.
- 50 All acts done by a meeting of the Board, or a committee shall, notwithstanding that it be afterwards discovered that there was a defect in the appointment of any Trustee or member of the committee or that any of them were disqualified from holding office, or had vacated office, or were not entitled to vote, be as valid as if every such person had been duly appointed and was qualified and had

continued to be a Trustee or a member of the committee (as the case may be) and had been entitled to vote.

- 51 A resolution in writing, signed by all the Trustees entitled to receive notice of a meeting of Trustees for the time being or any committee shall be as valid and effective as if it had been passed at a meeting of the Board or (as the case may be) such committee duly convened and held.
- 52 Trustees and members of any committee may participate in or hold a meeting of the Board or any committee (as the case may be) by means of telephone conference or similar communications equipment so that all persons participating in the meeting can hear each other. Participation by such means shall be deemed to constitute presence in person and business so transacted shall be effective for all purposes as that of a meeting of the Board or a committee (as the case may be) duly convened and held with such persons physically present.
- 53 In accordance with the Companies Acts, a Trustee must declare the nature and extent of any interest direct or indirect, whether personal or by virtue of a duty of loyalty or otherwise, which that Trustee has in a proposed transaction or arrangement with the Company before that transaction or arrangement is entered into or which the Trustee has in any existing transaction or arrangement already entered into by the Company which has not been previously declared. That Trustee shall provide sufficient information to the other Trustees to enable them to properly debate the matter and shall be absent from that part of the meeting at which the matter is discussed and shall not be counted in the quorum for that part of the meeting and shall have no vote on the matter.
- 54 In accordance with the requirements set out in Articles 55 to 59 inclusive, the Trustees may, authorise any matter proposed to them by any Trustee which would, if not authorised, constitute a Trustee breaching his duty under section 175 of the CA 2006 to avoid conflicts of interest ('Conflict').
- 55 Any authorisation under Article 54 will be effective only if:
 - 55.1. the matter in question shall have been proposed by any Trustee for consideration at a meeting of Trustees in the same way that any other matter may be proposed to the Trustees under the provisions of these Articles or in such other manner as the Trustees may determine;
 - 55.2. any requirement as to the quorum at the meeting of the Trustees at which the matter is considered is met without counting the Trustee in question and the Trustee concerned shall be absent from that part of the meeting at which the matter is discussed;
 - 55.3. the matter was agreed to without his voting or would have been agreed to if his vote had not been counted; and
 - 55.4. the Trustees, other than the trustee concerned, consider that it is in the interests of the Company to authorise the Conflict.
- 56 Any authorisation of a Conflict under Article 54 may (whether at the time of giving the authorisation or subsequently):
 - 56.1. extend to any actual or potential conflict of interest which may reasonably be expected to arise out of the Conflict so authorised;
 - 56.2. be subject to such terms and for such duration, or impose such limits or conditions as the Trustees may determine;

- 56.3. be terminated or varied by the Trustees at any time. This will not affect anything done by the Trustee prior to such termination or variation in accordance with the terms of the authorisation.
- 57 In authorising a Conflict the Trustees may decide (whether at the time of giving the authorisation or subsequently) that if a Trustee has obtained any information through his involvement in the Conflict otherwise than as a Trustee of the Company and in respect of which he owes a duty of confidentiality to another person the Trustee is under no obligation to:
- 57.1. disclose such information to the Trustees or to any Trustee or other officer or employee of the Company;
- 57.2. use or apply any such information in performing his duties as a Trustee,
- where to do so would amount to a breach of that confidence.
- 58 Where the Trustees authorise a Conflict:
- 58.1. the Trustee will be obliged to conduct himself in accordance with any terms imposed by the Trustees in relation to the Conflict;
- 58.2. the Trustee will not infringe any duty he owes to the Company by virtue of sections 171 to 177 of the CA 2006 provided he acts in accordance with such terms, limits and conditions (if any) as the Trustees impose in respect of its authorisation.
- 59 A Trustee is not required, by reason of being a Trustee (or because of the fiduciary relationship established by reason of being a Trustee), to account to the Company for any remuneration, profit or other benefit which he derives from or in connection with a relationship involving a Conflict which has been authorised by the Trustees or by the Company in general meeting (subject in each case to any terms, limits or conditions attaching to that authorisation) and no contract shall be liable to be avoided on such grounds.

OFFICERS

- 60 The Board:
- 60.1. may appoint a Company Secretary. If no Secretary is appointed, the duties of the Secretary shall be carried out by one of the Trustees or such other person as is (subject to the Statutes) duly appointed by the Board to carry out those duties;
- 60.2. may appoint or engage a treasurer, a deputy company secretary and such other officers as they shall see fit;
- and any such appointment or engagement may be made for the purpose of discharging such duties and upon such terms as the Board determines and the Board may dismiss any officer so appointed or engaged.

MINUTES

- 61 The Board shall ensure that minutes are kept for a minimum of ten years (or such other period as the Statutes require:
- 61.1. of all appointments of officers made by the Board; and
- 61.2. of all proceedings at meetings of the Company and of the Board and of committees and sub-committees of the Board including the names of those present at such meetings.

THE SEAL

- 62 The seal shall only be used by the authority of the Board or of a committee of the Board authorised by the Board. The Trustees may determine who shall sign any instrument to which the seal is affixed and unless otherwise so determined it shall be signed by a Trustee and by the Secretary or by a second Trustee.

BANK ACCOUNTS

- 63 Any bank account in which any part of the assets of the Company is deposited shall indicate the name of the Company. All cheques and orders for the payment of money from such account shall require two signatures at least one of which shall be that of a Trustee.

ACCOUNTS

- 64 Accounting records sufficient to show and explain the transactions and assets and liabilities of the Company and otherwise complying with the Statutes shall be kept at the Office or such other place within the United Kingdom as the Board thinks fit.
- 65 Subject to the requirements of the Statutes, the Company may at a general meeting impose reasonable restrictions as to the time and manner at and in which the books and accounts of the Company may be inspected by Members and subject to those restrictions the books and accounts shall be opened to inspection by Members at all reasonable times during usual business hours.

INDEPENDENT EXAMINATION OR AUDIT

- 66 The Board shall comply with their obligations under the Charities Act 1993 and the Statutes with regard to the independent examination or audit of accounts and if required by the Charities Act 1993 or the Statutes shall appoint an auditor whose duties shall be regulated in accordance with the Charities Act 1993 and the Statutes.

ANNUAL REPORT AND ANNUAL RETURN

- 67 The Board shall comply with their obligations under the Charities Act 1993 with regard to the preparation of an annual report and an annual return and their transmission to the Charity Commission for England and Wales.

NOTICES

- 68 Notwithstanding anything to the contrary in these Articles, any notice or other document or information sent or supplied by or to the Company (whether authorised or required to be sent or supplied by the Statutes or otherwise) to or by a Company Member, or to or by any person entitled to enjoy or exercise all or any specified rights of a member in relation to the Company, may be sent or supplied in any way in which the CA 2006 provides for documents or information to be sent or supplied by or to the Company for the purposes of the Statutes and in particular by the Company making them available on a website.
- 69 A notice or other document or information sent in electronic form shall not be treated as received by the Company if it is rejected by computer virus protection arrangements.
- 70 A Member present in person at any meeting of the Company shall be deemed to have received notice of the meeting and, where necessary, of the purposes for which it was called.
- 71 The provisions of the CA 2006 shall apply to the deemed delivery of documents and information sent by the Company.

- 72 The accidental omission to give notice of a meeting to or the non-receipt of a notice of a meeting by a person entitled to receive a notice shall not invalidate the proceedings of that meeting.

INDEMNITY

- 73 Subject to the provisions of the Statutes but without prejudice to any indemnity to which a Trustee may otherwise be entitled every Trustee or other officer of the Company shall be indemnified out of the assets of the Company against any liability incurred by him in defending any proceedings, whether civil or criminal, in which judgment is given in his favour 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, and against all costs, charges, losses, expenses or liabilities incurred by him in the execution and discharge of his duties or in relation thereto.
- 74 The Board shall have power to resolve pursuant to clause 4.19 of the Memorandum to effect indemnity insurance notwithstanding their interest in such policy.


WINDING-UP

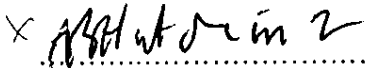
- 75 The provisions of clauses 7 and 8 of the Memorandum relating to the winding-up or dissolution of the Company shall have effect and be observed as if the same were repeated in these Articles

Signature, names and addresses of subscribers.

ALAN GEORGE CURTIS

Greywalls
Sandy Lane
Rushmoor
Farnham
Surrey
GU10 2EX

X  X
Signature

Signature of witness: X  ✓

Name (in BLOCK CAPITALS): HUTCHINSON

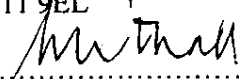
Address: FIELD HOUSE
UPPER WIELD
Airesford

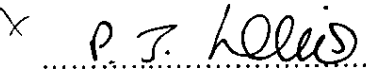
Occupation: CONSULTANT

Date: 17 JULY 09

**MAJOR GENERAL (RET'D)
WILLIAM WITHALL**

Linden Cottage
Upper Chute
Andover
Hants
SP11 9EL

X  X
Signature

Signature of witness: X  ✓

Name (in BLOCK CAPITALS): PATRICK LEWIS

Address: CHAUKLANDS COTTAGE
WATFORD

Occupation: SOLICITOR

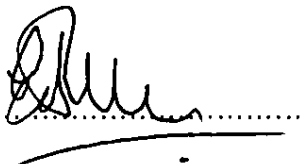
Date: 17-8-09

**PROFESSOR EDWARD RICHARD
HOLMES**

Vine House
North Street
Ropley
Alresford
Hants
SO24 0DF

X

Signature



Signature of witness:

X  X

Name (in BLOCK CAPITALS):

C. Timms

Address:

2 Street Cottage
Tilford Farnham
GU10 2BN

X

Occupation:

Gardener

Date:

12-3-09

Declaration on application for registration

Please complete in typescript,
or in bold black capitals.

CHFP010.

Company Name in full

SOLDIERS IN THE AIR

I, Katharine Clare Whitmore

of Steynings House, Summerlock Approach, Salisbury SP2 7RJ

† Please 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 of the Companies Act 1985]~~ and that all the requirements of the Companies Act 1985 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 Statutory Declarations Act 1835.

Declarant's signature

Katharine Whitmore

PARKER BULLEN

Declared at

SOLICITORS

15 CASTLE STREET

Day Month Year

SALISBURY

on

1 9 08 2009

WILTSHIRE SP1 3SS

● Please print name

● before me

TAMARA BUNDE

Signed

[Signature]

Date

19.8.09

A Commissioner for Oaths or Notary Public or Justice of the Peace or Solicitor

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

WILSONS SOLICITORS LLP, STEYNINGS HOUSE,

SUMMERLOCK APPROACH, SALISBURY, WILTS SP2 7RJ

Tel 01722 412412

DX number 58003

DX exchange SALISBURY-1

When you have completed and signed the form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ

DX 33050 Cardiff

for companies registered in England and Wales

or

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB

for companies registered in Scotland

DX 235 Edinburgh



30(5)(a)

Please complete in typescript,
or in bold black capitals.

CHFP010.

Declaration on application for registration of a company exempt from the requirement to use the word "limited" or "cyfyngedig"

Company Name in full

SOLDIERS IN THE AIR

I, Katharine Clare Whitmore

of Steynings House, Summerlock Approach, Salisbury SP2 7RJ

† Please delete as appropriate

a † ~~[Solicitor engaged in the formation of the company]~~ ~~person named as~~
~~director or secretary of the company in the statement delivered under~~
~~section 10 of the Companies Act 1985~~ do solemnly and sincerely declare
that the company complies with the requirements of section 30(3) of the
Companies Act 1985.

And I make this solemn Declaration conscientiously believing the same to be
true and by virtue of the Statutory Declarations Act 1835.

Declarant's signature

Katharine Whitmore

PARKER BULLEN
SOLICITORS

Declared at

45 CASTLE STREET
SALISBURY
WILTSHIRE SP1 3SS

Day Month Year

on

19 08 2009

● Please print name

before me ●

TAMARA RIDDLE

Signed

T. Riddle

Date

19.08.09

A Commissioner for Oaths or Notary Public or Justice of the Peace or
Solicitor

Please give the name, address, telephone
number and, if available, a DX number and
Exchange of the person Companies House
should contact if there is any query.

Wilsons Solicitors LLP, Steynings House,

Summerlock Approach, Salisbury SP2 7RJ

Tel 01722 412412

DX number 58003

DX exchange

When you have completed and signed the form please send it to the
Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ

DX 33050 Cardiff

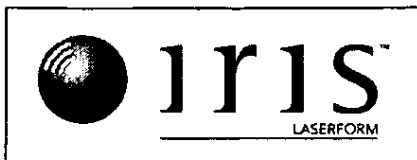
for companies registered in England and Wales

or

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB

for companies registered in Scotland

DX 235 Edinburgh



10

Please complete in typescript,
or in bold black capitals.

CHFP025

Notes on completion appear on final page

First directors and secretary and intended situation of registered office

Company Name in full

SOLDIERS IN THE AIR

Proposed Registered Office

(PO Box numbers only, are not acceptable)

GREYWALLS

SANDY LANE

Post town

RUSHMORE, FARNHAM

County / Region

SURREY

Postcode

GU10 2EX

If the memorandum is delivered by an agent
for the subscriber(s) of the memorandum
mark the box opposite and give the agent's
name and address.

X

Agent's Name

WILSONS SOLICITORS LLP

Address

STEYNINGS HOUSE

SUMMERLOCK APPROACH

Post town

SALISBURY

County / Region

WILTSHIRE

Postcode

SP2 7RJ

Number of continuation sheets attached

1

You do not have to give any contact
information in the box opposite but if you
do, it will help Companies House to
contact you if there is a query on the
form. The contact information that you
give will be visible to searchers of the
public record.

Wilsons Solicitors LLP

Steynings House, Summerlock Approach, Salisbury, Wiltshire, SP2 7RJ

Tel 01722 412412

DX number 58003

DX exchange Salisbury-1

Companies House receipt date barcode

When you have completed and signed the form please send it to the
Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff
for companies registered in England and Wales

or

Companies House, 139 Fountainbridge, Edinburgh, EH3 9FF

for companies registered in Scotland

**DX 235 Edinburgh
or LP - 4 Edinburgh 2**

Company Secretary (see notes 1-5)

Company name

NAME *Style / Title

*Honours etc

* Voluntary details

Forename(s)

Surname

Previous forename(s)

Previous surname(s)

Address ††

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Post town

County / Region

Postcode

Country

I consent to act as secretary of the company named on page 1

Consent signature

Date

Directors (see notes 1-5)

Please list directors in alphabetical order

NAME *Style / Title

MR

*Honours etc

Forename(s)

SIMON DUDLEY

Surname

DOYLE

Previous forename(s)

Previous surname(s)

Address ††

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

27 QUEENS ACRE

KINGS ROAD

Post town

WINDSOR

County / Region

BERKSHIRE

Postcode

SL4 2BE

Country

UNITED KINGDOM

Date of birth

Day Month Year
0 7 0 5 1 9 4 3

Nationality

BRITISH

Business occupation

SOLICITOR

Other directorships

THE
ACRE RESIDENTS ASSOCIATION LIMITED

I consent to act as director of the company named on page 1

Consent signature

Date

21st July 2009

CHFP025

Company name

NAME *Style / Title

*Honours etc

* Voluntary details

Forename(s)

Surname

Previous forename(s)

Previous surname(s)

Address ††

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address

Post town

County / Region

Postcode

Country

I consent to act as secretary of the company named on page 1

Consent signature

Date

Directors (see notes 1-5)

Please list directors in alphabetical order

NAME *Style / Title

DR

*Honours etc

Forename(s)

FREDERICK JAMES

Surname

WESTLAKE

Previous forename(s)

Previous surname(s)

Address ††

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address

Post town

County / Region

Postcode

Country

TINGARA

FIREBALL HILL

SUNNINGDALE

BERKSHIRE

SL5 9PJ

UNITED KINGDOM

Date of birth

Day Month Year

2 3 1 1 1 9 4 2

Nationality

BRITISH

Business occupation

RETIRED

Other directorships

NONE

I consent to act as director of the company named on page 1

Consent signature

Date

Company Secretary (see notes 1-5)

NAME *Style / Title

*Honours etc

* Voluntary details

Forename(s)

Surname

Previous forename(s)

Previous surname(s)

Address ††

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address

☐

Post town

County / Region

Postcode

Country

I consent to act as secretary of the company named on page 1

Consent signature

Date

Directors (see notes 1-5)

Please list directors in alphabetical order

NAME *Style / Title

*Honours etc

Forename(s)

Surname

Previous forename(s)

Previous surname(s)

Address ††

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address

☐

Post town

County / Region

Postcode

Country

Day Month Year

Date of birth

Nationality

Business occupation

Other directorships

I consent to act as director of the company named on page 1

Consent signature

Date

Directors

(see notes 1-5)

Please list directors in alphabetical order

NAME	*Style / Title	BRIGADIER (RETIRED)		*Honours etc	
* Voluntary details					
	Forename(s)	ALWIN RICHARD EDWARD			
	Surname	HUTCHINSON			
	Previous forename(s)				
	Previous surname(s)				
†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.	Address ††	FIELD HOUSE			
		UPPER WIELD			
	Post town	ALRESFORD			
	County / Region	HAMPSHIRE	Postcode	SO24 9RT	
	Country	UNITED KINGDOM			
	Date of birth	Day 2 2	Month 1 0	Year 1 9 4 7	Nationality
Business occupation	CONSULTANT				
Other directorships	PAPPLEWICK EDUCATIONAL TRUST LIMITED				
I consent to act as director of the company named on page 1					
Consent signature	X <i>A Hutchinson</i> ✓			Date	17 July 09

This section must be signed by either an agent on behalf of all subscribers or the subscribers (i.e those who signed as members on the memorandum of association).	Signed	<i>[Signature]</i> *	Date	
	Signed		Date	
	Signed		Date	
	Signed		Date	
	Signed		Date	
	Signed		Date	
	Signed		Date	

** Member of Wilson Solicitors LLP, the Agent.*

Notes

1. Show for an individual the full forename(s) NOT INITIALS and surname together with any previous forename(s) or surname(s).

If the director or secretary is a corporation or Scottish firm - show the corporate or firm name on the surname line.

Give previous forename(s) or surname(s) except that:

- for a married woman, the name by which she was known before marriage need not be given,
- names not used since the age of 18 or for at least 20 years need not be given.

A peer, or an individual known by a title, may state the title instead of or in addition to the forename(s) and surname and need not give the name by which that person was known before he or she adopted the title or succeeded to it.

Address:

Give the usual residential address.

In the case of a corporation or Scottish firm give the registered or principal office.

Subscribers:

The form must be signed personally either by the subscriber(s) or by a person or persons authorised to sign on behalf of the subscriber(s).

2. Directors known by another description:

- A director includes any person who occupies that position even if called by a different name, for example, governor, member of council.

3. Directors details:

- Show for each individual director the director's date of birth, business occupation and nationality.
The date of birth must be given for every individual director.

4. Other directorships:

- Give the name of every company of which the person concerned is a director or has been a director at any time in the past 5 years. You may exclude a company which either **is or at all times during the past 5 years, when the person was a director, was :**
- dormant,
- a parent company which wholly owned the company making the return,
- a wholly owned subsidiary of the company making the return, or
- another wholly owned subsidiary of the same parent company.

If there is insufficient space on the form for other directorships you may use a separate sheet of paper, which should include the company's number and the full name of the director.

5. Use Form 10 continuation sheets or photocopies of page 2 to provide details of joint secretaries or additional directors.