

BANK OF NEW SOUTH WALES,

ROCKDALE,

(Branch)

Dear Sir,

Re: **VOKES AUSTRALIA PTY. LIMITED (No. 2 ACCOUNT)**

We request you to open or continue to conduct, as the case may be, for the Company an account styled (a) _____

VOKES AUSTRALIA PTY. LIMITED (No. 2 ACCOUNT)

(a) Name of Account in full.

(b) Delete phrase not required.

(c) Delete phrase not required in case of Proprietary or No Liability Company.

(d) Any two Directors and Secretary jointly or as the case may be.

(b) You have received } We hand you herewith } An up-to-date copy of the Company's Memorandum and Articles of Association.

(b) We have produced } We produce } For your inspection, Certificate of Incorporation of the Company and Certificate that the Company is entitled to commence business (c).

By a resolution of a legally constituted meeting of the Directors of the Company authority was given to (d) any two of Basil Oswald Smith, Bruce Henry Smith, John Beckett, Eric Dawson Kershaw, Phillip William John Crane and George Charles Ball,

to do in the name and on behalf of the Company all or any of the following things, viz:

1. Draw, make, accept, endorse or discount Cheques, Drafts, Bills of Exchange, Promissory Notes and other instruments.
2. Overdraw the said account to any extent permitted by the Bank.
3. Authorise the Bank to make any periodical payments to the debit of the said account and to debit such account with all charges and other costs connected with such payments.
4. Place money on Interest Bearing Deposit in the name of the Company and receive payment of the same and any other moneys at any time on Interest Bearing Deposit in the name of the Company and interest thereon. Also to give the Bank instructions regarding the disposal, renewal, or breaking of the period of any Interest Bearing Deposit, or as to any other matter relating thereto.
5. Have access to, demand of and receive from the Bank and give it any instructions regarding any boxes, packets, deeds, Commonwealth Treasury Bonds, Savings Certificates, Debentures, Share or Stock Certificates or other documents or property of any kind whatsoever at any time held by it on behalf of the Company.
6. Make arrangements with the Bank regarding the issue of Letters of Credit (including Documentary Letters of Credit and Authorities to Negotiate).
7. Give, sign or execute any guarantees, indemnities or other documents for the protection of the Bank in relation to missing documents or in relation to guarantees or undertakings given or to be given by it in favour or on behalf of the Company or in relation to Letters of Credit (including Documentary Letters of Credit and Authorities to Negotiate) issued or to be issued by it on behalf of the Company or in favour of any officer or agent of the Company.
8. Pledge, hypothecate, assign, give the Bank security over or make arrangements with the Bank regarding Bills of Exchange, Promissory Notes, Drafts, Bills of Lading, Warehouse Certificates, Insurance Policies, Deeds, Bonds, Debentures, Share or Stock Certificates or other documents or property of any kind whatsoever belonging to the Company, and to receive any such documents or property from the Bank.

(e) The Directors, Secretary, Manager, Accountant or any other person as the case may be.

By the said resolution any one of (e) the abovesmentioned,



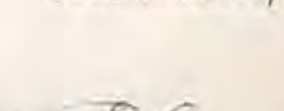
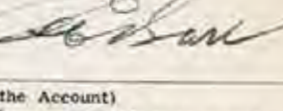

for the time being has been authorised to endorse Cheques, Drafts, Bills of Exchange, Promissory Notes, and other instruments payable to or to the order of the Company and lodged for credit of any of the Company's accounts with the Bank.

The names, designations and specimen signatures of ALL persons now authorised to act under the resolution referred to regarding operations, etc., on the abovesmentioned account of the Company are as set out in the schedule hereunder.

These authorities are to continue in full force and effect until the Branch of the Bank at which the account is at the time being conducted receives notice in writing from the Company of the cancellation thereof.

The notice(s) previously given by us to you regarding persons authorised to sign or act in respect of the said account is hereby terminated except as regards any cheques or other instruments dated prior to the date hereof and presented for payment after receipt by the Bank of this notice and as regards any act done by such person(s) in pursuance of the authority referred to in such previous notice(s).

SCHEDULE

FULL NAMES OF ALL PERSONS AUTHORISED	OFFICIAL DESIGNATIONS	SPECIMEN SIGNATURES
Basil Oswald SMITH	Chairman	
Bruce Henry SMITH	Director	
John BECKETT	Director	
Eric Dawson KERSHAW		
Phillip William John CRANE	General Manager	
George Charles BALL	Secretary	

(Note: All cheques, etc., must clearly state the name of the Account)

The names of any Directors and Secretary of the Company not shown above appear on the back hereof.

Yours faithfully,



Chairman of Directors

Secretary

VOKES AUSTRALIA PTY. LIMITED.or _____
(Name of Company)**27 O'Connell Street, SYDNEY.**

(Address of Registered Office)

(PLEASE INITIAL ALL ALTERATIONS)

(REQUEST TO OPEN OR CONTINUE AN ACCOUNT FOR A COMPANY AND NOTICE REGARDING OPERATIONS, ETC.)

"AT-C"
(1. 1. 58)

VOKES AUSTRALIA PTY. LIMITED.

MINUTES OF MEETING OF DIRECTORS OF THE COMPANY HELD
AT THE REGISTERED OFFICE OF THE COMPANY, 27 O'CONNELL
STREET, SYDNEY, ON WEDNESDAY, 9TH NOVEMBER, 1960 AT 12 NOON.

PRESENT: Mr. B.H. Smith (in the Chair)
Mr. J. Beckett.

CHAIRMAN: It was resolved that Mr. B.H. Smith occupy
the Chair.

QUORUM: The Chairman announced that the necessary
Quorum was present.

REVALUATION
OF LAND

AND BUILDINGS: Opinion by L.J. Hooker Ltd. that the current
market value of property at 422/430 West Botany
Street, Rockdale was laid before the meeting.

It was resolved:-

The Account in the Company Books be written
up to show a value as at this date of £75,000.
(Seventy five thousand pounds) and that the
surplus thus revealed over present balance be
credited to an account styled Assets Revaluation
Reserve Account.

There being no further business the Meeting then
terminated.

These Minutes were then read over and confirmed.



CHAIRMAN.

VOKES AUSTRALIA PTY. LIMITED

MINUTES OF MEETING OF DIRECTORS OF VOKES AUSTRALIA PTY. LIMITED HELD AT THE REGISTERED OFFICE OF THE COMPANY C/- B.O. SMITH & SON, 27 O'CONNELL STREET, SYDNEY ON TUESDAY, 28TH MARCH, 1961 AT 5 P.M.

PRESENT:

Mr. B. O. Smith (Chairman) (by continuing proxy dated 4th September, 1952 from Vokes Group Limited), Messrs. B. H. Smith and John Beckett.

ACTING
SECRETARY:

Mr. Bruce Henry Smith was appointed Acting Secretary of the Company for the purpose of this meeting.

UNSECURED
NOTES:

The Company having previously borrowed the sum of £ A10,000 from Vokes Group Limited it was resolved that the lending Company be issued with 200 Unsecured Notes of £ A50 each, numbered 1376 to 1575 inclusive carrying interest at $7\frac{1}{2}\%$ per annum.

It was further resolved that the Memorandum of Agreement for the issue of such Unsecured Notes be signed by Basil Oswald Smith (Director) and Bruce Henry Smith (Acting Secretary) under the Common Seal of the Company.

The meeting then terminated whereupon these minutes were read, confirmed and signed as a true record of the proceedings.


.....
Chairman.

VOKES AUSTRALIA PTY. LIMITED

MINUTES OF MEETING OF DIRECTORS OF VOKES AUSTRALIA
PTY. LIMITED HELD AT THE OFFICES OF MESSRS. B. O. SMITH
& SON, 27 O'CONNELL STREET, SYDNEY ON 30TH JUNE, 1964.

PRESENT:


Messrs. B. O. Smith (Chairman), B. H. Smith
and P. W. Crane.

STAFF
BONUS:

It was resolved that a bonus totalling £4,000.0.0.
be paid to the following staff in respect of the year ended
31st March, 1964.

<u>Name</u>	<u>Amount</u>
P. W. Crane	1,000 0 0
G. C. Ball	850 0 0
J. D. Gardner	500 0 0
D. J. Warner	300 0 0
E. R. Keogh	250 0 0
S. S. Reid	250 0 0
G. E. Sanders	200 0 0
K. H. Turner	200 0 0
V. G. Beltram	200 0 0
I. S. Cox	250 0 0
	<u>£4,000 0 0</u>

Signed as a true record

 28/8/64
.....
CHAIRMAN.

VOKES AUSTRALIA PTY. LIMITED.

COMMITMENTS - CAPITAL EXPENDITURE - AS AT 29TH JANUARY, 1965.

<u>ITEMS.</u>			<u>REMARKS.</u>
<u>BUILDING:</u>			
Contract Price	20,431.		Adjustments at final settlement, are expected to remain within this figure.
Less: Progress Payments to date	<u>18,000.</u>	2,431.	
<u>BUILDING SERVICES:</u>			
Comprising Cooling Water, Electrical Installation, Compressed Air System etc.		<u>4,000.</u> 6,431	These services are well advanced in installation.
<u>PLANT:</u>			
Lathe, "Town Woodhouse" Series 85 10½" centre height x 10' between centres		4,200.	Expected 15th February, 1965.
Milling Machine, "Elliott Victoria" Model U2H with accessories		2,995.	" " " "
Folder and Bender, "John Heine" Model 64H		280.	" " " "
Hoist "Demag" 2 Ton Electric Hoist		563.	" " " "
Profile Cutter, "C.I.G." Multi pipe Profile Cutter		<u>2,244.</u> <u>10,282.</u>	" March, 1965.
		£16,713.	

VOKES AUSTRALIA PTY. LIMITED.

CASH POSITION AS AT 31ST JANUARY, 1965.

1. Funds on Hand.

Favourable Balance Current Account	37,553
Moneys on Deposit with Bank	<u>15,000</u>
	<u>£52,553</u>

2. Funds on Hand after providing for Capital
Expenditure and Taxation
Gross Funds as above

52,553

Less:

Further costs of Building extension	6,431	
Commitments for new Plant and Equipment	10,282	
Income Tax on Profit for year ended 31st March, 1964	<u>19,628</u>	<u>36,341</u>
Surplus Funds		<u>£16,212</u>

VOKES AUSTRALIA PTY. LIMITED

MINUTES OF MEETING OF DIRECTORS HELD AT ROCKDALE
ON 2ND NOVEMBER 1965 AT 11 A.M.

PRESENT:

Directors -

Mr. B. H. Smith
Mr. J. Beckett
Mr. P. Crane

Secretary -

Mr. G. Ball

CHAIRMAN:

It was resolved that Mr. B. H. Smith occupy the Chair.

THE LATE MR.
B. O. SMITH :

The Company formally expressed its regrets at the death of Mr. B. O. Smith on 24th October 1965.

PROGRESS FIGURES
FOR HALF YEAR
ENDED 30TH SEPT-
EMBER 1965 :

Report for the half year ended 30th September 1965 was tabled and discussed.

The report disclosed a Net Profit of £15,926 for the half year after providing £11,500 for Income Taxes. It was noted that the result compared with £15,867 for the half year ended 30th September 1964 after providing £11,700 for Income Taxes.

The figures for the half year now ended had been prepared in conformity with the suggestions of the Parent Company.

Profit before Tax for the half year ended 30th September 1965 of £27,426 compared with the Budgetted Profit of £22,643.

The following comments were submitted in relation to the variance from Budget:-

- (a) Sales of £231,401 exceeded budget by £4,181.
- (b) Gross Profit of £104,056 exceeded budget by £2,970 because of higher sales and lower material and labour content.
- (c) Expenses were less than budget by £1,528 but it was considered that this advantage could be eliminated later in the year on actual expenditure on advertising coming up to budget.

CASH POSITION:

Funds at the Bank at 30th September 1965 amounted to £58,172 as against £60,798 as per Cash Budget.

At 31st October 1965 the funds at the Bank amounted to £63,813 as against £65,798 as per Cash Budget.

PROSPECTS:

During the five months ending 31st March 1966 the Company had budgetted for Sales of £36,000 per month.

Sales for October totalled £34,541 but the order intake for that month had totalled only £29,196.

Outstanding sales orders at 30th September 1965 totalled £77,365 as against £108,525 at 30th September 1964.

The Meeting was advised that production schedules for initial equipment which were normally geared to about £7,500 per month had been reduced to less than £2,000 per month.

The principal customers concerned were -

International Harvester
Massey Ferguson
Ford Company
Perkins
Ronaldson Bros. & Tuppett

It was considered that the reason for the reduced order intake from the above customers was due to the adverse affects of the widespread drought.

Mr. Crane reported to the Meeting that he was hoping to receive some benefit during the current year from the following modified or new products:-

Autoroll (new price 35% less)
Mini roll
Grease filter
Washable pad filter
Uni vee bag type filter

Whilst management was not prepared to assure the Board that the budgetted sales level of £36,000 per month would be achieved during the balance of the current year if conditions deteriorated further it was not expected that the average level would fall below £33,000.

Should sales fall to an average of £33,000 for the last five months of the year it was still considered that Budgetted Profit figure of £43,553 could be met having regard to the result to 30th September 1965.

BUILDING EXTENSIONS:

The letter dated 15th October 1965 from Sir Ian Stewart-Richardson to Mr. B.H. Smith was considered. A copy of this had been previously made available to the company for consideration.

Management had been requested to consider whether any alternative proposal existed that would be preferable such as:-

- (a) Building the extension in stages.
- (b) Incorporating the facilities in the existing factory and extending the present factory.

In regard to (a) above it was considered by the Architect if the extension were to be undertaken in two stages it would cost 15% more.

In regard to (b) above it was not considered by the Directors that this would be economic or practicable.

Letter dated 25th October 1965 from the Architects was tabled and it was quite clear that if quotations were called for considerable cost would be involved in any case.

The estimates of the costs of the extension were summarised as follows:-

Building including Partitions and Flooring	44, 880
Airconditioning	7, 000
Repositioning of road	1, 500
Furnishing and Laboratory Equipment	1, 000
Double glazed windows and sound absorption material for Accoustic Laboratory	500
Architects' Fees	<u>3, 842</u>
	<u>£ 58, 722</u>

Concerning the reliability of the building estimates it was considered that the previous experience with the Architects was now sufficient to consider the estimates reliable.

In regard to airconditioning costs Mr. Crane advised that he had received a quotation for this.

The following space figures were submitted to the Board -

Existing

Factory Area (including Stores area)	56, 400 sq. ft.
Laboratory Sections	735 sq. ft.
Offices	<u>2, 211 sq. ft.</u>
	<u>59, 346 sq. ft.</u>

Proposed After Extensions

Factory Area		56, 400 sq. ft.
Laboratory Sections		4, 000
Offices - Old	2, 211	
New	<u>4, 000</u>	<u>6, 211</u>
		<u>66, 611 sq. ft.</u>

The points raised in Sir Ian Stewart-Richardson's letter were then dealt with:-

1. It was unanimously resolved that the Board recommend to the Parent Company that the extensions be proceeded with.
2. It was resolved that the Board advise the Parent Company that the estimates of £58,722 could be regarded as reliable and should not be exceeded.
3. It was considered that it was unlikely that sufficient funds would not be available to meet the expenditure on the extensions.

Signed as a correct record -

7th December 1965 
Chairman.

MINUTES OF MEETING OF DIRECTORS HELD AT THE REGISTERED
OFFICE OF THE COMPANY, 20TH FLOOR, A.N.Z. BANK BUILDING,
68 PITT STREET, SYDNEY, ON WEDNESDAY, 9TH MARCH, 1966
AT 4 P.M.

PRESENT:

Directors:

Mr. B.H. Smith - In Chair.
Mr. J. Beckett
Mr. P.W.J. Crane

Secretary:

Mr. G.C. Ball

MINUTES OF MEETING
HELD ON 8TH FEBRUARY,
1966.

The Minutes of the Meeting held on 8th February, 1966 having been circulated, it was Resolved that they be signed as a correct record of the proceedings at that Meeting.

CORRESPONDENCE:

The following correspondence was tabled:

Dated 16th February, 1966 from Mr. Ringe, being further to his letter dated 1st February, 1966.

Dated 4th March, 1966 from Mr. Osborne advising approval by Board of Vokes Group Limited to proceed with building development estimated at a maximum of \$68,000.

MATTERS ARISING
FROM CORRESPONDENCE:

Letter from Mr. Ringe was considered and it was noted that the matter is now closed.

BUILDING EXTENSIONS:

Resolved that Company Architect be instructed to proceed with Plans and Specifications and to call tenders in accordance with conditions of above letter dated 4th March, 1966 for further consideration.

GENERAL MANAGER'S
REPORT:

The General Manager's Report dated 8th March, 1966 was tabled and considered. A copy of this report is attached to these Minutes for record purposes.

FINANCIAL REPORT:

The Financial Report for the Ten Months ended 31st January, 1966 was tabled and the following matters noted.

Sales at \$701,788 are \$40.652 below Budget target of \$742,440.

Actual overhead costs to date are \$13,502 below Budget resulting in Profit on Trading being within \$122 of Budget.

Profit before Tax has benefited by Sundry Income at \$7,478 exceeding Budget of \$4,044 by \$3,334.

Funds at Bank were \$148,791 plus available overdraft of \$40,000 as compared with Budget of \$151,596 without overdraft.

FINANCIAL REPORT:
(Continued)

The following preliminary figures for February, 1966 result were noted:

Sales of \$76,505 compared with \$69,658 for February, 1965.

Orders received were \$114,409 compared with \$42,022 for February, 1965. However, the larger orders received were for long deliveries extending as far as 1969.

Funds at Bank were \$108,786 plus available overdraft of \$40,000 compared with Budget of \$111,598 without overdraft.

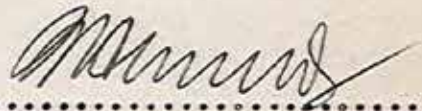
Resolved to place \$10,000 in Interest Bearing Deposit with Bank of New South Wales.

CLOSE:

There being no further business, the meeting was then closed.

Signed as a correct record..

5th April 1966



.....
Chairman.

LIGHTFOOT, STANTON & HANLON

Architects

CALTEX HOUSE • 167-187 KENT STREET • SYDNEY • PHONE 27-3489

ROSS A. LIGHTFOOT, F.R.A.I.A.
MALCOLM J. STANTON, A.R.A.I.A., DIP.T.C.P. (SYDNEY)
PHILIP E. HANLON, A.R.A.I.A.
KENNETH J. RITCHIE, A.R.A.I.A.

5th July 1966

General Manager,
Vokes Australia Pty Ltd.,
422 West Botany St.,
ROCKDALE

Dear Sir,

Re : Tenders - New Laboratory and Additions to
Office Building, 422 West Botany St, Rockdale.

We are forwarding herewith six Tenders received for the erection of a new Laboratory and additions to the Office Building at your above mentioned premises. The Tenders are as follows :-

	<u>Builder</u>	<u>Tender</u>	<u>Time for Completion.</u>
(1)	B.H. Coleman & Fairburn Pty Ltd	\$44,800.00	14 weeks
(2)	Allan C. Smith & Co Pty Ltd	\$46,060.00	15 weeks
(3)	George Martin Builders Pty Ltd	\$46,746.00	16 weeks
(4)	Stevens Building Services Pty Ltd	\$46,862.00	20 weeks
(5)	Welch Bros (Builders) Pty Ltd	\$47,932.00	18 weeks
(6)	R.G. Stuart Pty Ltd	\$52,878.00	14 weeks

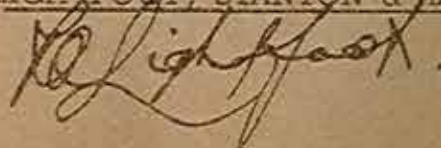
The lowest tenderer, B.H. Coleman & Fairburn Pty Ltd are well known to your firm and to ourselves, and in view of the fact that their Tender is within our estimate for the work, we would recommend acceptance of that tender.

Awaiting your further instructions.

We are forwarding also a copy of the drawings and specification.

Yours faithfully,

LIGHTFOOT, STANTON & HANLON



Encl :

V O K E S A U S T R A L I A P T Y . L I M I T E D

MINUTE BY GENERAL MANAGER 12TH JULY, 1966.

SUBJECT: BUILDING PROJECT - AIRCONDITIONING:

The Airconditioning Contractors have not been as co-operative as the Builders in the matter of quotations, as they have not yet given written confirmation of their verbal quotations.

The Airconditioning Contractors were in agreement that the only satisfactory system for our conditions, would be one incorporating chilled and hot water. Their reasons for this recommendation is, that all the downstairs offices will be shaded by the overhang of the extension, or their present position under the factory roof, and this creates a different requirement to the upstairs offices, which because of their north and west aspects, will be subject to the heat from the sun for practical purposes from sunrise to sunset.

Furthermore, for a ducted system under our conditions, it would be necessary for all ducts to be exposed. As Local Regulations insist upon a minimum height of 7'9" between floor and duct, it would be unsuitable and unsightly to try to install this duct system and, furthermore, it would not provide for any variation in the needs of the different areas.

Tenders received are as follows:

Tallents Pty. Ltd.	\$22,326.00
Harvey Air Conditioning Pty. Ltd.	\$31,536.00
Blendair Pty. Ltd.	Not yet received.

.....

General Manager.

GENERAL MANAGER'S REPORT.

The month of June was completed satisfactorily in both the Despatch and Inwards Sales figures, and the quarterly figures indicate a favourable result.

Stocks are currently being prepared for despatch to our new Melbourne Office, and we should get some slight benefit from this later in 1966. Mr. Gardner will be assessing the commencing date of the new Representative whilst he is in Melbourne during the first week in August.

The tenders are in for the construction of the new office block and laboratory and are attached to this report. Work has been commenced on vacating the small buildings at present on the proposed site for the laboratory, and the area should be completely cleared by July 15th.

In view of the fact that we anticipate having our new Drawing Office and Laboratories in operation in their expanded form by the end of 1966, it is considered opportune to foreshadow broad plans for exploiting the potential which should be created over the next few years.

The information set out below is in very broad outline as our plans are, even now, only in the formative stages and we would point out, however, that the items listed below are not necessarily in the order of requirement which will be determined from time to time in the light of circumstances, economic opportunities, potential and availability of funds.

PLANT.

(a) Expansion Bellows Production

Costs of Plant installed together with costs of training personnel Say \$50,000

(b) Press Brake

This item has been considered at the Factory before but space and costs were a deterrent. However, the volume and costs of sub contract work have caused us to re-open the thought and we will need this item in the fairly near future. Say \$17,000

(c) Hydraulic Press.

This item is placed on the list as a replacement for our present deep drawing press and as a means of ultimately dispensing with sub-contractors. The press being used on current production is a second hand machine which has almost finished its useful life, it also is limited in its draw depth capacity (2⁷/₈").

A 100 ton hydraulic press would capably handle all our current products, and as there is a shortage of press time available in Sydney could be made to earn money by us contracting for outside press work. Say \$40,000.

(d) Boring Machine.

Consideration must be given to the eventual purchase of this machine for at present we are using our Radial drill to do all the line boring required. As we are currently producing large quantities of components which require line boring, there is a considerable bank up of work for this machine in its correct function.

(d) Boring Machine (Cont'd)

As line boring, in quantity, is not an economical proposition on a radial drilling machine, then we should plan to instal the correct machine when the opportunity presents itself.

Say \$17,000

(e) Disc Cutter.

The volume of work for a machine of this nature has reached the stage where it is now necessary. We are, at present, using a power hacksaw which, of its very nature, is time consuming.

Say \$ 1,300

(f) Fork Lift Truck.

We have for some time past and will continue in the future to move into the manufacturing of heavy items. Our present mobile equipment consists of two hand trucks, one Samson Trolley, one hand operated Hydraulic Fork Lift and one small hand operated mobile crane, maximum lifting capacity 1 ton. Several items of equipment we have recently produced have weighed in excess of two tons, and it becomes extremely expensive to handle these units around the workshop and also involves the Company in risks under Factory Laws and Regulations apart from Workers' Compensation Law. This, therefore, is a fairly urgent need. Say \$ 8,000

(g) New Factory Premises.

The nature of the Hydraulic Press, Boring Machine and Bellows Project would need to be integrated with extension of factory area, therefore, a further bay or bays will be required, estimated at some \$40,000 per bay.

Say \$40,000

REPLACEMENT OF EQUIPMENT.

It was the policy of various Managers up till the time I assumed the position, to equip the works with secondhand machinery with the result that we do have need for a replacement programme over the next few years.

The vivid example of lack of modern equipment in this Company's history is the Automotive Trade which we once held but were pushed out by new comers to the industry with new equipment and systems, which priced us out of the market. Our change over to industrial lines was the move that re-established the business on a profitable basis.

Over the past fifteen (15) years the number of opposition Companies in the industrial filtration field has increased enormously and, in view of the potential that exists we, at Rockdale, do not want a repetition of the earlier experience.

It is the intention of the Management at Rockdale to institute a serious survey of plant and equipment early in 1967 but, until this is well under way, a serious or considered estimate of funds required over what period cannot be given.

However, for budget purposes, it might be as well to consider a figure in the region of \$40,000-00.

12th July, 1966.