

FILE COPY

CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company No. 7147941

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

ABSOLOUTE COATINGS LTD

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/Wales

Given at Companies House on 5th February 2010



N07147941K





1005	74/20					
In accordance with Section 9 of the Companies Act 2006.	INO1 Application to register a company	Hore				
	400					
	A fee is payable with this form. Please see 'How to pay' on the last page.					
	What this form is for You may use this form to register a private or public company. What this form is NOT for You cannot use this form to a limited liability partnership this, please use form LL INO1 A57	COMPANIES HOUSE				
Part 1	Company details					
		Filling in this form Please complete in typescript or in bold black capitals. All fields are mandatory unless specified or indicated by *				
A1	Company details					
	Please show the proposed company name below.	Ouplicate names Duplicate names are not permitted. A				
Proposed company name in full •	ABSOLOUTE COATINGS LTD	list of registered names can be found on our website. There are various rules that may affect your choice of name. More information is available at: www.companieshouse.gov.uk				
A2	Company name restrictions o					
	Please tick the box only if the proposed company name contains sensitive or restricted words or expressions that require you to seek comments of a government department or other specified body. I confirm that the proposed company name contains sensitive or restricted words or expressions and that approval, where appropriate, has been sought of a government department or other specified body and I attach a copy of their response.	◆ Company name restrictions A list of sensitive or restricted words or expressions that require consent can be found in guidance available on our website: www.companieshouse.gov.uk				
A3	Exemption from name ending with 'Limited' or 'Cyfyngedig' o					
_	Please tick the box if you wish to apply for exemption from the requirement to have the name ending with 'Limited', Cyfyngedig' or permitted alternative. I confirm that the above proposed company meets the conditions for exemption from the requirement to have a name ending with 'Limited', 'Cyfyngedig' or permitted alternative.	Name ending exemption Only private companies that are limited by guarantee and meet other specific requirements are eligible to apply for this. For more details, please go to our website: www.companieshouse.gov.uk				
A4	Company type®					
	Please tick the box that describes the proposed company type and members' liability (only one box must be ticked): Public limited by shares Private limited by shares Private unlimited with share capital	Company type If you are unsure of your company's type, please go to our website: www.companieshouse.gov.uk				

BIS Department for Business Innovation & Skills

Private unlimited without share capital

	INO1 Application to register a company	
A5.	Situation of registered office ©	
	Please tick the appropriate box below that describes the situation of the proposed registered office (only one box must be ticked): England and Wales Wales Scotland Northern Ireland	● Registered office Every company must have a registered office and this is the address to which the Registrar will send correspondence. For England and Wales companies, the address must be in England or Wales. For Welsh, Scottish or Northern Ireland companies, the address must be in Wales, Scotland or Northern Ireland respectively.
A6	Registered office address o	
	Please give the registered office address of your company.	❷ Registered office address You must ensure that the address
Building name/number	UNIT 2	shown in this section is consistent with the situation indicated in
itreet	DUNLOP ROAD	section A5.
	HUNTEND INDUSTRIAL EST.	You must provide an address in England or Wales for companies to
ost town	REDOUTE H	be registered in England and Wales.
County/Region	WORCESTERSHIRE	You must provide an address in Wales, Scotland or Northern Ireland
Postcode	WORCESTERSHIRE	for companies to be registered in Wales, Scotland or Northern Ireland respectively.
A7	Articles of association o	
	Please choose one option only and tick one box only.	For details of which company type can adopt which model articles,
Option 1	I wish to adopt one of the following model articles in its entirety. Please tick only one box. Private limited by shares Private limited by guarantee Public company	please go to our website: www.companieshouse.gov.uk
Option 2	I wish to adopt the following model articles with additional and/or amended provisions. I attach a copy of the additional and/or amended provision(s). Please tick only one box. Private limited by shares Private limited by guarantee Public company	
Option 3	I wish to adopt entirely bespoke articles. I attach a copy of the bespoke articles to this application.	
A8	Restricted company articles®	
	Please tick the box below if the company's articles are restricted.	Restricted company articles Restricted company articles are those containing provision for entrenchment. For more details, please go to our website: www.companieshouse.gov.uk

Part 2 Proposed officers For private companies the appoi

For private companies the appointment of a secretary is optional, however, if you do decide to appoint a company secretary you must provide the relevant details. Public companies are required to appoint at least one secretary.

Private companies must appoint at least one director who is an individual. Public companies must appoint at least two directors, one of which must be an individual.

For a secretary who is an individual, go to Section B1; For a corporate secretary, go to Section C1; For a director who is an individual, go to Section D1; For a corporate director, go to Section E1.

Secretary	·	
B1	Secretary appointments •	
	Please use this section to list all the secretary appointments taken on formation. For a corporate secretary, complete Sections C1-C5.	Corporate appointments For corporate secretary appointments, please complete
Title*		section C1-C5 instead of section B.
Full forename(s)		Additional appointments
Surname		If you wish to appoint more than one secretary, please use
Former name(s) @		the 'Secretary appointments' continuation page.
		Pormer name(s) Please provide any previous names which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes.
B2	Secretary's service address ⁰	
Building name/number		Service address This is the address that will appear
Street		on the public record. This does not have to be your usual residential address.
Post town		Please state 'The Company's Registered Office' if your service
County/Region		address will be recorded in the proposed company's register
Postcode		of secretaries as the company's registered office.
Country		If you provide your residential address here it will appear on the public record.
В3	Signature e	
	I consent to act as secretary of the proposed company named in Section A1.	Signature The person named above consents
Signature	Signature X	to act as secretary of the proposed

IN01

Application to register a company

Corporate secretary

C1	Corporate secretary appointments ●	
	Please use this section to list all the corporate secretary appointments taken on formation.	Additional appointments If you wish to appoint more than one corporate secretary, please use the
Name of corporate body/firm		'Corporate secretary appointments' continuation page. Registered or principal address
Building name/number		This is the address that will appear on the public record. This address
Street		must be a physical location for the delivery of documents. It cannot be a PO box number (unless contained within a full address), DX number or
Post town		LP (Legal Post in Scotland) number.
Postcode		
Country		
C2	Location of the registry of the corporate body or firm	
-	Is the corporate secretary registered within the European Economic Area (EEA)?	
	 → Yes Complete Section C3 only → No Complete Section C4 only 	
C3	EEA companies ®	
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register.	● EEA A full list of countries of the EEA can be found in our guidance: www.companieshouse.gov.uk
Where the company/ firm is registered •		This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC).
Registration number		
C4	Non-EEA companies	
	Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register.	Non-EEA Where you have provided details of the register (including state) where the company or firm is registered,
Legal form of the corporate body or firm		you must also provide its number in that register.
Governing law		
If applicable, where the company/firm is registered •		
Registration number		
C5	Signature 9	
	I consent to act as secretary of the proposed company named in Section A1.	Signature The person named above consents
Signature	Signature X	to act as corporate secretary of the proposed company.
		<u> </u>

Director				
D1	Director appointments ●			
	Please use this section to list all the director appointments taken on formation. For a corporate director, complete Sections E1-E5.	Appointments Private companies must appoint at least one director who is an		
Title*	MR.	individual. Public companies must appoint at least two directors, one of		
ull forename(s)	TONATHAN PAUL	which must be an individual.		
Surname	HAYNES	Please provide any previous names		
ormer name(s) ❷	\sim \sim \sim \sim	which have been used for busine purposes in the last 20 years. Married women do not need to g former names unless previously u		
Country/State of residence •	ENGLAND	for business purposes. • Country/State of residence		
Nationality	ENGLISH	This is in respect of your usual residential address as stated in		
Date of birth	12 5 11 119512	section D4		
Business occupation (if any) •		Business occupation If you have a business occupation, please enter here. If you do not, please leave blank.		
		Additional appointments If you wish to appoint more than one director, please use the 'Directo appointments' continuation page.		
D2	Director's service address Please complete the service address below. You must also fill in the director's usual residential address in Section D4.	Service address This is the address that will appear		
Building name/numbe		 on the public record. This does not have to be your usual residential 		
Street	DUNLOP ROAD HUNTEND INDUSTRIAL EST	 address. Please state 'The Company's Registered Office' if your service 		
Post town	REDDITCH	proposed company's register of		
County/Region	WORCESTERSHIRE	 directors as the company's register office. 		
Postcode	WORCESTERSHIRE B97 5XP	tf you provide your residential address here it will appear on the		
Country	ENGLAND	public record.		
D3	Signature [©]	<u> </u>		
	I consent to act as director of the proposed company named in Section A1.	Ø Signature		
Signature	Signature X	The person named above consents to act as director of the proposed company.		

IN01

Application to register a company

Director

D1	Director appointments •	
	Please use this section to list all the director appointments taken on formation. For a corporate director, complete Sections E1-E5.	• Appointments Private companies must appoint at least one director who is an
Title* Full forename(s)		individual. Public companies must appoint at least two directors, one of which must be an individual.
Surname		• Former name(s)
Former name(s) ©		Please provide any previous names which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used
Country/State of residence ⊙		for business purposes. © Country/State of residence
Nationality Date of birth	d d m m y y y y	This is in respect of your usual residential address as stated in Section D4
Business occupation (if any) •		Business occupation If you have a business occupation, please enter here. If you do not, please leave blank.
	-	Additional appointments If you wish to appoint more than one director, please use the 'Director appointments' continuation page.
D2	Director's service address Please complete the service address below. You must also fill in the director's	© Service address
Building name/number	usual residential address in Section D4.	This is the address that will appear on the public record. This does not have to be your usual residential
Street		address. Please state 'The Company's Registered Office' if your service
Post town		address will be recorded in the proposed company's register of
County/Region		directors as the company's registered office.
Postcode		If you provide your residential
Country		address here it will appear on the public record.
D3.	Signature [©]	<u> </u>
	I consent to act as director of the proposed company named in Section A1.	⊙ Signature The person named above consents
ignature	Signature X	to act as director of the proposed company.

Corporate director

E1	Corporate director appointments •	
<u> </u>	Please use this section to list all the corporate directors taken on formation.	Additional appointments If you wish to appoint more than one
Name of corporate body or firm		corporate director, please use the 'Corporate director appointments' continuation page.
Building name/number		Registered or principal address This is the address that will appear
street		on the public record. This address must be a physical location for the delivery of documents. It cannot be a PO box number (unless contained
Post town		within a full address), DX number of LP (Legal Post in Scotland) number.
County/Region		
Postcode		
Country		
E2	Location of the registry of the corporate body or firm	
	Is the corporate director registered within the European Economic Area (EEA)?	
	→ Yes Complete Section E3 only	
	→ No Complete Section E4 only	
E3	EEA companies ®	
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register.	EEA A full list of countries of the EEA ca be found in our guidance:
Where the company/		www.companieshouse.gov.uk
firm is registered •		This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC).
Registration number		Dicease (001) Street.
E4	Non-EEA companies	
	Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register.	Non-EEA Where you have provided details of the register (including state) where the company or firm is registered,
Legal form of the corporate body or firm		you must also provide its number i that register.
Governing law		
If applicable, where the company/firm is registered •		
If applicable, the registration number		
E5	Signature 9	
	I consent to act as director of the proposed company named in Section A1.	© Signature
	·	The person named above consents

Part 3	Statement	of capital				
		have share capital? plete the sections below Part 4 (Statement o			:	
F1	Share capital in	pound sterling (f	E)			
Please complete the ta If all your issued capita	ble below to show earling, only o	ach class of shares held complete Section F1 a	d in pound sterling. nd then go to Section F4.			
Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share	Amount (if any) unpaid on each share ©	Number of share	es 0	Aggregate nominal value 0
ORDINA	RY	\$1.00		100)	100.00
						£
						£
						£
			Totals			£
F2	Share capital in	other currencies				
Please complete the ta Please complete a sep		ny class of shares held currency.	in other currencies.			
Сиптепсу						
Class of shares (E.g. Ordinary/Preference etc	.)	Amount paid up on each share	Amount (if amy) unpaid on each share •	Number of shar		Aggregate nominal value
			Totals			
Сигтепсу						
Class of shares (E.g. Ordinary/Preference etc	<u>.</u>	Amount paid up on each share	Amount (if any) unpaid on each share	Number of share	es 0	Aggregate nominal value 9
			Totals	<u> </u>		<u> </u>
F3	Totals					
	Please give the total issued share capital		d total aggregate nominal	value of	Please I	ggregate nominal value ist total aggregate values in
Total number of shares	different currencies separately. For example: £100 + €100 + \$10 etc					£100 + €100 + \$10 etc.
Total aggregate nominal value ©	£100	.00				
 Including both the noming share premium. Total number of issued states 	•	Number of shares issue nominal value of each:	share. Ple	ntinuation Pag ase use a Staten ge if necessary.		tal continuation

F4	Statement of capital (Prescribed particulars of rights attached to shares)					
	Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in Sections F1 and F2.	 Prescribed particulars of rights attached to shares The particulars are: 				
Class of share	ORDINARY	a. particulars of any voting rights,				
Prescribed particulars	THE SHARE CAPITOL OF THE COMPANY IS \$100 DIVIDED INTO 100 ORDINARY \$1 SHARES OF \$1 EACH. THE DIRECTORS ARE, SUBSECT TO 580 OF THE COMPANIES ACT 1985, GONORMY AUTHORIZED TO EXCERSIBE ANY POWER OF THE COMPANY TO ALLOT, GRANT OPTIONS OVER OR OTHERWISE DISPOSE OF SHARES IN THE CAPITAL OF THE COMPANY FOR SUCH CONSIDERATION AND UPON SUCH TERMS AND CONDITIONS AS THE DIRECTORS MAY DETERMINE; UNLESS REVOKED OR VARIED BY ORDINARY RESCLOUTION OF THE COMPANY IN GENERAL MEETING.	'Statement of Capital (Prescribed particulars of rights attached to shares)' continuation page if necessary.				

Class of share	Prescribed particulars of rights
Prescribed particulars •	attached to shares The particulars are: a. particulars of any voting rights, including rights that arise only in certain circumstances; b. particulars of any rights, as respects dividends, to participate in a distribution; c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder and any terms or conditions relating to redemption of these shares.
	A separate table must be used for each class of share. Continuation pages Please use a 'Statement of capital
	each class of share. Continuation pages

F5

Initial shareholdings

This section should only be completed by companies incorporating with share capital. Please complete the details below for each subscriber.

The addresses will appear on the public record. These do not need to be the subscribers' usual residential address.

Initial shareholdings Please list the company's subscribers in alphabetical order.

Please use an 'Initial shareholdings' continuation page if necessary.

Subscribers	usual residential address.	•		I	сонынавон рад	·
Subscriber's details	Class of share	Number of shares	Ситепсу	Nominal value of each share	Amount (if any) unpaid	Amount paid
JONATHAN PA HAYNES	UK ORAWARY	100	£	£1	ENIL	£ 100
UNIT 2 NUNLOP ROAD						
HUNTEND IND REDDITED	κρ ×					
Name						
Address						
Mame						
Address						
Mane						1
Address						
Name						
Address						

Statement of guarantee Part 4 Is your company limited by guarantee? → Yes Complete the sections below. No Go to Part 5 (Statement of compliance). G1 **Subscribers** Please complete this section if you are a subscriber of a company limited by guarantee. The following statement is being made by each and every person Please use capital letters. named below. The addresses in this section will appear on the public record. They do not have to be the subscribers' usual I confirm that if the company is wound up while I am a member, or within one year after I cease to be a member, I will contribute to the assets of the residential address. company by such amount as may be required for: payment of debts and liabilities of the company contracted before I Amount guaranteed Any valid currency is permitted. cease to be a member; **Continuation pages** payment of costs, charges and expenses of winding up, and; Please use a 'Subscribers' adjustment of the rights of the contributors among ourselves, continuation page if necessary. not exceeding the specified amount below. Subscriber's details Forename(s) Surname • Address @ Postcode Amount guaranteed 6 Subscriber's details Forename(s) Sumame • Address @ Postcode Amount guaranteed © Subscriber's details Forename(s) @ Surname 9 Address @ Postcode

IN01

Amount guaranteed €

Application to register a company

	Subscriber's details	● Name
Forename(s) •		Please use capital letters. ② Address
Sumame		The addresses in this section will
Address @		appear on the public record. They do not have to be the subscribers' usual residential address.
Postcode		◆ Amount guaranteed Any valid currency is permitted.
Amount guaranteed		Continuation pages Please use a 'Subscribers'
	Subscriber's details	continuation page if necessary.
Forename(s)		
Surname •		
Address 🛮		
Postcode		
Amount guaranteed		
	Subscriber's details	
Forename(s) •		
Surname •		
Address ❷		
Postcode		
Amount guaranteed •		
	Subscriber's details	
Forename(s) •		
Surname		
Address @		
Postcode		
Amount guaranteed		
	Subscriber's details	
Forename(s) •		
Surname @		
Address @		
Voritor A		
Postcode		
Amount guaranteed		
	•	

Part 5	Statement of compliance	
	This section must be completed by all companies.	-
	Is the application by an agent on behalf of all the subscribers?	
	 → No Go to Section H1 (Statement of compliance delivered by the subscribers). → Yes Go to Section H2 (Statement of compliance delivered by an agent) 	
Н1	Statement of compliance delivered by the subscribers •	
	Please complete this section if the application is not delivered by an agent for the subscribers of the memorandum of association.	Statement of compliance delivered by the subscribers Every subscriber to the memorandum of association must
	I confirm that the requirements of the Companies Act 2006 as to registration have been complied with.	sign the statement of compliance.
Subscriber's signature	X J. P. HAYNES.	(
Subscriber's signature	Signature X	
Subscriber's signature	Signature	C
Subscriber's signature	Signature X	- K
Subscriber's signature	Signature X	- K

Subscriber's signature Continuation pages Please use a 'Statement of X compliance delivered by the subscribers' continuation page if more subscribers need to sign. Subscriber's signature X X Subscriber's signature X Subscriber's signature X X H2 Statement of compliance delivered by an agent Please complete this section if this application is delivered by an agent for the subscribers to the memorandum of association. Agent's name **Building name/number** Street Post town County/Region Postcode Country I confirm that the requirements of the Companies Act 2006 as to registration have been complied with. Signature Agent's signature X X

IN01

Application to register a company

Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

·
J. P. HAYNES
Cocapany name
Addres 63 TIDBURY CLOSE
WALKWOOD
POST TOWN REDDITCH
COUNTYPROJUM WORLESTERSHIRE
Postcode B975LW
Country FAIC (QAID

1dephone 07745630948

✓ Certificate

We will send your certificate to the presenters address (shown above) or if indicated to another address shown below:

☐ At the registered office address (Given in Section A6). ★ At the agents address (Given in Section H2).

✓ Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- Tou have checked that the proposed company name is available as well as the various rules that may affect your choice of name. More information can be found in quidance on our website.
- ☐ If the name of the company is the same as one already on the register as permitted by The Company and Business Names (Miscellaneous Provisions) Regulations 2008, please attach consent.
- You have used the correct appointment sections.
- Any addresses given must be a physical location. They cannot be a PO Box number (unless part of a full service address), DX or LP (Legal Post in Scotland) number.
- The document has been signed, where indicated.
- □ All relevant attachments have been included.
- ☐ You have enclosed the correct fee.

Important information

Please note that all information on this form will appear on the public record, apart from information relating to usual residential addresses.

How to pay

A fee of £20 is payable to Companies House to register a company.

Make cheques or postal orders payable to 'Companies House.'

■ Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below:

For companies registered in England and Wales: The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ. DX 33050 Cardiff.

For companies registered in Scotland: The Registrar of Companies, Companies House, Fourth floor, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh, Scotland, EH3 9FF. DX ED235 Edinburgh 1 or LP - 4 Edinburgh 2 (Legal Post).

For companies registered in Northern Ireland: The Registrar of Companies, Companies House, First Floor, Waterfront Plaza, 8 Laganbank Road, Belfast, Northern Ireland, BT1 3BS. DX 481 N.R. Belfast 1.

Section 243 exemption

If you are applying for, or have been granted a section 243 exemption, please post this whole form to the different postal address below: The Registrar of Companies, PO Box 4082, Cardiff, CF14 3WE.

Further information

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of Absoloute Coatings 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 by each subscriber

Jonathan Paul Haynes

Dated 04-02-2010