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COMPANIES HOUSE

THE COMPANIES ACTS 1985 to 2006

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**AN UNLIMITED COMPANY HAVING A SHARE CAPITAL**


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**ARTICLES OF ASSOCIATION**

(Adopted by Special Resolution passed on 27 August 1992 and amended by Special Resolution passed on 27 June 2000, by Written Resolutions passed on 21 December 2001, 30 November 2004, 2 December 2004, and 23 December 2010)

OF

**ANTALIS GROUP\***
**(the "Company")**

157418.

- 1 The Company shall be a private company within the meaning of the Companies Act 1985 ("the Act") The Regulations contained or incorporated in Table A in the Schedule to the Companies (Tables A to F) Regulations 1985 ("Table A") shall apply to the Company save insofar as they are excluded or varied hereby, and such Regulations (save as so excluded or varied) and the Articles hereinafter contained shall be the regulations of the Company
- 2 Regulations 3, 32, 34 and 35 of Table A shall not apply to the Company
- 3 The words "at least seven clear days' notice" shall be substituted for the words "at least fourteen clear days' notice" in regulation 38 of Table A
- 4 The share capital of the Company is £195,000,000 divided into 195,000,000 ordinary shares of £1 00 each
- 5 The company may by special resolution
  - (a) increase the share capital by such sum to be divided into shares of such amount as the resolution may prescribe,
  - (b) consolidate and divide all or any of its share capital into shares of a larger amount than its existing shares,
  - (c) subdivide its shares, or any of them, into shares of a smaller amount than its existing shares,
  - (d) cancel any shares which at the date of the passing of the resolution have not been taken or agreed to be taken by any person, and
  - (e) reduce its share capital and/or any share premium account in any way

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\* The Company was incorporated on 26 July 1919 under the name of Cromptons (Stubbins) Limited and changed its name to Millbank Paper Company Limited on 30 May 1961, to Wiggins Teape Overseas Limited on 4 January 1965, to Arjo Wiggins Overseas Limited on 2 December 1991, to Arjo Wiggins Merchants Holdings Limited on 4 August 1992, to Antalis Group Limited on 6 January 2000 and to Antalis Group on 30 November 2004