

851847

Form No. 44

REGISTERED COMPANIES  
REGISTRATION

# THE COMPANIES ACT, 1948

COMPANIES  
REGISTRATION

A Co.  
Companies  
Registration  
Foot Stamp  
must be  
impressed  
here.

DECLARATION of Compliance with the requirements of the  
Companies Act, 1948, on application for registration of a Company.

Pursuant to Section 15 (2).

Insert the  
Name of the  
Company.

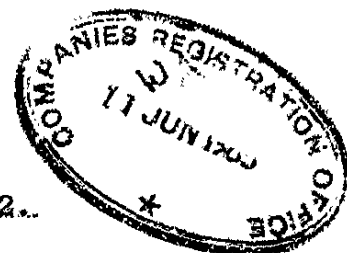
MUSIC FOR PLEASURE

LIMITED

sd by

Nicholson, Graham & Jones,

19-21 Moorgate, London E.C.2.



J. Philip Louis Morgenstern

of 19-21 Moorgate, London E.C.2.

(a) Here insert:  
"A Solicitor of the  
"Supreme Court"  
(or in Scotland "a  
Solicitor") engaged  
"in the formation"  
or  
"A person named  
"in the Articles of  
"Association as a  
"Director or  
"Secretary".

Do solemnly and sincerely declare that I am <sup>(a)</sup> A Solicitor of the  
Supreme Court engaged in the formation

of MUSIC FOR PLEASURE

Limited,

And that all the requirements of the Companies Act, 1948, in respect of  
matters precedent to the registration of the said Company and incidental  
thereto 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

24 Allen St

in the City of London

the

16/6 day of June

one thousand nine hundred and sixty-

five

Before me,

[Signature]

P.L. Morgenstern

Note.—This margin is reserved for binding and must not be written on.

Number of  
Company

851847

REGISTERED

16 JUN 1933

Form No. 25



# STATEMENT OF THE NOMINAL CAPITAL

OF

MUSIC FOR PLEASURE

LIMITED

Pursuant to Section 112 of the Stamp Act, 1891, as amended by Section 7 of the Finance Act, 1899, Section 39 of the Finance Act, 1920, and Section 41 of the Finance Act, 1933.

THE NOMINAL CAPITAL of the above named Company is £ 100

Signature B. Hargrave

Description Solicitor engaged in the formation

Dated the 10<sup>th</sup> day of June 1965

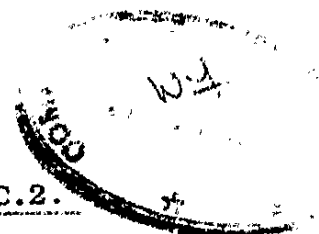
NOTES.—The Stamp Duty on the Nominal Capital is Ten Shillings for every £100 or fraction of £100.

This Statement is to be filed with the Memorandum of Association or other Document when the Company is registered and should be signed by an Officer of the Company if appointed by the Articles of Association, or by the Solicitor(s) engaged in the formation.

Presented by

Nicholson, Graham & Jones,

19-21 Moorgate, London E.C.2.



THE SOLICITORS' LAW STATIONERY SOCIETY, LIMITED

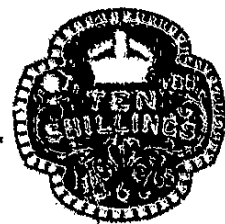
191-192 Fleet Street, E.C.4; 3 Bucklersbury, E.C.4; 49 Bedford Row, W.C.1; 6 Victoria Street, S.W.1; 15 Hanover Street, W.1; 55-59 Newhall Street, Birmingham, 3; 31 Charles Street, Cardiff; 19 & 21 North John Street, Liverpool, 2; 28-30 John Dalton Street, Manchester, 2; and 157 Hope Street, Glasgow, C.2.

PRINTERS AND PUBLISHERS OF COMPANIES BOOKS AND FORMS.

SECOND PROOF 2.6 1945.

*The Companies Act, 1948*

REGISTRATION



COMPANY LIMITED BY SHARES

851847

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## MEMORANDUM OF ASSOCIATION

OF

MUSIC FOR PLEASURE LIMITED

REGISTERED

16 JUL 1945

1. The name of the Company is "MUSIC FOR PLEASURE LIMITED".
2. The registered office of the Company will be situate in England.
3. The objects for which the Company is established are:—
  - (1) To manufacture, assemble, repair, buy, sell, import, export or otherwise deal by way of trade or business in gramophone records, recordings of every description, gramophones, phonographs, radiograms, radio and television sets, musical instruments and any appliances or contrivances for recording or reproducing sound or visual pictures whether for experimental, amusement, entertainment, instructional or commercial purposes or otherwise, and apparatus, plant, machinery and accessories used or capable of use in connection with the generation, accumulation, transmission, utilisation or supply of atomic or electrical energy.
  - (2) To carry on business as recorders or reproducers of sound or visual pictures, recording engineers, broadcasters, promoters, and organisers of radio and television programmes, electrical, mechanical and general engineers, printers, publishers and distributors of news, news sheets, books, literary and musical works, booksellers, magazine and periodical proprietors, toolmakers, metal workers, metal refiners and dealers, joiners, woodworkers, cabinet makers, wood and timber merchants, plastic moulders, painters, plumbers, builders and builders merchants.
  - (3) To buy, sell, manufacture, refine, manipulate, import, export, prepare for market and deal, either wholesale or retail, in all substances, raw materials, apparatus and things capable of being used in any such businesses as aforesaid, or required by any customers of or persons having dealings with the Company or which may seem capable of being profitably dealt with in connection with any of the said businesses.
  - (4) To purchase, or by any other means acquire, any lands, shops, buildings, offices, factories, works, wharves, and any real or personal property or rights whatsoever.

(5) To build, construct, maintain, alter, enlarge, pull down, remove and replace any buildings, walls, wharves, roads, railways, tramways, machinery, engines, fences, banks, dams, sluices or watercourses, or carry out any other work which may be convenient or necessary in connection with any business or objects of the Company.

(6) To carry on business as carriers by land, sea or air, and as railway and tramway owners, wharfingers, lightermen, warehousemen, ship owners, builders, and owners of airships, aeroplanes and vessels of all kinds, locomotives, traction engines, motors, wagons and rolling stock, and as shipping agents and forwarders of goods; to purchase, lease or otherwise acquire, construct, equip, maintain, improve work, manage or control, or aid in or subscribe towards the promotion, construction, equipment, maintenance, improvement, working, management or control of works, undertakings and operations of all kinds, both public and private.

(7) To carry on business as bankers, capitalists, financiers and merchants.

(8) To carry on in any part of the world any other business, whether financial, manufacturing or otherwise, which may seem to the Company capable of being conveniently carried on in connection with the above businesses or calculated directly or indirectly to further or facilitate the objects of the Company or to enhance the value of or render more profitable any of the Company's property.

(9) To make experiments in connection with any business of the Company, and to apply for or otherwise acquire in any part of the world any patents, patent rights, brevets d'invention, licences, protections and concessions which may appear likely to be advantageous or useful to the Company, and to use and manufacture under or grant licences or privileges in respect of the same, and to expend money in experimenting upon and testing and in improving or seeking to improve any patents, inventions or rights which the Company may acquire or propose to acquire.

(10) To acquire and undertake the whole or any part of the business, goodwill and assets of any person, firm or company carrying on or proposing to carry on any of the businesses which this Company is authorised to carry on or which can be carried on in conjunction therewith, or which are capable of being conducted directly or indirectly to the benefit of this Company, and as part of the consideration for such acquisition to undertake all or any of the liabilities of such person, firm or company, or to acquire an interest in, amalgamate or enter into any arrangement for sharing profits, or for co-operation, or for limiting competition, or for mutual assistance, with any such person, firm or company, and to give or accept, by way of consideration for any of the acts or things aforesaid or property acquired, any shares, debentures, debenture stock or securities, that may be agreed upon, and to hold and retain or sell, mortgage and deal with any shares, debentures, debenture stock or securities so received.

(11) To improve, manage, cultivate, develop, grant rights and privileges in respect of, or otherwise deal with all or any part of the property and rights of the Company.

(12) To vest any real or personal property, rights or interests acquired by or belonging to the Company in any persons, company or companies on behalf or for the benefit of the Company, and with or without any defined trust in favour of the Company.

- (13) To invest and deal with the moneys of the Company not immediately required upon such securities and in such manner as may from time to time be determined.
- (14) To lend and advance money or give credit to such persons, firms or companies on such terms as may seem expedient, and to guarantee the performance of the obligations of any company, person or firm whatsoever, and in particular to guarantee the capital and principal of and dividends and interest on any stocks, shares or securities of any company, but not to carry on the business of a registered moneylender.
- (15) To receive money on deposit or loan, and to borrow or raise money in such manner as the Company shall think fit, and in particular by the issue of debentures or debenture stock (perpetual or otherwise), and to secure the repayment of any money borrowed, raised or owing by mortgage, charge or lien upon the whole or any part of the Company's property or assets (whether present or future), including its uncalled capital, and also by a similar mortgage, charge or lien to secure and guarantee the performance by the Company of any obligation or liability it may undertake.
- (16) To guarantee the performance of any contract or obligation and the payment of money of or by any person or body whatsoever, whether corporate or not, and generally to give guarantees and indemnities.
- (17) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading, warrants, debentures and other negotiable or transferable instruments.
- (18) To apply for, promote and obtain any Act of Parliament, charters, privileges, concessions, licences or authorisations of any government, state or municipality, Provisional Order or Licence of the Board of Trade or other authority for enabling the Company to carry any of its objects into effect or for extending any of the Company's powers or for effecting any modification of the Company's constitution or for any other purposes which may seem expedient, and to oppose any proceedings or applications which may seem calculated directly or indirectly to prejudice the Company's interests.
- (19) To enter into any arrangements with any governments or authorities (supreme, municipal, local or otherwise), or any corporations, companies or persons that may seem conducive to the Company's objects or any of them, and to obtain from any such government, authority, corporation, company or person any charters, contracts, decrees, rights, privileges and concessions which the Company may think desirable, and to carry out, exercise and comply with any such charters, contracts, decrees, rights, privileges and concessions.
- (20) To subscribe for, take, purchase or otherwise acquire and hold shares or other interests in or securities of any other company having objects altogether or in part similar to those of this Company, or carrying on any business capable of being conducted so as directly or indirectly to benefit this Company.
- (21) To act as agents or brokers (but not as stock or share brokers) and as trustees for any person, firm or company, and to undertake and perform sub-contracts and also to act in any of the businesses of the Company through or by means of agents, brokers, subcontractors or others.
- (22) To remunerate any person, firm or company rendering services to this Company, whether by cash payment or by the allotment to him or them of shares or securities of the Company credited as paid up in full or in part or otherwise.

(23) To pay out of the funds of the Company all expenses which the Company may lawfully pay of or incidental to the formation and registration of or the raising of money for the Company or the issue of its capital, including brokerage and commissions for obtaining applications for or taking, placing or underwriting or procuring the underwriting of shares, debentures or debenture stock of the Company.

(24) To establish and maintain, or procure the establishment and maintenance of, any pension or superannuation funds (whether contributory or otherwise) for the benefit of, and to give or procure the giving of donations, gratuities, pensions, allowances and emoluments to, any persons who are or were at any time in the employment or service of the Company, or any of its predecessors in business or of any company which is a subsidiary of the Company or is allied to or associated with the Company or with any such subsidiary company, or who may be or have been Directors or officers of the Company, or of any such other company as aforesaid, or any persons in whose welfare the Company or any such other company as aforesaid is or has been at any time interested, and the wives, widows, families and dependants of any such persons, and to establish, subsidise and subscribe to any institutions, associations, societies, clubs or funds calculated to be for the benefit of, or to advance the interests and well-being of the Company or of any other company as aforesaid, or of any such persons as aforesaid, and to make payments for or towards the insurance of any such persons as aforesaid, and to subscribe or guarantee money for charitable or benevolent objects, or for any exhibition or for any public general or useful object, and to do any of the matters aforesaid either alone or in conjunction with any such other company as aforesaid.

(25) To procure the Company to be registered or recognised in any Commonwealth territory, foreign country or other place whatsoever.

(26) To promote any other company for the purpose of acquiring all or any of the property and/or undertaking any of the liabilities of this Company, or of undertaking any business or operations which may appear likely to assist or benefit this Company or to enhance the value of any property or business of this Company, and to place or guarantee the placing of, underwrite, subscribe for, or otherwise acquire all or any part of the shares or securities of any such company as aforesaid.

(27) To sell, lease, mortgage or otherwise dispose of the whole or any part of the property, assets or undertaking of the Company for such consideration as the Company may think fit, and in particular for shares, whether fully or partly paid up, debentures or securities of any other company, whether or not having objects altogether or in part similar to those of the Company.

(28) To distribute among the Members of the Company in kind any property of the Company (whether by way of dividend or otherwise), and in particular any shares, debentures or securities of other companies belonging to this Company or of which this Company may have the power of disposing.

(29) To do all or any of the above things in any part of the world, and either as principal, agents, trustees, contractors or otherwise, and either alone or in conjunction with others, and either by or through agents, subcontractors, trustees or otherwise.

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Companies Act 195

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(30) To do all such other things as may be deemed incidental or conducive to the attainment of the above objects or any of them.

And it is hereby declared that the word "company" in this clause, except where used in reference to this Company, shall be deemed to include any partnership or other body of persons, whether corporate or unincorporate, and whether domiciled in the United Kingdom or elsewhere, and the objects specified in each of the paragraphs of this clause shall be regarded as independent objects, and accordingly shall in no wise be limited or restricted (except where otherwise expressed in such paragraphs) by reference to or inference from the terms of any other paragraph or the name of the Company, but may be carried out in as full and ample a manner and construed in as wide a sense as if each of the said paragraphs defined the objects of a separate and distant company: Provided that nothing herein contained shall empower the Company to carry on the business of assurance insurance or reinsurance within the meaning of the Assurance Companies Act 1958, or of any Act amending extending or re-enacting the same.

4. The liability of the Members is limited.

5. The share capital of the Company is £100 divided into 100 shares of £1 each.



WE, the several persons whose names, addresses, and descriptions are subscribed, are desirous of being formed into a Company in pursuance of this Memorandum of Association, and we respectively agree to take the number of shares in the capital of the Company set opposite our respective names.

| NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS                               | Number of Shares taken by each Subscriber |
|--|---|
| <i> Pamela Garrett<br/> 20 Kingston Lane, Reddingle, Nissen<br/> Secretary</i> | One                                       |
| <i> Marionie Fisher<br/> 5 Elford Road.<br/> Grith Kent.<br/> Secretary</i>    | one                                       |

DATED this 10th day of June, 1965.

WITNESS to the above Signatures—

*J. M. Williams  
Church Cottage  
Old Woking  
Secretary*

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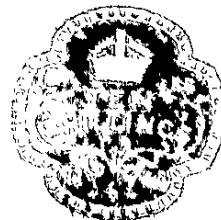
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*The Companies Act, 1948*



COMPANY LIMITED BY SHARES

REGISTERED

16 JUN 1948

## ARTICLES OF ASSOCIATION

OF

## MUSIC FOR PLEASURE LIMITED

### PRELIMINARY.

1. The Company is a Private Company within the meaning of section 28 of the Companies Act, 1948.

2. Subject as provided in the next following regulation and to the modifications hereinafter expressed the regulations contained and incorporated in Part II of Table A set out in the First Schedule to the Companies Act, 1948 (hereinafter referred to as "Table A, Part II") shall apply to the Company and shall together with the regulations herein contained constitute the regulations of the Company.

3. Regulations 3, 24, 52, 53, 77, 79, 87 to 97 inclusive, 99, 106, 107, 108, 109 and 136 of Part I of Table A in the said Schedule (hereinafter referred to as "Table A, Part I") and regulations 3, 4, 5 and 6 of Table A, Part II, shall not apply to the Company and the exception contained in regulation 1 of Table A, Part II, shall be extended accordingly. Regulations 57, 58, 75, 84, 86, 127, 131, 134 and 135 of Table A, Part I, shall be modified as hereinafter mentioned.

### SHARES.

4. The shares shall be at the disposal of the Directors who may allot or otherwise dispose of them subject to regulation 2 of Table A, Part II, to such persons at such times and generally on such terms and conditions as they think proper, provided that no shares shall be issued at a discount, except as provided by section 57 of the Act.

5. Subject to the provisions of section 58 of the Act, any Preference Shares may with the sanction of a Special Resolution be issued upon the terms that they are or at the option of the Company are liable to be redeemed.

### TRANSFER OF SHARES.

6. Whenever and so long as the Company shall be a wholly-owned subsidiary of another company (in this Article referred to as "the holding company") then if the holding company shall deliver to the Company a notice in writing purporting to be signed by the secretary or assistant secretary of the holding company and stating that any share of the Company is held by the registered holder thereof as the nominee of the holding company (or, in the case of a share registered in the

name of a deceased or bankrupt holder, was so held at the time of his death or bankruptcy) and naming some other person as having been authorised by the holding company to sign transfers in the place of the holder or the deceased or bankrupt holder, the Directors shall be entitled and bound to give effect to any instrument of transfer of that share signed by the person so named as transferor in all respects as if the instrument were signed by the registered holder of the share or by his personal representatives or trustee in bankruptcy.

7. The Directors may, in their absolute discretion and without assigning any reason therefor, decline to register any transfer of a share, whether or not it is a fully paid share.

#### PROCEEDINGS AT GENERAL MEETINGS.

8. All business shall be deemed special that is transacted at an Extraordinary General Meeting, and also all that is transacted at an Annual General Meeting with the exception of:

- (A) the declaration of dividends;
- (B) the reading consideration and adoption of the balance sheet and profit and loss account, the group accounts (if any) and the reports of the Directors and Auditors and other documents required to accompany or be annexed to the balance sheet;
- (C) the election of Directors;
- (D) the reappointment of the retiring Auditors and the fixing of the amount of their remuneration or the manner in which it is to be determined; and
- (E) the fixing of the amount of the remuneration of the Directors or the manner in which it is to be determined.

9. No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business and save as otherwise provided by these Articles two members present in person or by proxy shall be a quorum. A corporation being a member shall if represented in accordance with regulation 74 of Table A, Part I, be deemed to be personally present.

10. It shall not be necessary to give notice of an adjourned meeting and regulation 57 of Table A, Part I, shall be modified accordingly.

11. The words "or not carried by a particular majority" shall be inserted after the words "or lost" in regulation 58 of Table A, Part I.

#### DIRECTORS.

12. Unless and until otherwise determined by the Company in General Meeting, the number of Directors shall not be less than two and regulation 75 of Table A, Part I, shall be modified accordingly.

13. A Director shall not be required to hold any shares in the Company by way of qualification.

14. (1) The Directors on behalf of the Company may grant or make provision for pensions allowances or gratuities and life assurance and other benefits to or for the benefit of:—

- (A) any Director or former Director or other officer or former officer who holds or has held any place of profit with:
  - (i) the Company; or

(ii) any company in which the Company is or was interested; or

(iii) any company firm or concern whose business or any part thereof or control of whose business or any part thereof has at any time been acquired by the Company or any of its subsidiaries; or

(iv) any company which is for the time being the holding company (as defined in section 154 of the Act) of the Company; or

(v) any company which is or was a fellow subsidiary (as defined for the purposes of paragraph 16 of the Eighth Schedule to the Act) of the Company;

(b) the wife or widow or any other dependant or family of such Director or former Director or other officer or former officer;

(c) any other employee or former employee of the Company or of any such company, firm or concern as aforesaid;

(d) the wife or widow or any other dependant or family of any such other employee or former employee;  
or any class or classes thereof respectively.

(2) Any of the matters aforesaid may be done either alone or in conjunction with any other person or company, and in such manner as the Directors may think fit.

(3) Subject always, if so required by law, to particulars with respect to the proposed payment being disclosed to the Members of the Company and to the proposal being approved by the Company any such person as is mentioned in subparagraphs (A) to (D) inclusive of paragraph (1) above shall be entitled to receive and retain for his own benefit any such pension allowance gratuity assurance or other benefit and any such Director as is mentioned above may vote as a Director in respect of the exercise of any of the powers conferred by this Article notwithstanding that he is or may be or become interested therein.

15. Any Director may at any time be removed from office by ordinary resolution of the Company in general meeting, and it shall not be necessary to give special notice of an intention to move a resolution for any such removal.

16. The Company in general meeting may by ordinary resolution at any time and from time to time appoint any persons to be Directors of the Company.

17. The Directors shall have power from time to time or at any time to appoint any person to be a Director either to fill a casual vacancy or as an addition to the Board, but so that the total number of Directors shall not at any time exceed the maximum number (if any) fixed in accordance with these Articles.

#### CHAIRMAN AND MANAGING DIRECTORS.

18. (A) The Directors may from time to time appoint one or more of their body to the office of Chairman or Managing or Joint Managing Director for such period, at such remuneration and upon such terms as to the duties to be performed and the powers to be exercised and all other matters as they may think fit and either collaterally with or to the exclusion of or subject to their own powers and may from time to time revoke, withdraw, vary or alter all or any such powers but so that no such holder of such office shall be invested with any powers or entrusted with any duties which the Directors could not themselves have exercised or performed. *which*

(B) The remuneration of any holder of such office may be by way of salary or commission or participation in profits, or by all or any of those modes or otherwise, and it may be made a term of his appointment that he be paid a pension and/or lump sum payment on retirement from his office.

(c) Subject to any contract between any such holder and the Company the Directors may from time to time remove or dismiss him from office and appoint another or others in his place or to act jointly with him.

(d) Save as hereinafter provided a Chairman or Managing or Joint Managing Director shall (unless otherwise provided by the terms of any agreement between him and the Company) be subject to the same provisions as to resignation and removal as the other Directors of the Company, and, if, for any cause, he ceases to hold the office of Director, he shall, *ipso facto* and immediately, cease to be Chairman or Managing or Joint Managing Director as the case may be but without prejudice in any event to any claim for damages for breach of any contract of service between him and the Company.

#### TECHNICAL, ASSISTANT OR REGIONAL DIRECTORS.

19. The Directors may from time to time appoint any person as a Technical, Assistant or Regional Director. A Technical, Assistant or Regional Director shall perform such duties and shall exercise such rights and powers and shall be entitled to receive such remuneration (if any) in addition to his remuneration from any office or employment with the Company or any Subsidiary as the Directors may from time to time determine. A Technical, Assistant or Regional Director shall attend meetings of the Directors at the invitation of the Directors with a view to being consulted on such matters of importance in the general administration of the business of the Company and its Subsidiaries (if any) as the Directors shall consider desirable, but a Technical, Assistant or Regional Director shall not be entitled to vote on any resolution submitted at a meeting of the Directors. A Technical, Assistant or Regional Director shall not by reason of his holding such appointment be a Director of the Company and reference in these articles to Directors or Members of the Board shall not include a Technical, Assistant or Regional Director and the Technical, Assistant or Regional Directors shall remain at all times in all respects subject to the control of the Directors and they or any of them may at any time be removed or suspended from office by the Directors.

#### BORROWING POWERS.

20. The Directors may exercise all the powers of the Company to borrow money, and to mortgage or charge its undertaking, property and uncalled capital, or any part thereof, and to issue debentures, debenture stock and other securities whether outright or as security for any debt, liability or obligation of the Company or of any third party.

#### POWERS AND DUTIES OF DIRECTORS.

21. A Director may vote as a Director on any question relating to any contract or arrangement or proposed contract or arrangement in which he is interested and be counted in the quorum present at any meeting at which the question is considered, and if he shall so vote his vote shall be counted. This article shall have effect in substitution for paragraphs (2) and (4) of regulation 84 of Table A, Part I, which paragraphs shall not apply to the Company.

22. In regulation 86 of Table A, Part I, the words from and including the words "and every Director" down to the end of that regulation shall be omitted.

#### DISQUALIFICATION OF DIRECTORS.

23. The office of a Director shall be vacated--

- (1) If (not being precluded from so doing as hereinafter provided) by notice in writing to the Company he resigns the office of Director.
- (2) If he becomes bankrupt or enters into any arrangement or composition with his creditors generally.

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(3) If he is prohibited from being a Director by an order made under the provisions of section 188 of the Act or otherwise by law.

(4) If in the opinion of all his co-directors he becomes incapable by reason of mental sickness or disorder of discharging his duties as a Director.

(5) If he is removed from office by a resolution duly passed under section 184 of the Act or by an ordinary resolution duly passed under Article 15 hereof.

PROVIDED that a Chairman or Managing Director or Joint Managing Director holding office as such for a fixed period shall not be entitled to resign his office of Director of the Company.

24. Any person may be appointed or elected as a Director, whatever may be his age, and no Director shall be required to vacate his office by reason of his attaining or having attained the age of seventy years or any other age, nor shall any special notice be required in connection with the appointment or the approval of the appointment of any such person.

#### PROCEEDINGS OF DIRECTORS.

25. The Directors may from time to time fix the quorum necessary for the transaction of business at meetings of the Directors and unless so fixed the quorum shall be two except—

(A) when the number of Directors is, without contravention of regulation 12 hereof, one; or

(B) when the only business of the meeting is to convene a meeting of the members or of any class of members;

when the quorum shall be one.

26. A resolution in writing, signed by all the Directors for the time being entitled to receive notice of a meeting of the Directors or of a committee of Directors, shall be as valid and effectual as if it had been passed at a meeting of the Directors or (as the case may be) of the committee of Directors duly convened and held. Any such resolution may consist of several documents in like form each signed by one or more Directors.

#### ACCOUNTS.

27. In regulation 127 of Table A, Part I, the words "and shall only have effect subject and without prejudice to the provisions of section 158(1)(c) of the Act" shall be inserted immediately after the words "joint holders of any shares or debentures" at the end of that regulation.

#### NOTICES.

28. A notice sent by post shall be deemed to be served at the time of posting and regulation 131 of Table A, Part I, shall be modified accordingly. Furthermore in that regulation the word "or" immediately before the words "to his registered address" shall be omitted.

29. It shall not be necessary to give notice of any general meeting to the legal personal representatives or trustee in bankruptcy of a deceased or bankrupt member and regulation 134 of Table A, Part I, shall accordingly be modified by the deletion of sub-paragraph (b) thereof.

30. Every Director whether or not a member shall be entitled to receive notice of and attend all general meetings of the Company and all separate general meetings of the holders of any class of shares in the capital of the Company and regulation 134 of Table A, Part I, shall be modified accordingly.

## WINDING UP

31. In regulation 135 of Table A, Part I, the words "with the like sanction" shall be inserted immediately before the words "determine how such division", and the word "members" shall be substituted for the word "contributories".

## INDEMNITY

32. Every Director or other officer of the Company shall be entitled to be indemnified out of the assets of the Company against all losses or liabilities which he may sustain or incur in or about the execution of the duties of his office or otherwise in relation thereto, including 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 under section 448 of the Act in which relief is granted to him by the court, and no Director or other officer shall be liable for any loss, damage or misfortune which may happen to or be incurred by the Company in the execution of the duties of his office or in relation thereto. But this Article shall only have effect in so far as its provisions are not avoided by section 205 of the Act.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS

Pamela Mervatt  
20 Kingston Lane, Teddington, Middlesex  
Secretary

Marjorie Goring  
5 Alford Road, Epsom, Kent  
Secretary

DATED this 10<sup>th</sup> day of June 1965.

WITNESS to the above Signatures—

for William  
Church Cottage  
Old Woking  
Surrey  
Secretary



DUPLICATE FOR THE FILE.

No. 851847



# Certificate of Incorporation

I Hereby Certify that

MUSIC FOR PLEASURE LIMITED

is this day incorporated under the Companies Act, 1948, and that the Company is Limited.

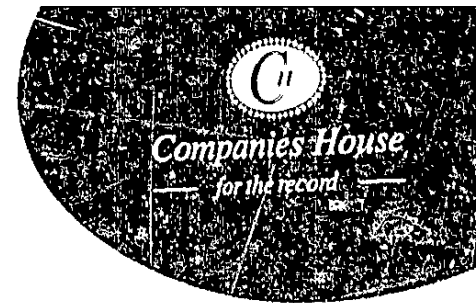
Given under my hand at London this SIXTEENTH DAY OF JUNE  
ONE THOUSAND NINE HUNDRED AND SIXTY FIVE.

Assistant Registrar of Companies.

Certificate  
received by

SEE SEPARATE RECORD

Date



## NOTICE OF ILLEGIBLE DOCUMENT ON THE MICROFICHE RECORD

Companies House regrets that the microfiche record for this company, contain some documents, which are illegible.

The poor quality has been noted, but unfortunately steps taken to improve them were unsuccessful.

Companies House would like to apologise for any inconvenience this may cause