

99. The directors shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations the accounts and books of the company or any of them shall be open to the inspection of members not being directors, and no member (not being a director) shall have any right of inspecting any account or book or document of the company except as conferred by statute or authorised by the directors or by the company in general meeting.

100. The directors shall from time to time in accordance with section 38 of the Companies Act (Northern Ireland), 1930, cause to be prepared and to be laid before the company in general meeting such profit and loss accounts, balance sheets and reports as are referred to in that section.

101. A copy of every balance sheet (including every document required by law to be annexed thereto) which is to be laid before the company in general meeting together with a copy of the auditors' report shall, not less than seven days before the date of the meeting be sent to all persons entitled to receive notices of general meetings of the company.

Audit.

102. Auditors shall be appointed and their duties regulated in accordance with sections 112 and 113 of the Companies (Consolidation) Act, 1908, as amended by sections 39 and 91 of the Companies Act (Northern Ireland), 1930, and section 90 of that Act.

Notices.

103. A notice may be given by the company to any member either personally or by sending it by post to him to his registered address or (if he has no registered address within the United Kingdom) to the address, if any, within the United Kingdom supplied by him to the company for the giving of notices to him.

Where a notice is sent by post, service of the notice shall be deemed to be effected by properly addressing, prepaying, and posting a letter containing the notice, and to have been effected in the case of a notice of a meeting at the expiration of 24 hours after the letter containing the same is posted, and in any other case at the time at which the letter would be delivered in the ordinary course of post.

104. If a member has no registered address within the United Kingdom and has not supplied to the company an address within the United Kingdom for the giving of notices to him, a notice addressed to him and advertised in a newspaper circulating in the neighbourhood of the registered office of the company shall be deemed to be duly given to him at noon on the day on which the advertisement appears.

105. A notice may be given by the company to the joint holders of a share by giving the notice to the joint holder named first in the register of members in respect of the share.

106. A notice may be given by the company to the persons entitled to a share, in consequence of the death or bankruptcy of a member, by sending it through the post in a prepaid letter addressed to them by name, or by the title of representatives of the deceased, or trustee of the bankrupt, or by any like description, at the address, if any, within the United Kingdom supplied for the purpose by the persons claiming to be so entitled, or (until such an address has been so supplied) by giving the notice in any manner in which the same might have been given if the death or bankruptcy had not occurred.

107. Notice of every general meeting shall be given in some manner hereinbefore authorised to (a) every member except those members who (having no registered address within the United Kingdom) have not supplied to the company an address within the United Kingdom for the giving of notices to them, and also to (b) every person entitled to a share in consequence of the death or bankruptcy of a member who, but for his death or bankruptcy, would be entitled to receive notice of the meeting. No other persons shall be entitled to receive notices of general meetings.

THE SECOND SCHEDULE.

FORM A.

FORM OF MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY SHARES.

1st. The name of the company is Smith, Jones and Company, Limited.

2nd. The registered office of the company will be situate in Northern Ireland.

3rd. The objects for which the company is established are, the conveyance of passengers and goods in ships or boats between such places as the company may from time to time determine, and the doing all such other things as are incidental or conducive to the attainment of the above object.

4th. The liability of the members is limited.

5th. The share capital of the company is two hundred thousand pounds, divided into one thousand shares of two hundred pounds each.

We, the several persons whose names and addresses 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.
1. John Jones, 10 Blank Street, Belfast, merchant	200
2. John Smith, 2 Taff Street, Newry, merchant	25
3. Thomas Green, 6 Mourne Gardens, Comber, stockbroker	30
4. John Thompson, 9 Old York Square, Moy, merchant	40
5. Caleb White, Rupert Lodge, Whitehead, schoolmaster	15
6. Andrew Brown, The Cedars, Dromore, Co. Down, farmer	5
7. Cæsar White, Greyabbey, Co. Down, solicitor	10
Total shares taken, <u>325</u>	

Dated the day of 19 .
Witness to the above signatures,
A.B., 14 Lute Street, Belfast.

FORM B.

FORM OF MEMORANDUM AND ARTICLES OF ASSOCIATION OF A COMPANY LIMITED BY GUARANTEE, AND NOT HAVING A SHARE CAPITAL.

Memorandum of Association.

1st. The name of the company is Northern School Association, Limited.

2nd. The registered office of the company will be situate in Northern Ireland.

3rd. The objects for which the company is established are the carrying on a school for boys in the county of Antrim, and the doing all such other things as are incidental or conducive to the attainment of the above object.

4th. The liability of the members is limited.

5th. Every member of the company undertakes to contribute to the assets of the company in the event of its being wound up while he is a member, or within one year afterwards, for payment of the debts and liabilities of the company contracted before he ceases to be a member, and the costs, charges and expenses of winding up, and for the adjustment of the rights of the contributories among themselves, such amount as may be required not exceeding ten pounds.

We, the several persons whose names and addresses are subscribed, are desirous of being formed into a company, in pursuance of this memorandum of association.

Names, Addresses and Descriptions of Subscribers.

1. John Jones, 6 Blank Street, Belfast, schoolmaster.
2. John Smith, 2 Taff Street, Newry, merchant.
3. Thomas Green, 6 Mourne Gardens, Comber, stockbroker.
4. John Thompson, 9 Old York Square, Moy, merchant.
5. Caleb White, Rupert Lodge, Whitehead, schoolmaster.
6. Andrew Brown, The Cedars, Dromore, Co. Down, farmer.
7. Cæsar White, Greyabbey, Co. Down, solicitor.

Dated the day of 19 .
Witness to the above signatures,
A.B., 14 Lute Street, Belfast.