

1. That the reduction of paid up capital in the company resolved in the special resolutions passed at the extraordinary general meeting of the company held on 6 December 1985 be confirmed.
2. That resolution 3 passed at the extraordinary general meeting may not be varied without the prior approval of the Court.
3. That the following minute showing the amount of capital of the company be approved:

“The authorised or nominal share capital of WESTBRIDGE HOLDINGS LIMITED is \$4,839,808.70 divided into:

- (i) 1,351,913 fully paid ordinary shares of 40 cents each, and
- (ii) 6,492 fully paid ordinary shares of 50 cents each, and
- (iii) 250,000 fully paid convertible specified preference shares of 40 cents each, and
- (iv) 8,391,595 unclassified shares of 50 cents each.

The issued and paid up share capital of WESTBRIDGE HOLDINGS LIMITED is \$644,011.20 divided into:

- (i) 1,351,913 fully paid ordinary shares of 40 cents each, and
- (ii) 6,492 fully paid ordinary shares of 50 cents each, and
- (iii) 250,000 fully paid convertible specified preference shares of 40 cents each.

As a result of the reduction of capital authorised by special resolutions of the company passed at the extraordinary general meeting of the company held on the 6th day of December 1985 and confirmed by the High Court such authorised or nominal capital of the company has been reduced from \$4,839,808.70 to \$4,839,159.50 by the repayment (by way of an *in specie* distribution of shares) of 10 cents each in respect of each of 6,492 ordinary shares of 50 cents each issued by the company in the period 1 April 1985 to 31 October 1985 following the exercise of 6,492 options.

As a result of the said reduction of capital the issued and paid up share capital of the company has been reduced from \$644,011.20 divided into 1,351,913 ordinary shares of 40 cents each, 6,492 ordinary shares of 50 cents each and 250,000 convertible specified preference shares of 40 cents each to \$643,362 divided into 1,358,405 ordinary shares of 40 cents each and 250,000 convertible specified preference shares of 40 cents each all fully paid by the repayment (by way of an *in specie* distribution of shares) of 10 cents in respect of each of 6,492 ordinary shares issued by the company in the period 1 April 1985 to 31 October 1985 following the exercise of 6,492 options.”

4. That notice of the registration of the order so to be made and the said minute be published once in the *New Zealand Gazette*.

By the Court:

M. J. TIMINGS-CHEER, Deputy Registrar.

2817

In the High Court of New Zealand SP. No. 22/1986
Auckland Registry

IN THE MATTER of sections 51 and 54 of the Partnership Act 1908, and IN THE MATTER of ARLINGTON INVESTMENTS LIMITED AND COMPANY:

It is hereby certified pursuant to section 51 of the Partnership Act 1908 (“the Act”) that ARLINGTON INVESTMENTS LIMITED AND COMPANY has been formed as a special partnership pursuant to Part II of the Act:

1. *Names, addresses and capital contributions of the general partner and special partner:*

| | |
|---|------|
| <i>General Partner—</i> | \$ |
| ARLINGTON INVESTMENTS LIMITED, 133 Vincent Street, Auckland | Nil |
| <i>Special Partner—</i> | |
| Norman Joseph Goddard, 1B Bridgewater Road, Parnell, Auckland | 1.00 |
| Total | 1.00 |

2. *Partnership business*—To establish and carry on in New Zealand and elsewhere the business of owning, breeding and racing thoroughbred bloodstock and to undertake or carry on any other activity or business.

3. *Principal place of business*—133 Vincent Street, Auckland.

4. *Term of the partnership*—The term of the partnership shall commence on the date of registration of this certificate in accordance with section 54 of the Act and shall end upon the sooner to occur of:

- (a) The registration of a certificate of dissolution pursuant to section 62 of the Act; or

- (b) The expiration of 7 years from the date of registration of this certificate or, if the term of the partnership shall have been extended in accordance with sections 57 and 58 of the Act, then the expiration of the extended term.

Dated this 24th day of March 1986.

The Common Seal of ARLINGTON INVESTMENTS LIMITED was hereunto affixed in the presence of:

N. J. GODDARD, Director.

Lock & Partners (Secretary).

Signed by the said Norman Joseph Goddard.

Acknowledged by all the above signatories before:

M. M. BENJAMIN, Justice of the Peace.

2823

1c

In the High Court of New Zealand SP. No. 23/86
Auckland Registry

IN THE MATTER of Part II of the Partnership Act 1908, and IN THE MATTER of BAMECK HOLDINGS LIMITED AND COMPANY:

It is hereby certified pursuant to section 51 of the Partnership Act 1908 (“the Act”) that BAMECK HOLDINGS LIMITED AND COMPANY has been formed as a special partnership pursuant to Part II of the Act:

1. *The names, addresses and capital contributions of the general partner and special partners:*

| | |
|--|--------|
| <i>General Partner—</i> | \$ |
| BAMECK HOLDINGS LIMITED, 24 Arney Crescent, Remuera | 10.00 |
| <i>Special Partners—</i> | |
| Christopher Clement Wragge, 24 Arney Crescent Remuera | 100.00 |
| Stewart Kent Wragge, 29 Marnane Terrace, St. Andrews, Hamilton | 100.00 |
| Total | 210.00 |

2. *Partnership business*—The parties are desirous of forming themselves into and registering a partnership for the purpose of investing moneys in the purchase, acquisition or sale, manufacture or development or upon the security of any form of property whether real or personal and whether situate in New Zealand or elsewhere and to act as a consultant for all of the purposes aforementioned.

3. *Principal place of business*—The registered office of the general partner, 24 Arney Crescent, Remuera, Auckland 1.

4. *The term of the partnership*—The term of the partnership shall commence on the date of registration of this certificate in accordance with section 54 of the Act and shall end upon the sooner to occur of:

- (a) The registration of a certificate of dissolution pursuant to section 62 of the Act; or
- (b) The expiration of 7 years from the date of registration of the partnership as a special partnership or, if the term of the partnership shall have been extended in accordance with sections 57 and 58 of the Act, then the expiration of the extended term.

Dated this 25th day of March 1986.

The Common Seal of BAMECK HOLDINGS LIMITED was hereunto affixed in the presence of:

C. C. WRAGGE, Governing Director.

Acknowledged before me:

P. H. MOWBRAY, Justice of the Peace.

Signed by the said Christopher Clement Wragge and Stewart Kent Wragge and acknowledged before me:

P. H. MOWBRAY, Justice of the Peace.

2819

In the High Court of New Zealand
Dunedin Registry

IN THE MATTER of Part II of the Partnership Act 1908, and IN THE MATTER of ANGORA HOLDINGS N.Z. LIMITED AND COMPANY:

It is hereby certified pursuant to section 51 of the Partnership Act 1908 that:

1. The name of the special partnership is ANGORA HOLDINGS N.Z. LIMITED AND COMPANY.

2. The names, addresses, occupations and capital contributions of the general and special partners are as set forth in the Schedule hereto.