



Handwritten notes: 7/10/49, 2/1/50, etc.

THE COMPANIES ACTS, 1862 TO 1900.

THE COMPANIES ACT, 1948.

Memorandum of Association

— OF —



~~LATCH AND BATCHELOR, LIMITED.~~

LATCH & BATCHELOR (AMALGAMATED WITH WEBSTER & HORSFALL) LIMITED.

1. The name of the Company is "~~LATCH & BATCHELOR, LIMITED.~~" "LATCH & BATCHELOR (AMALGAMATED WITH WEBSTER & HORSFALL) LIMITED."

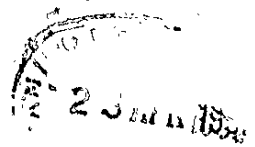
Altered by Special Resolution passed the 4th April, 1949, and with the approval of the Board of Trade.

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 the business of wire drawers, wire rope manufacturers, and workers of iron and steel metals;
- (b) To purchase, take on lease, or in exchange, to acquire any lands, mines, minerals, mineral rights, buildings, easements, rights and privileges, machinery, plant and other effects whatsoever which the Company may from time to time think proper to be acquired for any of its purposes;
- (c) To purchase or hire vessels; to purchase or erect works and buildings; to purchase, construct, or contribute to the construction, maintenance and improvement of roads, waterworks and canals, and also of tramways, railways and other roads and ways, and quays, piers,

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and wharves for the purposes of the Company or for access to and from the lands, works, and properties of the Company, or to connect the same with other lines of communication in or at any port, place, river, or other outlet for traffic;

- (d) To make and carry into effect any arrangement for joint working with any other Company, society, partnership, or person carrying on business similar to the objects of this Company, and upon the terms either that (so far as is consistent with this Memorandum) this Company, or the Company, firm, or person with which it shall make the arrangement, or some other Company shall carry on the amalgamated business; and for all or any of the said purposes, if necessary, to establish any new Company, and to take shares or securities in or of any such new or other Company as partial or entire payment or consideration, and to hold or sell such shares or securities, or to distribute or allot them among the shareholders in this Company;
- (e) To purchase or otherwise acquire all or any part of the business property and liabilities of any company, society, partnership, or person formed for all or any part of the purposes with the above objects, and to conduct or liquidate and wind-up such business;
- (f) To sell, dispose of, or transfer the business, property, and undertaking of the Company, or any part thereof, in consideration of payment in cash or in securities, or in shares in another company, or in any or all of them;
- (g) To borrow or raise money by the issue of debentures, debenture stock (perpetual or terminable), bonds, mortgages, or any other securities founded or based upon all or any of the property, including uncalled capital, and rights of the Company or with any such security and upon such terms as to priority or otherwise as the Company shall think fit;
- (h) To invest the moneys of the Company not immediately required upon such securities, *lands, buildings or other investments* as may be from time to time determined, other than the shares of the Company;
- (i) To establish agencies in Great Britain or elsewhere, and to discontinue and regulate the same;

Words in italics added by Special Resolution passed on the 27th March, 1962.

- (j) To promote or assist in promoting, and to accept and take, hold, and sell shares, stock and securities in any company, society or undertaking, the objects of which shall either in whole or in part be similar to those of this Company, or such as may be likely to promote or advance the interests of this Company;
- (k) To let the whole or any part of the property of the Company on such terms as the Company shall determine;
- (l) To draw and accept and make and to indorse, discount, and negotiate bills of exchange and promissory notes;
- (m) To purchase or otherwise acquire any patent rights or inventions, copyrights or secret processes which may be useful for the Company's objects, and to grant licenses to use the same;
- (n) To procure, or assist in procuring any Parliamentary powers by which the Company will be enabled to extend its objects or to carry any of its objects into effect;
- (o) To procure for the Company incorporation or constitution of a like character or as a *société anonyme* in any foreign country or in any colony or dependency of the United Kingdom;
- (p) Generally to do all such things as are incidental or conducive to the attainment of the above objects or any of them.

4. The liability of the members is limited.

5. The capital of the Company is £20,000,* divided into 4,000 shares of £5 each, with power to divide the shares in the capital for the time being into several classes, and to attach thereto respectively any preferential, deferred, qualified, or special rights, privileges or conditions.

*By Special Resolution passed on the 27th March, 1952, the capital of the Company was increased to £320,000 by the creation of 24,000 8% Cumulative Preference Shares of £5 each and 36,000 additional Ordinary Shares of £5 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 to our respective names.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS.	Number of Shares taken by each Subscriber.
TELFORD CLARENCE BATCHELOR, 8, Baron's Court Road, West Kensington, S.W., Engineer -	One
HENRY HERBERT COLDWELL - HORSFALL, Penns Hall, Erdington, Wire Master - - -	One
ARTHUR LATCH, Culverlands, Penarth, Engineer -	One
ROBERT HARDING MILWARD, The Linthurst House, near Bromsgrove, Notary Public - -	One
TOM HADLEY, Grove Avenue, Moseley, Birmingham, Solicitor - - - - -	One
CHARLES FAIRFAX CROWDER, Apesdale, near Bromsgrove, Law Student - - - - -	One
WILLIAM JAMES GILLIVER, The Ashlands, Blenheim Road, Moseley, Birmingham, Accountant	One

Witness to above signatures:

ETIENNE H. MILWARD,
41, Waterloo Street, Birmingham,
Articled Clerk.

Dated this 15th day of January, 1892.

This is a print of the Memorandum of Association of the Company as altered by Special Resolution passed on the 27th March, 1952.

Dated *18th April*, 1952.

Art. B. 1952

Secretary.