

Company number: 15993

THE COMPANIES ACTS 1862 TO 1880

and

THE COMPANIES ACT 1985

PRIVATE COMPANY LIMITED BY GUARANTEE WITHOUT SHARE CAPITAL

MEMORANDUM OF ASSOCIATION

OF

THE LONDON CHAMBER OF COMMERCE AND INDUSTRY
(incorporated 22nd October 1881)

- 1.¹ The name of the Association is "THE LONDON CHAMBER OF COMMERCE AND INDUSTRY".
2. The Registered Office of the Association will be situate in London.
3. The objects for which the Association is established are:-
 - (1)² The promotion of the trade, commerce, transport and manufactures of London, and of the home and foreign trades of the United Kingdom.
 - (2)³ The collection and dissemination of statistical and other information relating to trade, commerce, transport, and manufactures.
 - (3) The promoting, supporting, or opposing legislative or other measures affecting the aforesaid interests.

¹ Change of name from "The London Chamber of Commerce (Incorporated)" authorised by a Special Resolution adopted at an Extraordinary General Meeting of Members on 11th May 1971.

² Printed as amended by a Special Resolution adopted at an Extraordinary General Meeting of Members on 13th November 1989.

³ As note 2 above.

- (4) The undertaking by arbitration the settlement of disputes, arising out of trade, commerce, or manufactures.
- (4A)¹ Without limiting any objects or powers which apart from this subparagraph would be implied:-
- (i) The representation and expression of the views and opinions of its Members on commercial and industrial matters of all kinds.
 - (ii) The giving of advice and assistance to and the provision of services generally for Members of the Association.
 - (iii) The promotion, advancement and encouragement of education and training in relation to trade, commerce, transport or manufacture.
 - (iv) The establishment and maintenance of professional and social contacts with chambers of commerce and other organisations in all parts of the world whose objects are to promote trade, commerce, transport and manufacture.
 - (v) The collection and publishing of journals, magazines, books, computer programs and other works and publications and the production and marketing of films and other audio or visual aids which may seem directly or indirectly conducive to any of the objects of the Association.
 - (vi) The promotion and establishment of, and contribution to, exhibitions shows and displays which may be calculated directly or indirectly to benefit Members of the Association or to further any of the objects of the Association, and the financing of any such exhibition, show or display.
 - (vii) The entry into of agreements with other chambers of commerce and other bodies for the advancement of trade, commerce, transport and manufacture and the protection of traders and manufacturers.
 - (viii) The establishment and support, and the aid in the establishment and support, of any other associations whose objects may seem directly or indirectly conducive to any of the objects of the Association.
 - (ix) The carrying on of any other business or activity the object of which may seem directly or indirectly conducive to any of the objects of the Association.

¹ Printed as amended by a Special Resolution adopted at an Extraordinary General Meeting of Members on 13th November 1989.

- (x) Without prejudice to any express power of investment, the purchase of, subscription for or other acquisition of any shares, stocks or securities of any other company whose objects may seem directly or indirectly conducive to any of the objects of the Association and the dealing in such shares.
- (xi) The purchase or other acquisition of all or any part of the business, property and liabilities of any person, firm, company, institution, society or association carrying on any activity or business which may seem directly or indirectly conducive to any of the objects of the Association and the conduct and carrying on, or liquidation and winding up of any such activity or business.
- (xii) The entry into partnership or into any arrangements for joint working in business with any person, firm, company, institution, society or association carrying on or proposing to carry on any activity or business which may seem directly or indirectly conducive to any of the objects of the Association.
- (xiii) The amalgamation with any person, firm, company, institution, society or association carrying on any activity or business which may seem directly or indirectly conducive to any of the objects of the Association.
- (xiv) The purchase, taking on lease, exchange, hire or other acquisition and the holding for any estate or interest of any real or personal property and of any rights or privileges which the Association may consider necessary or convenient for the purposes of its activities.
- (xv) The sale, exchange, lease, disposal of, turning to account or other dealing with the whole or any part of the property rights or undertaking of the Association for such consideration as is expedient in the opinion of the Association.
- (xvi) The investment of the monies of the Association not immediately required for its purpose in or upon such investments and securities (including land of any tenure in any part of the world) in such manner as may be permitted by law and which the Association may consider expedient and the disposal or variation of any such investments or securities.
- (xvii) The borrowing or raising of money upon such terms as may be convenient with or without the giving of security.
- (xviii) The lending of money or granting of credit to such persons, firms or companies and on such terms as the Association may consider expedient.

- (xix) The standing as surety for, or the guaranteeing, supporting or securing (by indemnity, undertaking or otherwise) the performance of all or any of the obligations of, any person, firm or company whether by personal covenant or by mortgage, charge or lien upon the whole or any part of the undertaking, property and assets of the Association, both present and future, or by both such methods.
- (xx) Without prejudice to any express power of guarantee, the issuing of documents and the giving of guarantees and undertakings in relation to the import and export of goods into and out of the United Kingdom and other countries for any temporary purpose, in accordance with any International Conventions which may from time to time be ratified by Her Majesty's Government.
- (xxi) The conclusion of any arrangement with any government or other authority, international, supreme, municipal, local or otherwise, and the obtaining from any such government or authority any rights, concessions and privileges which may seem directly or indirectly conducive to any of the objects of the Association.
- (xxii) The remuneration in such manner as the Association may consider expedient of any person, firm or company rendering services to the Association.
- (xxiii) The granting of pensions, allowances, gratuities and bonuses to the officers, employees or ex-employees of the Association or of any company which is or was a subsidiary of the Association or the families or dependants of such persons and the making of payments towards insurance and the establishment and support or aid in the establishment and support of associations, institutions, clubs, funds, trusts and schemes which the Association may consider to be calculated to benefit such persons.
- (xxiv) The promotion, sponsoring, establishing, maintaining and acting as trustee of any schemes or funds for providing pensions or other benefits on retirement, death or disability for and in respect of any persons engaged in or connected directly or indirectly with United Kingdom trade, commerce, transport and manufacture and for and in respect of the employees of any such persons and the partners, directors and employees of any firms or companies so engaged or connected and the causing to be incorporated and purchasing or subscribing for and holding of shares, debentures, debenture stock or securities of or making loans to any company formed for the purpose of acting as manager, trustee or nominee in relation to any such scheme or schemes.

- (xxv) The subscription or guarantee of money for charitable or benevolent objects or for any useful object of a public or general nature provided such objects seem directly or indirectly conducive to any of the objects of the Association.
 - (xxvi) The undertaking and execution of any trusts, either gratuitously or otherwise, which may seem directly or indirectly conducive to any of the objects of the Association.
 - (xxvii) The acceptance of any gift of property, whether subject to any special trust or not, for a purpose which seems directly or indirectly conducive to any of the objects of the Association.
 - (xxviii) The taking of such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Association, in the shape of donations, annual subscriptions or otherwise.
- (5) The doing of all such other things as may be conducive to the extension of trade, commerce, or manufactures, or incidental to the attainment of the above objects.
4. The Income and property of the Association whencesoever derived shall be applied solely towards the promotion of the object of the Association, as set forth in the Memorandum of Association, and no portion thereof shall be paid or transferred, directly or indirectly, by way of dividend, bonus or otherwise, howsoever, to the Members of the Association. Provided that nothing herein shall prevent the payment in good faith of remuneration to any officers, or servants of, or persons employed by the Association, or to any Member of the Association, or other person, in return for any services actually rendered to the Association.
 5. The fourth paragraph of the Memorandum is a condition on which licence is granted by the Board of Trade to the Association in pursuance of section 23 of "The Companies Acts, 1867".
 6. If any Member of the Association pays or receives any dividend, bonus, or other profit in contravention of the terms of the fourth paragraph of this Memorandum, his liability shall be unlimited.

7. Every Member of the Association undertakes to contribute to the Assets of the Association, in the event of the same being wound-up during the time that he is a Member, or within one year afterwards, for payment of the debts and liabilities of the Association contracted before the time at which he ceases to be a member, and of the costs, charges, and expenses of winding-up the same, and for the adjustment of the rights of the contributories amongst themselves, such amount as may be required, not exceeding five pounds, or in the case of his liability becoming unlimited, in the terms of the last preceding paragraph of this Memorandum, such other amount as may be required in pursuance of that paragraph.
8. If upon the winding-up or dissolution of the Association there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the Members of the Association, but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Association, to be determined by the Members of the Association at or before the time of dissolution, or in default thereof by such Judge of the High Court of Justice as may have or acquire jurisdiction in the matter.

We, the several persons whose names and addresses are subscribed, are desirous of being formed into an Association, in pursuance of this Memorandum of Association.

NAMES, ADDRESSES, AND DESCRIPTIONS OF SUBSCRIBERS

W McARTHUR, 18 & 19 Silk Street, Cripplegate, London, Merchant, Lord Mayor of London.

CHARLES MAGNIAC, 3 Lombard Street, London, Merchant, M.P.

PHILIPP HIRSCHFELD, 15 Philpot Lane, London, Merchant.

J H TRITTON, 54 Lombard Street, London, Banker.

SMITH HARRISON, 3 Great Tower Street, London, Tea Merchant.

EDWARD POWER, 118 Bishopsgate Street, London, Merchant.

WALTER LEAF, 32 Old Change, London, Merchant.

W J THOMPSON, Jun., 38 Mincing Lane, London, Broker.

JOSEPH HICKS BUCKINGHAM, 35 Wood Street, London, Manufacturer.

Dated this Seventh day of October, 1881

Witness to the above signatures,
FREDK. HALSEY, JANSON, Solicitor,
41 Finsbury Circus, London.