

File Copy



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company No. 8058443

The Registrar of Companies for England and Wales, hereby certifies that

UK SEABED RESOURCES LIMITED

is this day incorporated under the Companies Act 2006 as a private company, that the company is limited by shares, and the situation of its registered office is in England and Wales

Given at Companies House, Cardiff, on 4th May 2012



N08058443J



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

The above information was communicated by electronic means and authenticated by the Registrar of Companies under Section 1115 of the Companies Act 2006



Companies House
— for the record —

IN01(ef)

Application to register a company

Received for filing in Electronic Format on the: 03/05/2012



X185YI4I

*Company Name
in full:* **UK SEABED RESOURCES LIMITED**

Company Type: **Private limited by shares**

*Situation of Registered
Office:* **England and Wales**

*Proposed Register
Office Address:* **C/O MACRAE & CO LLP
59 LAFONE STREET
SHAD THAMES
LONDON
UNITED KINGDOM
SE1 2LX**

I wish to entirely adopt the following model articles: **Private (Ltd by Shares)**

Proposed Officers

Company Secretary 1

Type: **Person**

Full forename(s): **DOROTA ANNA**

Surname: **SALINGER**

SMITH

Former names:

Service Address recorded as Company's registered office

Consented to Act: **Y** *Date authorised:* **04/05/2012** *Authenticated:* **YES**

Company Director 1

Type: **Person**
Full forename(s): **STEPHEN ROBERT**

Surname: **BALL**

Former names:

Service Address recorded as Company's registered office

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: **19/08/1953** Nationality: **BRITISH**

Occupation: **BUSINESS EXECUTIVE**

Consented to Act: **Y** Date authorised: **04/05/2012** Authenticated: **YES**

Company Director 2

Type: **Person**
Full forename(s): **DUNCAN HUNTER**

Surname: **CUNNINGHAM**

Former names:

Service Address recorded as Company's registered office

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: **11/05/1978** Nationality: **BRITISH**

Occupation: **BUSINESS EXECUTIVE**

Consented to Act: **Y** Date authorised: **04/05/2012** Authenticated: **YES**

Company Director **3**

Type: **Person**
Full forename(s): **JOHN MICHAEL**

Surname: **WARD**

Former names:

Service Address recorded as Company's registered office

Country/State Usually Resident: **USA**

Date of Birth: **29/10/1949** *Nationality:* **AMERICAN**

Occupation: **BUSINESS EXECUTIVE**

Consented to Act: **Y** *Date authorised:* **04/05/2012** *Authenticated:* **YES**

Company Director **4**

Type: **Person**
Full forename(s): **JEFFREY DONALD**

Surname: **MACLAUCHLAN**

Former names:

Service Address recorded as Company's registered office

Country/State Usually Resident: **USA**

Date of Birth: **03/04/1959** *Nationality:* **USA**

Occupation: **BUSINESS EXECUTIVE**

Consented to Act: **Y** *Date authorised:* **04/05/2012** *Authenticated:* **YES**

Statement of Capital (Share Capital)

Class of shares	ORDINARY	<i>Number allotted</i>	1
		<i>Aggregate nominal value</i>	1
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

VOTING RIGHTS - EACH SHARE ENTITLES THE SHAREHOLDER TO ONE VOTE ON A WRITTEN RESOLUTION, ONE VOTE ON A RESOLUTION ON A SHOW OF HANDS AT A MEETING AND ONE VOTE ON A RESOLUTION ON A POLL TAKEN AT A MEETING. DIVIDEND RIGHTS - EACH SHARE RANKS EQUALLY FOR ANY DIVIDEND DECLARED. RIGHTS ON A DISTRIBUTION OF CAPITAL - EACH SHARE RANKS EQUALLY FOR ANY DISTRIBUTION OF CAPITAL, INCLUDING ON WINDING UP. REDEEMABLE SHARES - THE SHARES ARE NOT REDEEMABLE.

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	1
		<i>Total aggregate nominal value</i>	1

Initial Shareholdings

Name: **LOCKHEED MARTIN UK HOLDINGS
LIMITED**

Address: **59 LAFONE STREET
SHAD THAMES
LONDON
UNITED KINGDOM
SE1 2LX**

Class of share: **ORDINARY**

Number of shares: **1**

Currency: **GBP**

*Nominal value of
each share:* **1**

Amount unpaid: **0**

Amount paid: **1**

Statement of Compliance

I confirm the requirements of the Companies Act 2006 as to registration have been complied with.

Name: LOCKHEED MARTIN UK
Authenticated: HOLDINGS LIMITED
YES

Authorisation

Authoriser Designation: subscriber

Authenticated: Yes

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of UK SEABED RESOURCES LIMITED

Each subscriber to this memorandum of association wishes to form a company under the Companies Act 2006 and agrees to become a member of the company and to take at least one share.

Name of each subscriber	Authentication
Lockheed Martin UK Holdings Limited	Authenticated Electronically

Dated: 03/05/2012