

Number of
pages

Form No. 41.

THE COMPANIES ACTS 1908 to 1917.



A 5s.
Companies
Registration
Fee Stamp
to be
impressed
here.

REGISTERED
1 OCT 1932

DECLARATION of Compliance with the requirements of the Companies

(Consolidation) Act 1908, on behalf of a Company proposed to be

registered as E. G. LESTER,

LIMITED.

Pursuant to Section 17 (2) of the Companies (Consolidation) Act 1908.

entered for filing by

LENTON LESTER & CO.

28, BRIDGE STREET, WALSALL.



3, HORACE LENTON LESTER

of 28 BRIDGE STREET, WALSALL IN THE COUNTY OF STAFFORD.

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

Do solemnly and sincerely declare that I am (*).....a Solicitor of
the Supreme Court engaged in the formation

of

E. G. LESTER

Limited, and that all and every the requirements of the Companies
(Consolidation) Act 1908, 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 WALSALL in the County
of Stafford.

the 20th day of September

One thousand nine hundred and thirty two

Before me,

George Evans



Number of
Company

Form No. 25.

THE STAMP ACT 1891.
(54 & 55 Vict., CH. 39.)

COMPANY LIMITED BY SHARES.



Statement of the Nominal Capital
OF

E. G. LESTER

REGISTERED
1 OCT 1932

LIMITED.

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

NOTE.—The Stamp Duty on the Nominal Capital is One Pound 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.

Presented by

LENTON LESTER & CO.,

28 BRIDGE STREET, WALSALL.

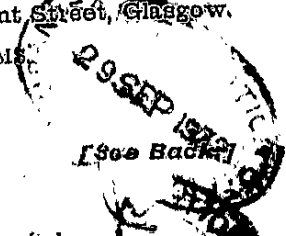


The Solicitors' Law Stationery Society, Limited,
22 Chancery Lane, W.C.2, 27 & 28 Walbrook, E.C.4, 49 Bedford Row, W.C.1, 6 Victoria Street, S.W.1,
15 Hanover Street, W.1, 19 & 21 North John Street, Liverpool, and 66 St. Vincent Street, Glasgow.

PRINTERS AND PUBLISHERS OF COMPANIES' BOOKS AND FORMS

Companies Form 6.—30490-16.1.30. W125

35704



THE NOMINAL CAPITAL

OF

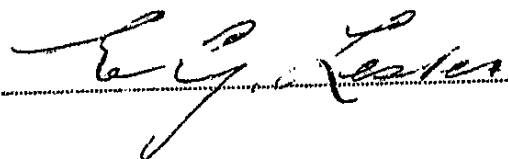
B. G. Lester

, Limited,

is £ 2,000, divided into 2,000

Shares of One pound each.

*Signature



Officer Director.

Dated the 19th day of September. 1932.

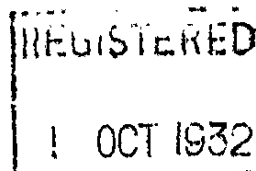
** This Statement should be signed by an Officer of the Company.*



"THE COMPANIES ACT, 1929"

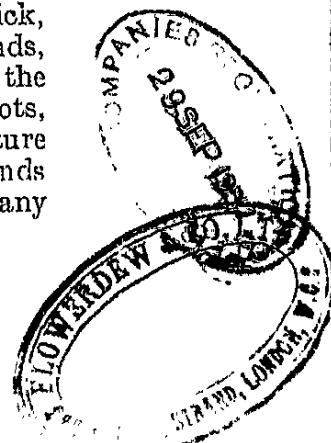
COMPANY LIMITED BY SHARES.

Memorandum of Association
OF



E. G. LESTER, LIMITED.

1. The name of the Company is "E. G. LESTER, LIMITED." *of Edgar G*
2. The Registered Office of the Company will be situate in England.
3. The objects for which the Company is established are :—
 - (a) TO acquire and take over as a going concern and carry on the business of a Brick and Tile Manufacturer now carried on by Edgar Gilbert Lester at Hazelstane Brick and Tile Works, Acton Hill, Cannock Road, Stafford, under the style or firm of E. G. Lester, together with the assets of the proprietor of that business used in connection therewith or belonging thereto, and with a view thereto to enter into and carry into effect (either with or without modification) an Agreement which has already been prepared and engrossed and is expressed to be made between Edgar Gilbert Lester of the one part and the Company of the other part, a copy whereof has for the purpose of identification been signed by Horace Lenton Lester, a Solicitor of the Supreme Court.
 - (b) TO carry on either in connection with the business aforesaid or as distinct and separate businesses the businesses of brick, tile, pipe and pot manufacturers and producers and to purchase or otherwise acquire and develop brick and tile properties in any part of Great Britain, and to acquire the estate, rights, in any or to any of the brick, earth, chalk, title or interest or in any or to any lands, or hereditaments, gravel, or ballast under or upon the same respectively, and to work and win, clay, knots, chalk, ballast and sand therefrom, and to manufacture and sell bricks, tiles, pipes, and pots upon any lands and hereditaments acquired by the Company or any adjoining or neighbouring lands thereto.



THE erection or acquisition by purchase or otherwise of kilns and other buildings for the purchase or preparing and burning bricks, tiles, pipes or pots, and all the necessary machinery, plant, tools, power and other necessary effects for the manufacture of bricks, tiles, pipes or pots. The sinking and working of adits, rifts and all necessary workings, whether upon or below ground, the excavation or getting of clay, chalk, sand or ballast, or other necessary material, for the manufacture of bricks, tiles, pipes or pots. The erection or acquisition by purchase or otherwise of steam and other engines, machinery, workmen's and other houses, and all other necessary or convenient erections for buildings for the purposes aforesaid or any of them.

- (d) TO carry on the business of Contractors, Builders, General Engineers, Ironfounders, Mechanical Engineers, Tool Makers, Brass Founders, Smelters, Coppersmiths, Metal Workers, Boiler Makers, Pattern Makers, Millwrights, Machinists, Iron and Steel Converters, Smiths, Fitters, Woodworkers, Wheelwrights, Tube Makers, Galvanisers, Japanners, Annealers, Enamellers, Electro-Platers, Painters, Packing-Case Makers, Metallurgists, Electrical Engineers, Water Supply Engineers, Makers, Suppliers and Storers of Gas and Electric Light, and to buy, sell, manufacture, repair, convert, let on hire and deal in machinery, implements, rolling stock, hardware and materials and articles of all kinds which shall be capable of being used for the purpose of any business (manufacturing or otherwise) which may seem to the Company capable of being conveniently carried on in connection with the above whether similar or not or otherwise calculated directly or indirectly to enhance the value of any of the Company's property and assets for the time being.
- (e) TO lay out land for building purposes and to build on, improve, let on building lease, advance moneys to persons building on, or otherwise develop the same in such manner, as may seem expedient to advance the Company's interests.
- (f) TO carry on any other business (whether manufacturing or otherwise) which may seem to the Company capable of being conveniently carried on in connection with the above or calculated directly or indirectly to enhance the value of or render more profitable any of the Company's property.
- (g) TO purchase or by any other means acquire any freehold, leasehold or other property for any estate or interest whatever, and any rights, privileges or easements over or in respect of any property and any buildings, offices, factories, mills, works, wharves, roads, railways, tramways, machinery, engines, rolling stock, plant, live and dead stock, barges, vessels, or things, and any real or personal property or rights whatsoever which may be necessary for, or may be conveniently used with or may enhance the value of any other property of the Company.

- (h) TO erect, construct, lay down, enlarge, alter and maintain any roads, railways, tramways, sidings, bridges, reservoirs, shops, stores, factories buildings, works, plant and machinery necessary or convenient for the Company's business, and to contribute to or subsidise the erection, construction and maintenance of any of the above.
- (i) TO apply for, register, purchase, or by other means acquire and protect, prolong, and renew, whether in the United Kingdom or elsewhere, any patents, patent rights, brevets d'invention, licences, trade marks, designs, protections and concessions which may appear likely to be advantageous or useful to the Company, and to use and turn to account and to 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.
- (j) 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, 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 with, or enter into partnership or 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.
- (k) TO improve, manage, cultivate, develop, exchange, let on lease, or otherwise, mortgage, charge, sell, dispose of, turn to account, grant rights and privileges in respect of, or otherwise deal with all or any part of the property and rights of the Company.
- (l) TO invest and deal with the moneys of the Company not immediately required in such shares or upon such securities and in such manner as may from time to time be determined.
- (m) TO lend and advance money or give credit to such persons, firms or companies and on such terms as may seem expedient, and in particular to customers and others having dealings with the Company, and to give guarantees or become security for any such persons, firms or companies.
- (n) 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,

...to create a 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.

- (a) 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
- (p) 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 carried on so as directly or indirectly to benefit this Company.
- (q) TO support and subscribe to any charitable or public object and any institution, society or club which may be for the benefit of the Company or its employees, or may be connected with any town or place where the Company carries on business; to give pensions, gratuities, or charitable aid to any person or persons who may have served the Company, or to the wives, children or other relatives or dependents of such persons; to make payments towards insurance; and to form and contribute to provident and benefit funds for the benefit of any persons employed by the Company, or of the wives, children or other relatives or dependents of such persons.
- (r) TO promote any other company for the purpose of acquiring the whole or any part of the business or property and 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.
- (s) TO sell or otherwise dispose of the whole or any part of the business or property of the Company, either together or in portions, for such consideration as the Company may think fit, and in particular for shares, debentures or securities of any Company purchasing the same.
- (t) TO distribute among the members of the Company in kind any property of the Company, 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.
- (u) TO do all such other things as may be deemed incidental or conducive to the attainment of the above objects or any of them.

It is hereby expressly declared that each Sub-Clause of this Clause shall be construed independently of the other Sub-Clauses hereof, and that none of the objects mentioned in any Sub-Clause shall be deemed to be merely subsidiary to the objects mentioned in any other Sub-Clause.

4. The liability of the Members is limited.

5. The Share Capital of the Company is £2,000, divided into 2,000 shares of £1 each with such rights as are defined by the Articles of Association registered herewith, subject, however, to the right and power to modify or vary the same contained in Clause 3 of Table "A" in the First Schedule to the Companies Act, 1929. Any new shares from time to time to be created may from time to time be issued with any such guarantee or any such right of preference, whether in respect of dividend or of repayment of capital or both, or any such other special privilege or advantage over any shares previously issued or then about to be issued or at such a premium or with such deferred rights as compared with any other shares previously issued or then about to be issued or subject to any such conditions or provisions and with any such right or without any right of voting, and generally on such terms as the Company may from time to time determine, but so that any preferential or special rights attached to issued shares shall not be affected or interfered with except in manner provided in Clause 3 of Table "A" aforesaid.

Names, Addresses and Descriptions of Subscribers.

[illegible]

- Pullinia
Rosemary bell N.

One.

Staffordshire

Buck Manufacturing

Same Address

one

married woman

DATED the 15th day of *Sept* 1932.

Witness to the above Signatures:

W. Linton Foster.
Philo
Haskell.



10/10/32

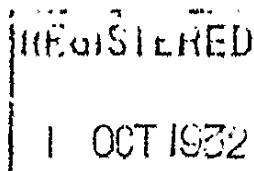


"THE COMPANIES ACT, 1920."

COMPANY LIMITED BY SHARES.

Articles of Association

OF



E. G. LESTER, LIMITED.

PRELIMINARY.

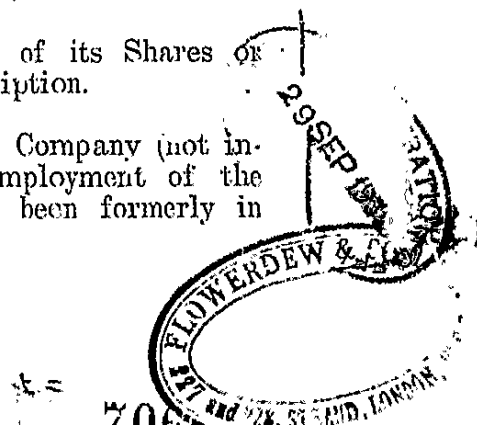
1. The Regulations contained in Table "A" in the First Schedule to The Companies Act, 1920 (such Table being hereinafter called "Table A"), shall apply to the Company save in so far as they are excluded or varied hereby; that is to say, the Clauses of Table "A" numbered 39, 40, 64, 65, 66, 67, 72, 78, 79, 104 and 107, shall not apply to this Company, but in lieu thereof and in addition to the remaining Clauses of Table "A," the following shall be the regulations of the Company:—

2. The Company shall enter into and carry into effect an Agreement under the seal in the terms of the Agreement referred to in Clause 3(a) of the Memorandum of Association, subject to such, if any, modifications or alterations as the Directors may think fit, whether made before or after the execution thereof, and every member of the Company shall be deemed to assent to and approve of the said Agreement and any modification made therein as aforesaid.

3. The Company may pay a commission to any person on consideration of his subscribing or agreeing to subscribe whether absolutely or conditionally, for any Shares in the Company, or procuring or agreeing to procure subscriptions, whether absolute or conditional, for any shares in the Company at any rate not exceeding ten per cent. of the price at which the said Shares are issued.

4. The Company shall be a Private Company and accordingly the following provisions shall have effect:—

- (a) THE Company shall not offer any of its Shares or Debentures to the public for subscription.
- (b) THE number of the Members of the Company (not including persons who are in the employment of the Company and persons who, having been formerly in



the employment of the Company were while in that employment and have continued after the determination of that employment to be Members of the Company shall not at any time exceed fifty.

- (c) THE right to transfer Shares in the Company shall be restricted in the manner hereinafter provided.

5 The Company shall be entitled to treat the person whose name appears upon the Register of Members in respect of any Share as the absolute owner thereof and shall not be under any obligation to recognise any trust or equity or equitable claim to or partial interest in such Share, whether or not it shall have express or other notice thereof.

SHARE CAPITAL AND SHARES.

6. The original Share Capital of the Company is £2,000 divided into 2,000 shares of £1 each.

7. Subject to the provisions of the Agreement referred to in Article 2 hereof, the shares shall be under the control of the Directors, who may allot and dispose of or grant options over the same to such persons on such terms and in such manner as they think fit.

8. A Call shall be deemed to have been made at the time when the resolution of the Directors authorising such Call was passed.

9. If by the terms of the issue of any Shares or otherwise any amount is payable in respect of any Share by instalments at fixed times, every such instalment shall be payable as if it were a Call, duly made by the Directors of which due notice had been given.

10. The lien conferred by Clause 7 of Table "A" shall attach to fully paid up Shares, and to all Shares registered in the name of any person indebted or under liability to the Company, whether he shall be the sole Registered Holder thereof or shall be one of two or more joint Holders.

11. The Directors may at any time in their absolute and uncontrolled discretion refuse to register any transfer of Shares; and Clause 19 of Table "A" shall be modified accordingly.

BORROWING POWERS.

12. The Directors may raise or borrow for the purposes of the Company's business such sum or sums of money as they think fit, but so that the whole amount so raised or borrowed and outstanding at any one time shall not, without the consent of the Company in General Meeting, exceed the amount of the Share Capital of the Company for the time being issued or agreed to be issued. The Directors may secure the repayment of or raise any such sum or sums as aforesaid by mortgage or charge upon the whole or any part of the property and assets of the Company, present and future, including its uncalled or unissued Capital, or by the issue, at such price as they may think fit, of Bonds or

Debentures, either charged upon the whole or any part of the property and assets of the Company or not so charged, or in such other way as the Directors may think expedient.

13. A Register of the Holders of the Debentures of the Company shall be kept at the Registered Office of the Company, and shall be open to the inspection of the Registered Holders of such Debentures and of any Member of the Company, subject to such restrictions as the Company in General Meeting may from time to time impose. The Directors may close such Register for such period or periods as they may think fit, not exceeding in the aggregate thirty days in each year.

GENERAL MEETINGS.

14. A General Meeting of the Company shall be held in the month of *May 31st* in each calendar year at such time and place as the Directors shall appoint. In default of a General Meeting being so held, a General Meeting may be convened, to be held at any time during the next succeeding month, by any two Members in the same manner as nearly as possible as that in which General Meetings are to be convened by the Directors. The aforesaid General Meetings shall be called "Ordinary General Meetings": all other General Meetings shall be called "Extraordinary General Meetings."

15. The quorum for the transaction of business at any General Meeting shall be two Members personally present and holding or representing by proxy not less than one tenth of the Share Capital of the Company for the time being issued; and Clause 45 of Table "A" shall be modified accordingly.

VOTES OF MEMBERS.

16. NO person shall be appointed a proxy who is not a Member of the Company and qualified to vote; and Clause 59 of Table "A" shall be modified accordingly.

DIRECTORS.

17. Unless and until the Company in General Meeting shall otherwise determine, the number of Directors shall not be less than one and not more than five.

18. The following person shall be the first Director of the Company:—

EDGAR GILBERT LESTER, of "Vailima," Streetly,
in the County of Stafford.

He shall be a permanent Director of the Company, and he shall be entitled to hold such office so long as he shall live, unless he shall become disqualified through any of the causes specified in Article 22 hereof, and accordingly clauses 73 and 77 and clause 80 of Table "A" shall not apply to him. He shall have full power at all times to act as sole Director of the Company, and so long as he acts as sole Director as aforesaid, the word "Directors" or "Board of Directors" at any time used in these Articles, shall be read and construed as referring to him only.

19. THE qualification of every Director shall be the holding in his own right and as sole holder of shares of the Company to the nominal value of at least Fifty pounds. A Director may act before acquiring his qualification, but shall acquire his qualification within one calendar month of being appointed a Director.

20. THE remuneration of the Directors shall from time to time be determined by the Board of Directors subject to any resolution which may be passed by the Company in General Meeting.

21. A Memorandum in writing signed by all the Directors for the time being and annexed or attached to the Directors' Minute Book, shall be as effective for all purposes as a Resolution of the Directors passed at a Meeting duly convened, held, and constituted.

DISQUALIFICATION OF DIRECTORS.

22. The Office of a Director shall be vacated :—

- (a) If he become bankrupt or insolvent or compound with his creditors.
- (b) If he become of unsound mind.
- (c) If he be convicted of an indictable offence, not being an offence under The Road Traffic Act, 1930.
- (d) If he cease to hold the necessary Share qualification or do not obtain the same within one calendar month from the date of his appointment.
- (e) If he absent himself from the Meeting of Directors for a period of six calendar months without special leave of absence from the other Directors.
- (f) If he become prohibited from being a Director by reason of any order made under Sections 217 or 275 of The Companies Act, 1929.
- (g) If he give the Company one calendar month's notice in writing that he resigns his office.

But any act done in good faith by a Director whose office is vacated as aforesaid shall be valid unless, prior to the doing of such act, written notice shall have been served upon the Company or any entry shall have been made in the Directors' Minute Book stating that such Director has ceased to be a Director of the Company.

23. A Director may hold any office of profit under the Company (other than that of Auditor) in conjunction with the office of Director, and may enter into contracts or arrangements or have dealings with the Company, and shall not be disqualified from office thereby, nor shall he be liable to account to the Company for any profit arising out of any such contract, arrangement or dealing to which he is a party or in which he is interested by reason of his being at the same time a Director of the Company, provided that such Director discloses to the Meeting of Directors

at which such contract, arrangement, or dealing is first taken into consideration the nature of his interest therein, or, if such interest is subsequently acquired, provided that he discloses the fact that he has acquired such interest at the next Meeting of the Directors held after such interest was acquired. But, except in respect of the Agreement referred to in Article 2 hereof, or of any agreement or arrangement to give any indemnity or security to any Director who has undertaken or is about to undertake any liability on behalf of the Company, or of a resolution to allot any Shares or Debentures to a Director, no Director shall vote as a Director in regard to any contract, arrangement or dealing in which he is interested or upon any matter arising thereout, and if he shall so vote his vote shall not be counted, nor shall he be reckoned in estimating a quorum when any such contract, arrangement, or dealing is under consideration. A general notice given to the Directors by a Director to the effect that he is a member of a specified company or firm, and is to be regarded as interested in any contract, arrangement, or dealing which may, after the date of the notice, be entered into or made with that company or firm, shall, for the purpose of this Article, be deemed to be a sufficient disclosure of interest in relation to any contract, arrangement, or dealing so entered into or made.

MANAGING DIRECTOR.

24. The Directors may from time to time entrust to and confer upon the Managing Director or Manager all or any of the powers of the Directors (excepting the power to make Calls, forfeit Shares, borrow money, or issue Debentures) that they may think fit. But the exercise of all powers by the Managing Director or Manager shall be subject to such regulations and restrictions as the Directors may from time to time make and impose, and the said powers may at any time be withdrawn, revoked, or varied, and such Managing Director shall be still subject to retirement by rotation with the other Directors.

25. Clause 68 of Table "A" shall be read and construed as if the words "rotation of retirement" were substituted for the words "rotation or retirement."

NOTICES.

26. A Member who has no registered address in the United Kingdom, and has not supplied to the Company an address within the United Kingdom for the giving of notices to him, shall not be entitled to receive any notices from the Company.

SEAL.

27. The Seal of the Company may be affixed to any instrument in the presence of the said Edgar Gilbert Lester only so long as he is a Director of the Company.

WINDING UP.

28. If the Company shall be wound up the assets remaining after payment of the debts and liabilities of the Company and the costs of the liquidation shall be applied; First, in repaying to the Holders of Preference Shares the amounts paid up or

credited as paid up on such Preference Shares respectively, together with all arrears (if any) of the said Preferential Dividend, whether earned or declared or not, down to the date of the commencement of the winding up; Secondly, in repaying to the Holders of Ordinary Shares the amounts paid up or credited as paid up on such Ordinary Shares respectively; and the balance (if any) shall be distributed among the Holders of Ordinary Shares in proportion to the number of Ordinary Shares held by them respectively.

29. In a winding up any part of the assets of the Company, including any shares in or securities of other companies, may, with the sanction of an Extraordinary Resolution of the Company, be divided among the Members of the Company, in specie, or may be vested in trustees for the benefit of such Members, and the liquidation of the Company may be closed, and the Company dissolved, but so that no Member shall be compelled to accept any shares whereon there is any liability.

NAMES, ADDRESSES, AND DESCRIPTIONS OF SUBSCRIBERS.

Edgar Gilbert (Notes)

Tulman

Rosemary Hill R.

Sherry

Staffordshire

Brick Manufacturers

Horace Edith Gester

Same address

married woman.

Dated the *15th* day of *September* 1932.

Witness to the above Signatures:—

H. L. L. L.

12

Whitaker
Habell

No. 15



Certificate of Incorporation

I Hereby Certify,

L. G. LESTER, LIMITED

is this day Incorporated under the Companies Act, 1929, and that the Company is Limited.

Given under my hand at London this first day of October

Thousand Nine Hundred and thirty-two.

J. A. McKewen

Registrar of Companies

Certificate
received by

*J. W. By. pp. Clowden & Co.
Strand W.C.*

Date 3. 10. 32

No. OF COMPANY 268,945

"The Companies Act, 1929"

COMPANY LIMITED BY SHARES

(COPY)

Extraordinary Resolution
(Pursuant to The Companies Act, 1929, Sections 50 and 117)

OF

E. G. LESTER, LIMITED

Passed the 1st day of September, 1947

AT an EXTRAORDINARY GENERAL MEETING of the Members of the above-named Company, duly convened, and held at the Registered Office of the Company, on the 1st day of September, 1947, the following EXTRAORDINARY RESOLUTION was duly passed:—

"That the Share Capital of the Company be increased from £2000. divided into 2000 Shares of £1 each to £6000 divided into 6000 Shares of £1 each."

Presented to the Registrar of Companies
on the 25th day of September, 1947

JORDAN & SONS, LIMITED,

COMPANY REGISTRATION AGENTS, PRINTERS, AND PUBLISHERS,
CHANCERY LANE, LONDON, W.C.2, AND 13 BROAD STREET PLACE, E.C.2. INC. 22207.



REGISTERED

25 SEP 1947

E. G. Lester
Chairman

6699

1929
pay

Red-140

FORM NO. 10.

"THE COMPANIES ACT, 1929."

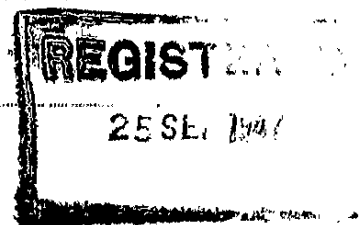
COMPANY HAVING A SHARE CAPITAL.



Notice of Increase in the Nominal Capital

OF

E. G. LESTER



LIMITED.

Pursuant to Section 52 of The Companies Act, 1929.

Forms: "CERTIFICATE ESTRAND, LONDON."

HO-80637

Telephone No.: HOLBORN 0431

JORDAN & SONS, LIMITED,

Company Registration Agents, Printers, and Publishers,

116 CHANCERY LANE, LONDON, W.C. 2,

AND 13 BROAD STREET PLACE, E.C.2.

entled by

HERBERT PEPPER & RUDLAND,
CHARTERED ACCOUNTANTS

NATIONAL PROVINCIAL CHAMBERS,
WALSALL.

25 SEP

200

Notice of Increase in the Nominal Capital

E. G. LESTER

Limited.

To THE REGISTRAR OF COMPANIES.

The above-named Company hereby gives you notice, pursuant to Section 52 of The Companies Act, 1929, that by (a) AN EXTRAORDINARY Resolution of the Company dated the FIRST day of SEPTEMBER 19 47 the Nominal Capital of the Company has been increased by the addition thereto of the sum of £ 4,000, beyond the Registered Capital of £ 2,000.

The additional Capital is divided as follows:—

Number of Shares.	Class of Share (b).	Nominal Amount of each Share.
4000	ORDINARY	£1

The conditions (e.g. voting rights, Dividends, &c.) subject to which the new Shares have been or are to be issued are as follows:—

EQUAL IN ALL RESPECTS.

The new Shares will rank for Dividend in all other respects pari passu with the Holders of the existing Ordinary Shares of the Company.

Signature

Description (c)

DIRECTOR.

Dated the

day

of

SEPTEMBER

19 47.

(a) Insert "an Ordinary," "an Extraordinary," or "a Special," as the case may be.

(b) If any of the new Shares are Preference Shares state whether they are redeemable or not.

(c) State whether Director or Manager or Secretary of the Company.

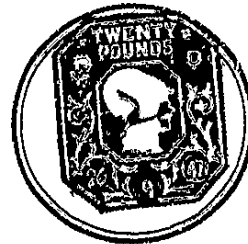
This margin is reserved for binding, and must not be written across.

268945-125

[Form No. 26.]

THE STAMP ACT, 1891; THE REVENUE ACT, 1903;
and THE FINANCE ACT, 1933.

COMPANY HAVING A SHARE CAPITAL.



Inland
Revenue
Duty Stamp
to be
impressed
here.

Statement of Increase of the Nominal Capital
OF

E. G. LESTER

REGISTERED

25 SEI 1947

LIMITED,

swant to Section 112 of The Stamp Act, 1891; Section 5 of
Revenue Act, 1903; and Section 41 of The Finance Act, 1933.

Statement has to be registered with the Notice of Increase in the
nominal Capital and printed copy of the Resolution authorising the
Increase required under Section 52 of The Companies Act, 1929.

HC-80536

GRAMS: "CERTIFICATE, ESTRAND, LONDON."

TELEPHONE No.: HOLBORN 0434 (3 LINES)

JORDAN & SONS, LIMITED,
Company Registration Agents, Printers, and Publishers,
116 CHANCERY LANE, LONDON, W.C. 2,
and 13 BROAD STREET PLACE, E.C. 2.

ed by

HERBERT PEPPER & RUDLAND;
CHARTERED ACCOUNTANTS
NATIONAL PROVINCIAL CHAMBERS;
MANCHESTER

THE NOMINAL CAPITAL

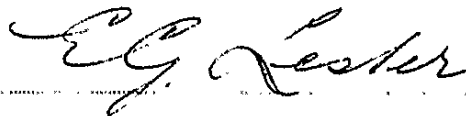
OF

E. G. LESTER

LIMITED,

has, by a Resolution of the Company dated the FIRST day
of SEPTEMBER, 1947, been increased by the addition thereto of the
sum of FOUR THOUSAND Pounds,
divided into FOUR THOUSAND Shares
of ONE POUND each,
beyond the Registered Capital of TWO THOUSAND POUNDS.

Signature



Description

DIRECTOR.

Dated the

19th

day

of SEPTEMBER

1947.

* * This Statement should be signed by an Officer of the Company.

1268745
17/7
The Companies Act 1948

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

-of-

E.G. LESTER LIMITED
(Passed the 28th February 1968)

At an Extraordinary General Meeting of the Members of the above Company held at 43, Cannon Street, Birmingham, 2, on Wednesday the 28th February 1968, at which were present in person or by proxy all the members of the Company entitled to attend and vote at such meeting, the following Resolutions were duly passed as SPECIAL RESOLUTIONS:

SPECIAL RESOLUTIONS

- "1. that the Regulations contained in the document produced to the Meeting and initialled by the Chairman be adopted as the Articles of Association of the Company in substitution for and to the exclusion of all the existing Articles of Association of the Company.
2. that the Memorandum of Association of the Company be amended with respect to its objects by the abandonment of the provisions of clause 3 of the Memorandum and by the adoption of the provisions set out in clause 3 of the document submitted to the meeting and for the purpose of identification subscribed by the Chairman as the Memorandum of Association of the Company as revised by the provisions of this Resolution in substitution for and to the exclusion of the provisions of the aforementioned existing clause 3.
3. that the Memorandum of Association of the Company be and the same is hereby amended with respect to the share capital of the Company in clause 5 thereof by deleting the same from and including the words "with such rights" (where they appear in the second line) to the end of the clause".

H. PENROSE.

CERTIFIED produced by us by
Heat-Fused Electric-Static Photography

Chairman.

Mr. 7
CERTIFIED a true copy
11/11/68

THE COMPANIES ACT, 1948.

COMPANY LIMITED BY SHARES.

NEW

Articles of Association

OF

E. G. LESTER LIMITED

(Adopted by Special Resolution passed the 28th day of Feb, 1968)

1. The regulations contained in Part II of Table A in the First Schedule to the Companies Act, 1948 (hereinafter called "Table A") shall apply to this Company save in so far as they are varied or excluded by or are inconsistent with these regulations.

2. Regulations 24, 53, 75, 77, 87 and 89 to 97 (inclusive) in Part I of Table A, and regulation 5 in Part II of Table A, shall not apply to the Company.

3. A resolution in writing signed by all the members for the time being entitled to vote shall be as effective for all purposes as an Ordinary Resolution duly passed at a General Meeting of the Company duly convened and held, and may consist of several documents in the like form each signed by one or more members.

4. Until otherwise resolved by the Company in General Meeting the Directors shall be not less than two nor more than ten in number.

5. A Director shall not require a share qualification.

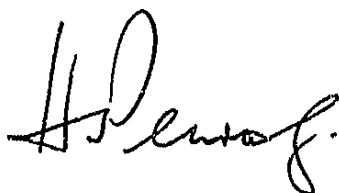
6. The proviso to regulation 79 in Part I of Table A shall not apply to the Company.

7. A member or members holding a majority in nominal value of the issued shares for the time being in the Company shall have power from time to time and at any time to appoint any person or persons as a Director or Directors either as an additional Director or to fill any vacancy and to remove from office any Director howsoever appointed. Any such appointment or

removal shall be effected by an instrument in writing signed by the member or members making the same, or in the case of a member being a company signed by one of its directors on its behalf, and shall take effect upon lodgment at the registered office of the Company.

8. The Directors may establish and maintain or procure the establishment and maintenance of any pension or superannuation funds (whether contributory or otherwise), for the benefit of, and 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 any such subsidiary, or who may be or have been Directors or officers of the Company, or of any such other company as aforesaid and who hold or have held executive positions or agreements for service with the Company or any such other company, and the wives, widows, families and dependants of any such persons, and also 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 such other company as aforesaid, or of any such person as aforesaid, and make payments for or towards the insurance of any such persons as aforesaid and subscribe or guarantee money for charitable or benevolent objects, or for any exhibition or for any public, general or useful object, and to any of the matters aforesaid either alone or in conjunction with any such other company as aforesaid. Subject always, if the Act shall so require, 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 by Ordinary Resolution, any Director who holds or has held any such executive position or agreement for services shall be entitled to participate in and retain for his own benefit any such donation, gratuity, pension, allowance or emolument.

CERTIFIED a Print of the Articles of Association as presented for adoption by Special Resolution passed the 28th February 1968.



Chairman.

THE COMPANIES ACT, 1929.

COMPANY LIMITED BY SHARES.

Memorandum of Association

OF

E. G. LESTER, LIMITED

(as altered by Special Resolution passed *18th Feb*, 1968)

1. The name of the Company is "E. G. LESTER, LIMITED".
2. The registered office of the Company will be situate in England.
3. The objects for which the Company is established are:—
 - (A) To carry on business as public works contractors, builders, decorators, glaziers, joiners, plasterers, painters, plumbers, paper-hangers, polishers, carpenters, shop fitters, hydraulic, electrical, refrigerating, heating, sanitary and general engineers, carriers, cartage contractors, miners, metallurgists, chemists, shipowners and property owners and developers, financiers, bankers and merchants, and to acquire contracts, concessions and the like in connection with, and to undertake the erection, demolition, construction, maintenance, repair, decoration, cleansing, improvement, development, administration, management or control of public works, conveniences, service of public utility, buildings, erection and constructions of every description and to manufacture and deal in builders, contractors and decorators plant, tools, materials and requisites of every description, and sanitary, electrical, hydraulic, heating and mechanical apparatus and fittings of all kinds, and to buy take on lease or otherwise acquire, land for the purposes of development by the erection, construction and reconstruction of public works, conveniences, and services of public utility, buildings, roads, tramways, railways, aerodromes, harbours, docks, canals, telephonic and electrical power works, sewers, drains, canals, waterworks and all other works of every description and to sell, let on lease and otherwise turn to account such land and to advance money and to guarantee and secure the

repayment of money advanced by others on the security of any such land and to do all such things as are connected with the business of public works contracting.

- (B) To carry on any other business similar to or complementary to the foregoing businesses, or which in the opinion of the Company can be conveniently or profitably carried on in conjunction with or subsidiary to any other business of the Company.
- (C) To buy, take on lease or hiring agreement or otherwise acquire, land or other property, real or personal, movable or immovable or any interest in such property and to sell, lease, let on hire, develop such property, or otherwise turn the same to the advantage of the Company.
- (D) To take out, apply for and acquire by original grant or by transfer or assignment or otherwise, letters patent, brevets d'invention, licences, concessions, secret processes and inventions and to use and exercise the same or to sell, assign and develop the same or grant licences in respect thereof or otherwise turn the same to the advantage of the Company.
- (E) To borrow or raise or secure the payment of money for any of the purposes of or in connection with the Company.
- (F) To Mortgage and charge the undertaking and all or any of the real and personal property and assets, present or future, and all or any of the uncalled capital for the time being of the Company, and to issue at par or at a premium or discount, and for such consideration and with and subject to such rights, powers, privileges and conditions as may be thought fit, debentures or debenture stock, either permanent or redeemable or repayable, and collaterally or further to secure any securities of the Company by a trust deed or other assurance.
- (G) To give guarantees or become security for any persons, firms or companies and to secure the payment by the Company of any obligation or liability which it may undertake under any such guarantee or otherwise 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.
- (H) To receive money on deposit or loan upon such terms as the Company may approve, and to guarantee the obligations and contracts of any person or Corporation.
- (I) To make advances to any persons or Corporations with or without security, and upon such terms as the Company may approve.

- (J) To grant pensions, allowances, gratuities and bonuses to officers, ex-officers, employees or ex-employees of the Company or the dependants or connections of such persons, to establish and maintain or concur in establishing and maintaining trusts, funds or schemes (whether contributory or non-contributory) with a view to providing pensions or other benefits for any such persons as aforesaid, their dependants or connections and to support or subscribe to any charitable funds or institutions, the support of which may, in the opinion of the Directors, be calculated directly or indirectly to benefit the Company or its employees, and to institute and maintain any club or other establishment or profit sharing scheme calculated to advance the interests of the Company or its officers or employees.
- (K) To draw, make, accept, endorse, negotiate, discount and execute promissory notes, bills of exchange, and other negotiable instruments.
- (L) To invest and deal with the moneys of the Company in or upon such investments or securities and in such manner as may from time to time be determined.
- (M) To pay for any property or rights acquired by the Company, either in cash or fully or partly paid up shares, with or without preferred or deferred or special rights or restrictions in respect of dividend, repayment of capital, voting or otherwise, or by any securities which the Company has power to issue, or partly in one mode and partly in another, and generally on such terms as the Company may determine.
- (N) To accept payment for any property or rights sold or otherwise disposed of or dealt with by the Company, either in cash, by instalments or otherwise, or in fully or partly paid up shares of any company or corporation, with or without deferred or preferred or special rights or restrictions in respect of dividend, repayment of capital, voting or otherwise, or in debentures or mortgage debentures or debenture stock, mortgages or other securities of any company or corporation, or partly in one mode and partly in another, and generally on such terms as the Company may determine, and to hold, dispose of or otherwise deal with any shares, stock or securities so acquired.
- (O) To establish or promote or concur in establishing or promoting any other company whose objects shall include the acquisition and taking over of all or any of the assets and liabilities of this Company or the promotion of which shall be in any manner calculated to advance directly or indirectly the objects or interest of this Company, and to acquire and hold or dispose of shares, stock or

securities of and guarantee the payment of dividends, interest or capital of any shares, stock or securities issued by or any other obligations of any such company.

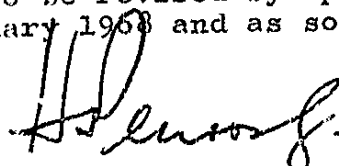
- (P) To purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and transactions of any person, firm or company.
- (Q) To sell, improve, manage, develop, turn to account, exchange, let on rent, royalty, share of profits, or otherwise, grant licences, easements and other rights in or over and in any other manner deal with or dispose of the undertaking and all or any of the property and assets for the time being of the Company for such consideration as the Company may think fit.
- (R) To amalgamate with any other company whose objects are or include objects similar to those of this Company, whether by sale or purchase (for fully or partly paid up shares or otherwise) of the undertaking, subject to the liabilities of this or any such other company as aforesaid with or without winding up or by sale or purchase (for fully or partly paid up shares or otherwise) of all or a controlling interest in the shares or stock of this or any such other company as aforesaid, or by partnership, or any arrangement of the nature of partnership, or any other manner.
- (S) To do all or any of the above things in any part of the world, and either as principals, agents, trustees, contractors, or otherwise and either alone or in conjunction with others, and either by or through agents, trustees, sub-contractors or otherwise.
- (T) To do all such other things as are incidental or conducive to the above objects or any of them.
- (U) It is hereby expressly declared that each sub-clause of this clause shall be construed independently of the other sub-clauses hereof and that none of the objects mentioned in any sub-clause shall be deemed to be merely subsidiary to the objects mentioned in any other sub-clause.

4. The liability of the Members is limited.

5. The Share Capital of the Company is £6,000, divided into 6,000 shares of £1 each.

Printed as amended by an Extraordinary Resolution passed 1st September, 1947 and a Special Resolution passed the 28th February, 1968.

CER LIMITED a Print of the Memorandum of Association as proposed to be revised by Special Resolution passed the 28th February 1968 and as so revised.


Chairman.

COMPANY LIMITED BY SHARES.

Memorandum of Association

OF

E. G. LESTER, LIMITED

(as altered by Special Resolution passed 28th February 1968)

John K. ...

1. The name of the Company is "E. G. LESTER, LIMITED".
2. The registered office of the Company will be situate in England.
3. The objects for which the Company is established are:—
 - (A) To carry on business as public works contractors, builders, decorators, glaziers, joiners, plasterers, painters, plumbers, paper-hangers, polishers, carpenters, shop fitters, hydraulic, electrical, refrigerating, heating, sanitary and general engineers, carriers, cartage contractors, miners, metallurgists, chemists, shipowners and property owners and developers, financiers, bankers and merchants, and to acquire contracts, concessions and the like in connection with, and to undertake the erection, demolition, construction, maintenance, repair, decoration, cleansing, improvement, development, administration, management or control of public works, conveniences, service of public utility, buildings, erection and constructions of every description and to manufacture and deal in builders, contractors and decorators plant, tools, materials and requisites of every description, and sanitary, electrical, hydraulic, heating and mechanical apparatus and fittings of all kinds, and to buy take on lease or otherwise acquire, land for the purposes of development by the erection, construction and reconstruction of public works, conveniences, and services of public utility, buildings, roads, tramways, railways, aerodromes, harbours, docks, canals, telephonic and electrical power works, sewers, drains, canals, waterworks and all other works of every description and to sell, let on lease and otherwise turn to account such land and to advance money and to guarantee and secure the

John K. ...



repayment of money advanced by others on the security of any such land and to do all such things as are connected with the business of public works contracting.

- (B) To carry on any other business similar to or complementary to the foregoing businesses, or which in the opinion of the Company can be conveniently or profitably carried on in conjunction with or subsidiary to any other business of the Company.
- (C) To buy, take on lease or hiring agreement or otherwise acquire, land or other property, real or personal, movable or immovable or any interest in such property and to sell, lease, let on hire, develop such property, or otherwise turn the same to the advantage of the Company.
- (D) To take out, apply for and acquire by original grant or by transfer or assignment or otherwise, letters patent, brevets d'invention, licences, concessions, secret processes and inventions and to use and exercise the same or to sell, assign and develop the same or grant licences in respect thereof or otherwise turn the same to the advantage of the Company.
- (E) To borrow or raise or secure the payment of money for any of the purposes of or in connection with the Company.
- (F) To Mortgage and charge the undertaking and all or any of the real and personal property and assets, present or future, and all or any of the uncalled capital for the time being of the Company, and to issue at par or at a premium or discount, and for such consideration and with and subject to such rights, powers, privileges and conditions as may be thought fit, debentures or debenture stock, either permanent or redeemable or repayable, and collaterally or further to secure any securities of the Company by a trust deed or other assurance.
- (G) To give guarantees or become security for any persons, firms or companies and to secure the payment by the Company of any obligation or liability which it may undertake under any such guarantee or otherwise 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.
- (H) To receive money on deposit or loan upon such terms as the Company may approve, and to guarantee the obligations and contracts of any person or Corporation.
- (I) To make advances to any persons or Corporations with or without security, and upon such terms as the Company may approve.

- (J) To grant pensions, allowances, gratuities and bonuses to officers, ex-officers, employees or ex-employees of the Company or the dependants or connections of such persons, to establish and maintain or concur in establishing and maintaining trusts, funds or schemes (whether contributory or non-contributory) with a view to providing pensions or other benefits for any such persons as aforesaid, their dependants or connections and to support or subscribe to any charitable funds or institutions, the support of which may, in the opinion of the Directors, be calculated directly or indirectly to benefit the Company or its employees, and to institute and maintain any club or other establishment or profit sharing scheme calculated to advance the interests of the Company or its officers or employees.
- (K) To draw, make, accept, endorse, negotiate, discount and execute promissory notes, bills of exchange, and other negotiable instruments.
- (L) To invest and deal with the moneys of the Company in or upon such investments or securities and in such manner as may from time to time be determined.
- (M) To pay for any property or rights acquired by the Company, either in cash or fully or partly paid up shares, with or without preferred or deferred or special rights or restrictions in respect of dividend, repayment of capital, voting or otherwise, or by any securities which the Company has power to issue, or partly in one mode and partly in another, and generally on such terms as the Company may determine.
- (N) To accept payment for any property or rights sold or otherwise disposed of or dealt with by the Company, either in cash, by instalments or otherwise, or in fully or partly paid up shares of any company or corporation, with or without deferred or preferred or special rights or restrictions in respect of dividend, repayment of capital, voting or otherwise, or in debentures or mortgage debentures or debenture stock, mortgages or other securities of any company or corporation, or partly in one mode and partly in another, and generally on such terms as the Company may determine, and to hold, dispose of or otherwise deal with any shares, stock or securities so acquired.
- (O) To establish or promote or concur in establishing or promoting any other company whose objects shall include the acquisition and taking over of all or any of the assets and liabilities of this Company or the promotion of which shall be in any manner calculated to advance directly or indirectly the objects or interest of this Company, and to acquire and hold or dispose of shares, stock or

securities of and guarantee the payment of dividends, interest or capital of any shares, stock or securities issued by or any other obligations of any such company.

(P) To purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and transactions of any person, firm or company.

(Q) To sell, improve, manage, develop, turn to account, exchange, let on rent, royalty, share of profits, or otherwise, grant licences, easements and other rights in or over and in any other manner deal with or dispose of the undertaking and all or any of the property and assets for the time being of the Company for such consideration as the Company may think fit.

(R) To amalgamate with any other company whose objects are or include objects similar to those of this Company, whether by sale or purchase (for fully or partly paid up shares or otherwise) of the undertaking, subject to the liabilities of this or any such other company as aforesaid with or without winding up or by sale or purchase (for fully or partly paid up shares or otherwise) of all or a controlling interest in the shares or stock of this or any such other company as aforesaid, or by partnership, or any arrangement of the nature of partnership, or any other manner.

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

(T) To do all such other things as are incidental or conducive to the above objects or any of them.

(U) It is hereby expressly declared that each sub-clause of this clause shall be construed independently of the other sub-clauses hereof and that none of the objects mentioned in any sub-clause shall be deemed to be merely subsidiary to the objects mentioned in any other sub-clause.

4. The liability of the Members is limited.

5. The Share Capital of the Company is £6,000, divided into 6,000 shares of £1 each.

Printed as amended by an Extraordinary Resolution passed 1st September, 1947 and a Special Resolution passed the 28th February, 1968.

CERTIFIED a Print of the Memorandum of Association as proposed to be revised by Special Resolution passed the 26th February 1968 and as so revised.

H. Lewis
Chairman

THE COMPANIES ACTS 1948 TO 1976

Notice of new accounting reference date given after the end of an accounting reference period

Pursuant to section 3(2) of the Companies Act 1976

32

Please do not
write in this
binding margin

Please complete
legibly, preferably
in black type, or
bold block lettering

To the Registrar of Companies

For official use

Company number

112

268945

Name of company

*delete if
inappropriate

E. G. LESTER

Limited*

Note

Please read
notes 1 to 5
overleaf before
completing this
form

hereby gives you notice in accordance with section 3(2) of the Companies Act 1976 that the company's new accounting reference date on which the previous accounting reference period and each subsequent accounting reference period of the company is to be treated as coming, or as having come, to an end is as shown below:

Day Month

3 0 0 6

†delete as
appropriate

The previous accounting reference period of the company is to be treated as ~~shortened~~ [extended] † and [is to be treated as having come to an end] ~~with come to an end~~ † on

Day Month Year

3 0 0 6 1 9 8 3

‡delete as
appropriate

The company is a [subsidiary] ~~[holding company]~~ ‡ of Geo Wright & Company
(CONTRACTORS WOLVERHAMPTON) LIMITED

, company number 383208the accounting reference date of which is 30th JUNE

§delete as
appropriate

Signed A. U. Be...[Director] [Secretary] § Date 30.3.84

Presenter's name, address and
reference (if any):

For official use
General section

Post room

COMPANIES REGISTRATION
M
5 APR 1984

222045

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
ELECTIVE RESOLUTIONS

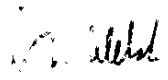
pursuant to Section 379A Companies Act 1985

E. G. LESTER LIMITED

passed the 28th June 1991

At a general meeting of the members of the above-named company, duly convened and held at Beazer House Lower Bristol Road Bath Avon BA2 3EY on 28th June 1991, the following Elective Resolutions were passed:

- (a) THAT pursuant to Section 252 of the Companies Act 1985, the Company hereby elects to dispense with the laying of accounts and reports before the Company in General Meeting.
- (b) THAT pursuant to Section 366A of the Companies Act 1985 the Company hereby elects to dispense with the holding of Annual General Meetings in 1991 and subsequent years until this election is revoked.
- (c) THAT pursuant to Section 386 of the Companies Act 1985 the Company hereby elects to dispense with the obligation to appoint auditors annually.



Chairman

GORDON WOOD, SCOTT & PARTNERS

Chartered Accountants

G A WOOD
15 WINDYBANK

J B HARRIS
15 WINDYBANK

ST STEPHENS HOUSE, COLSTON AVENUE
BRISTOL BS1 4SH

Tel: 0281 363433
Fax: 0281 363435

The Directors
E G Lester Ltd
Beazer House
Lower Bristol Road
Bath
Avon
BA2 3EY

26.09.92

30th June 1992

Dear Sirs

Notice of Resignation

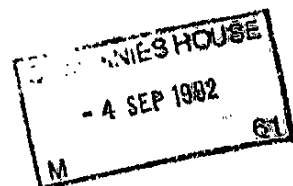
Following the acquisition of the company by Hanson PLC, we hereby give notice of our resignation as auditors of your company with effect from today.

There are no circumstances connected with our resignation which we consider should be brought to the notice of members or creditors of the company.

Yours faithfully



Gordon Wood, Scott & Partners



G

Notice of new accounting reference date given during the course of an accounting reference period

Pursuant to section 225(1) of the Companies Act 1985 as inserted by section 3 of the Companies Act 1989

To the Registrar of Companies

Company number

268945

Name of company

E. G. Lester Limited

gives notice that the company's new accounting reference date on which the current accounting reference period and each subsequent accounting reference period of the company is to be treated as coming, or as having come, to an end is

Day Month

3 0 0 9

The current accounting reference period of the company is to be treated as [shortened][extended]* and [is to be treated as having come to an end][will come to an end]* on

Day Month Year

3 0 0 9 1 9 9 2

If this notice states that the current accounting reference period of the company is to be extended, and reliance is being placed on the exception in paragraph (a) in the second part of section 225(4) of the Companies Act 1985, the following statement should be completed:
The company is a [subsidiary][parent] undertaking of Hanson PLC

company number 488067 the accounting reference date of which is 30th September

If this notice is being given by a company which is subject to an administration order and this notice states that the current accounting reference period of the company is to be extended AND it is to be extended beyond 18 months OR reliance is not being placed on the second part of section 225(4) of the Companies Act 1985, the following statement should be completed:
An administration order was made in relation to the company on
and it is still in force.

Signed

Designation Secretary

Date 5th October 1992

Presenter's name address telephone number and reference (if any):

The Secretary
E. G. Lester Limited
Beazer House, Lower Bristol Road
BATH, Avon
BA2 3BY
0225 428401
/E/I/BH/W/

Jordan

PC SECRETARY SOFTWARE

For official use
D.E.B.

Post room

COMPANIES HOUSE
110 OCT 1992
14

Company No. 268945

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
ELECTIVE RESOLUTIONS

pursuant to Section 379A Companies Act 1985

of E G Lester Limited

passed the 28th September 1993

At a general meeting of the members of the above-named company, duly convened and held at Beazer House, Lower Bristol Road, Bath, Avon, BA2 3EY on the 28th September 1993, the following ELECTIVE RESOLUTIONS were passed:

**HOLDING OF
ANNUAL
GENERAL
MEETINGS**

THAT pursuant to Section 366A of the Companies Act 1985 the Company hereby elects to dispense with the holding of the Annual General Meetings in 1993 and subsequent years until this election is revoked.

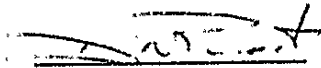
**LAYING OF
ACCOUNTS**

THAT pursuant to Section 252 of the Companies Act 1985 the Company hereby elects to dispense with the laying of accounts and reports before the Company in General Meeting.

**RE-ELECTION
OF AUDITORS**

THAT pursuant to Section 386 of the Companies Act 1985 the Company hereby elects to dispense with the obligation to appoint auditors annually.

Signed:



Chairman/Secretary



225(1)

G

Notice of new accounting reference date given during the course of an accounting reference period

Pursuant to section 225(1) of the Companies Act 1985
as inserted by section 3 of the Companies Act 1989

To the Registrar of Companies

Company number

268945

Name of company

E. G. Lester Limited

gives notice that the company's new accounting reference date on which the current accounting reference period and each subsequent accounting reference period of the company is to be treated as coming, or as having come, to an end is

Day Month

3 0 0 6

The current accounting reference period of the company is to be treated as [shortened] [extended] and [to be treated as having come to an end] [will come to an end]* on

Day Month Year

3 0 0 6 1 9 9 4

If this notice states that the current accounting reference period of the company is to be extended, and reliance is being placed on the exception in paragraph (a) in the second part of section 225(4) of the Companies Act 1985, the following statement should be completed:
The company is a [subsidiary][parent] undertaking of

company number

the accounting reference date of which is

If this notice is being given by a company which is subject to an administration order and this notice states that the current accounting reference period of the company is to be extended AND it is to be extended beyond 18 months OR reliance is not being placed on the second part of section 225(4) of the Companies Act 1985, the following statement should be completed:
An administration order was made in relation to the company on
and it is still in force.

Signed

K. L. H. H.

Designation

Date 8 AUG 1994

Presentor's name address telephone number and reference (if any):

E. G. Lester Limited
Beazer House, Lower Bristol Road
BATH, Avon
BA2 3EY
0225 428401
/E/I/BH/W/

Jardine

PC SECRETARY SOFTWARE

For official use
D.E.B.



17 - 03 - 95

COMPANY NUMBER 268945

COMPANIES ACT 1985

PRIVATE COMPANY LIMITED BY SHARES

SHAREHOLDERS RESOLUTION

of

E. G. LESTER LIMITED

We, being the sole member of the above-named company entitled to attend and vote at a general meeting HEREBY RESOLVE:

"THAT the accounts of the company for the financial year ended 30 June 1994 having been approved and the company having qualified as small, but for being a member of an ineligible group, in that year and having been dormant since the end of it, the company hereby resolves to make itself exempt from the provisions of Part VII of the Companies Act 1985 relating to the audit of accounts."



.....
for and on behalf of
Geo. Wright & Co. (Contractors Wolverhampton) Ltd

20 February 1995

