

General Meeting of the Company held on 11th December 1953:—

That the capital of the Company be reduced from £30,000 divided into 30,000 Cumulative Preference Shares of 10s. each (all of which are issued and are fully paid), and 30,000 Ordinary Shares of 10s. each (all of which are issued and are fully paid), to £16,500 divided into 30,000 Cumulative Preference Shares of 10s. each and 30,000 Ordinary Shares of 1s. each, and that such reduction be effected by returning to the Holders of the said 30,000 Ordinary Shares capital to the extent of 9s. for each Share held, and by reducing the nominal amount of each of the said 30,000 Ordinary Shares from 10s. to 1s.

At the said Extraordinary General Meeting the following Resolutions were also passed:—

As an Ordinary Resolution.

That immediately and contingently upon the aforesaid Reduction of Capital taking effect the Capital of the Company be increased from £16,500 to £30,000 by the creation of 270,000 new Ordinary Shares of 1s. each.

As an Ordinary Resolution.

That upon the aforesaid Reduction of Capital taking effect the sum of £13,500 forming part of the Reserve Account of the Company, be capitalised and that the same be applied in making payment in full at par of 270,000 Ordinary Shares of 1s. each in the Capital of the Company, and that such 270,000 Ordinary Shares credited as fully paid, be allotted to those persons who are then registered as Holders of the said 30,000 Ordinary Shares of 1s. each in the Capital of the Company in the proportion of nine Ordinary Shares for every one Ordinary Share of 1s. held by such persons respectively, such fully paid Shares to rank for Dividends and in all other respects *pari passu* with the existing Ordinary Shares of the Company.

As an Ordinary Resolution.

That upon the immediately preceding Resolution taking effect the 300,000 Ordinary Shares of 1s. each fully paid in the Capital of the Company be consolidated in such manner that every ten of the existing Shares shall constitute one 10s. Share upon which the sum of 10s. shall be credited as having been paid up.

As a Special Resolution.

That upon the aforesaid Reduction of Capital taking effect, and subject to the class Meetings of the Holders of the 5% Cumulative Preference Shares and Ordinary Shares of the Company passing the Extraordinary Resolutions to be submitted to the separate class Meetings of such Shareholders convened for the same day as this Meeting, and subject also to the Special Resolution No. 1, and the Ordinary Resolutions Nos. 2, 3, and 4, submitted to this Meeting, being duly passed, the Articles of Association of the Company be modified and altered as follows, namely:—

That Articles 4 and 5 of the Articles of Association of the Company which are in the following terms:—

“(4) The Holders of the said Preference Shares shall be entitled to receive a Cumulative Preferential Dividend at the rate of five *per centum per annum* on the amount for the time being paid up on such Shares. The residue of the profits shall belong to the Holders of the Ordinary Shares.

“(5) Upon the dissolution of the Company the assets remaining after payment of the debts and obligations of the Holders of the said Preference Shares the whole amount paid up on such Shares, together with an amount equal to the stipulated Dividend that would have accrued thereon, and may not have been paid, up to the date of repayment, whether such amount shall have been earned as profits or not. The balance remaining thereafter shall be distributed among the Holders of the Ordinary Shares in proportion to the amount paid up on such Shares.”

be deleted and that there be substituted therefor the following new Articles, namely:—

“(4) The Holders of the said Preference Shares shall be entitled to receive, as from 1st August 1953, a Cumulative Preferential Dividend at the rate of six *per centum per annum* on the amount for the time being paid up on such Shares. The residue of the profits shall belong to the Holders of the Ordinary Shares.

“(5) Upon the dissolution of the Company the assets remaining after payment of the debts and obligations of the Company shall be applied in first repaying to the Holders of the said Preference Shares the whole amount paid up on such Shares, together with a premium of 1s. for each Share held and together also with an amount equal to the stipulated Dividend that would have accrued on such Shares, and may not have been paid, up to the date of repayment, whether such

amount shall have been earned as profits or not. The balance remaining thereafter shall be distributed among the Holders of the Ordinary Shares in proportion to the amount paid up on such Shares.”

At separate General Meetings of the 5% Cumulative Preference Shareholders and the Ordinary Shareholders of the Company, both held on 11th December 1953, and prior to the said Extraordinary General Meeting at which the above Special and Ordinary Resolutions were passed, Extraordinary Resolutions were passed (1) confirming an Agreement between the Company, Lieutenant-Colonel John Judge, representing himself and all the Holders of 5% Cumulative Preference Shares, and Mr. Henry Leicester Anderson, representing himself and all the Holders of Ordinary Shares dated 10th and 11th November 1953, agreeing that the Rights and Privileges belonging to the Holders of the Preference Shares and the Holders of the Ordinary Shares shall be modified, affected, or abrogated so far as is necessary to give effect to the proposed alterations to the Companies' Capital and Articles of Association; and (2) consenting to the passing of the above Special and Ordinary Resolutions.

In the said Petition the Court has pronounced the following Interlocutor:—

“*Edinburgh, 16th December 1953.*—The Lords appoint the Petition to be intimated on the Walls and in the Minute-Book in common form, to be advertised once in the *Edinburgh Gazette* and once in each of the *Scotsman* and *Aberdeen Press and Journal* newspapers, and allow all concerned to lodge Answers thereto, if so advised, within seven days after such intimation and advertisement.
T. M. COOPER, I.P.D.”

Of all which intimation is hereby given.

DAVIDSON & SYME, W.S., 28 Charlotte Square,
Edinburgh, Solicitors for the Petitioners.

The Companies Act, 1948

THE NEIDPATH PRESS LTD.

CREDITORS' VOLUNTARY WINDING UP

AT an Extraordinary General Meeting of the Members of the above-named Company, duly convened, and held within 50 Frederick Street, Edinburgh, on 7th December 1953, the following Extraordinary Resolution was duly passed:—

“That the Company cannot by reason of its liabilities continue its Business, and that it is advisable to wind up.”

J. G. THOMSON.

Peebles, 17th December 1953.

The Companies Act, 1948

Notice of Appointment of Liquidator, pursuant to
Section 305

CREDITORS' VOLUNTARY WINDING UP

Name of Company—The Neidpath Press Ltd.

Nature of Business—Printers, Stationers, and Publishers.

Address of Registered Office—19 Eastgate, Peebles.

Liquidator's Name and Address—Alexander Thomson
Millar, C.A., 50 Frederick Street, Edinburgh.

Date of Appointment—7th December 1953.

By Whom Appointed—Creditors.

A. T. MILLAR, C.A.

50 Frederick Street, Edinburgh,

17th December 1953.

ROSSAL NURSING HOME LIMITED (in Voluntary
Liquidation)

MEMBERS' VOLUNTARY WINDING UP

NOTICE is hereby given that, in pursuance of Section 279 of the Companies Acts, 1948, an Extraordinary General Meeting of the Members of the Company was held at the Registered Office of the Company, Clydesdale Bank Buildings, 62 Academy Street, Inverness, on Wednesday, 9th December 1953, and the following Special Resolution was passed, *videlicet*:—

“(a) That the Company be wound up voluntarily, and that Alexander Martin, Chartered Accountant, 1 Lombard Street, Inverness, be, and he is hereby, appointed Liquidator for the purposes of such winding up”; and

“(b) that the said Alexander Martin, as Liquidator foresaid, be, and he is hereby, authorised to divide among the contributories, the whole of the Assets of the Company.”

HUGH ROSS, Chairman of Directors.

Registered Office:

62 Academy Street, Inverness.