

FILE COPY

CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company No. 7297210

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

ABEGG & CO 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 28th June 2010



N07297210F





					
,		006319	r /2	O	
In accordance with Section 9 of the Companies Act 2006	INO1 Application to register	a company	HURSDAY	*ABR26L49*	
	A fee is payable with this form Please see 'How to pay' on the last p	page	A2		168
	✓ 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 register a limited liability partnership To do this, please use form LE IN01		10 14/06/2010 COMPANIES HOUSE *AQSN3KUr- 28/05/2010 COMPANIES HOUSE	34 183
Part 1	Company details		Plea bold	ng in this form ase complete in typescript or in diblack capitals.	
Λ1	Company datails			fields are mandatory unless cified or indicated by *	•

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	Duplicate names			
Proposed company name in full •	ABEGG & CO LTD	Duplicate names are not permitted A list of registered names can be found on our website. There are various rules that may affect your choice of name			
For official use		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	O Company name restrictions A list of sensitive or restricted words or expressions that require consent can be found in guidance available			
	1 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	on our website www.companieshouse.gov.uk			
A3	Exemption from name ending with 'Limited' or 'Cyfyngedig' e				
	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	Name ending exemption Only private companies that are limited by guarantee and meet other			
	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	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 limited by guarantee 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			
	Private unlimited without share capital				

	Application to register a company	
A5	Situation of registered office o	
	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	
Building name/number	Please give the registered office address of your company. Hill House Little new Street	Registered office address You must ensure that the address shown in this section is consistent with the situation indicated in section A5
		You must provide an address in England or Wales for companies to
Post town	EONDON	be registered in England and Wales. You must provide an address in
County/Region Postcode	EC4ABTR	Wales, Scotland or Northern Ireland for companies to be registered in Wales, Scotland or Northern Ireland respectively
A7	Articles of association Output Description Out	
	Please choose one option only and tick one box only	⑤ For details of which company type
Option 1	I wish to adopt one of the following model articles in its entirety. Please tick only one box Private limited by shares ← This is correct. Private limited by guarantee Public company	can adopt which model articles, 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

Application to register a company

Part 2 Proposed officers

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 Former name(s) •		If you wish to appoint more than one secretary, please use the 'Secretary appointments' continuation page
		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 ®	·
Building name/number		Service address
Street		This is the address that will appear on the public record. This does not have to be your usual residential address.
Post town		Please state 'The Company's
County/Region		Registered Office' if your service address will be recorded in the
Postcode		proposed company's register of secretanes as the company's registered office
Country		If you provide your residential address here it will appear on the public record
В3	Signature o	
	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 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
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 within a full address), DX number or
Post town		LP (Legal Post in Scotland) number
County/Region		
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
Where the company/ firm is registered 9		www.companieshouse.gov.uk This is the register mentioned in
imin is registered •		Article 3 of the First Company Law
Registration number		Directive (68/151/EEC)
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
Legal form of the corporate body		the company or firm is registered, you must also provide its number in that register
or firm Governing law		
If applicable, where		
the company/firm is registered ©		
Registration number		
C5	Signature ©	
	I consent to act as secretary of the proposed company named in Section A1.	⊗ Signature
Signature	Signature	The person named above consents to act as corporate secretary of the
	×	proposed company
Signature	1 -	to act as corporate secreta

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*	MR	individual Public companies must appoint at least two directors, one of
Full forename(s)	MARK ATAS OF BOXHERVILLE	which must be an individual
Surname	ARFGG	◆ Former name(s) Please provide any previous names
Former name(s) ❷		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 ©	X uk	for business purposes.
Nationality C	SWISS	O Country/State of residence This is in respect of your usual
Date of birth	02 72 1985	residential address as stated in section D4
Business occupation (if any) •	Cheif Executive Officer	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 usual residential address in Section D4	Service address This is the address that will appear
Building name/number		on the public record This does not have to be your usual residential
Street	THE COMPANY'S REGISTERED	address. Please state 'The Company's Registered Office' if your service address will be recorded in the
Post town		proposed company's register of directors as the company's registered
County/Region		office
Postcode		If you provide your residential address here it will appear on the
Country		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
Signature	X Signature X	The person named above consents to act as director of the proposed company

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*		at least one director who is an individual Public companies must appoint at least two directors, one of which must be an individual			
Full forename(s)					
Surname		• Former name(s) Please provide any previous names			
Former name(s)		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			
Nationality		Ocuntry/State of residence This is in respect of your usual residential address as stated in			
Date of birth	d d m m y y y	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 9 Please complete the service address below You must also fill in the director's	Service address			
	usual residential address in Section D4	This is the address that will appear on the public record. This does not			
Building name/number		have to be your usual residential address.			
Street		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 address here it will appear on the			
Country		public record			
D3	Signature ©				
	I consent to act as director of the proposed company named in Section A1	O Signature			
Signature	Signature X The person named above to act as director of the company				

Application to register a company

Corporate director

E1	Corporate director appointments •	
	Please use this section to list all the corporate directors taken on formation	Additional appointments
Name of corporate body or firm		If you wish to appoint more than one corporate director, please use the 'Corporate director appointments' continuation page
Building name/number		Registered or principal address
Street		This is the address that will appear on the public record This address must be a physical location for the delivery of documents. It cannot be
Post town		a PO box number (unless contained within a full address), DX number or
County/Region		LP (Legal Post in Scotland) number
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 can be found in our guidance
Where the company/ firm is registered		www.companieshouse.gov.uk
		This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)
Registration number		
E 4	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.	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		
If applicable, the registration number		
E 5	Signature [©]	
	I consent to act as director of the proposed company named in Section A1	O Signature
Signature	Signature X	The person named above consents to act as corporate director of the proposed company
131		

	Application to rec	gister a company					
Part 3	Statement	of capital		·	<u></u>		
		have share capital?					
	1	plete the sections bel	ow				
	→ Ņo Got	o Part 4 (Statement	of guarantee)				
F1	Share capital in	pound sterling ((£)				
Please complete the to If all your issued capit			eld in pound sterling and then go to Section F4				
Class of shares (E g Ordinary/Preference etc	c)	Amount paid up on each share	Amount (if any) unpaid on each share •	Number of sha	e 0	Aggre	egate nominal value 🥹
Ordinary		71		9.	7	£	97
Ordinary		71		-	3	£	2
						£	$\overline{}$
						£	
			Totals	100	<u> </u>	£	100
F2	Share capital in	other currencies		1 .0		<u> </u>	100
Please complete the to Please complete a sep	able below to show a	ny class of shares held					
Currency							
Class of shares (E g Ordinary/Preference etc	c)	Amount paid up on each share	Amount (if any) unpaid on each share 9	Number of sha	es 2	Aggre	egate nominal value 🤨
			Totals		· · · · · ·		
<u></u>				1		<u> </u>	
Currency							
Class of shares (E.g. Ordinary/Preference etc	:)	Amount paid up on each share	Amount (if any) unpaid on each share •	Number of sha	es 0	Aggre	egate nominal value 9
			Totals				
F3	Totals						
	Please give the tota issued share capital		nd total aggregate nominal	value of	Please I	ıst tota	te nominal value aggregate values in
Total number of shares	different currencies senarateh			icies separately For			
Total aggregate nominal value one hundred pounds							

Number of shares issued multiplied by

nominal value of each share

IN01

• Including both the nominal value and any

Total number of issued shares in this class.

share premium

Please use a Statement of Capital continuation

Continuation Pages

page if necessary

	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	OPrescribed particulars of rights attached to shares
s of share	> Ordinary Shares	The particulars are a particulars of any voting rights,
cribed particulars	Mark Alange 97 Rachel Thomas 3	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 distribution (including on windin up), and
	They have voting this in all coses	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
	Unimal rights on winding up.	A separate table must be used for each class of share
	Normal rights on winding up. These shares can be redemed at purchase cost at any time.	Continuation pages Please use the next page or a 'Statement of Capital (Prescribed particulars of rights attached to shares)' continuation page if necessary

Class of share	Prescribed particulars of rights attached to shares
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 (Prescribed particulars of rights attached to shares)' continuation page if necessary

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 continu				continuation pag	inuation page if necessary	
Subscriber's details	Class of share	Number of shares	Currency	Nominal value of each share	Amount (if any) unpaid	Amount paid
Mark Abegg Address 122 CHEVNE WALK	Ordinary	97	£	1		£97
122 CHEYNE WALK		-				
SWIO DES						
Rochel Thomas	ordinary	3	土	1		£3
Grand Floor Plat 69 Ledbury Roodwood MANAGON WII 2AO						
Name						
Address						
Name						
Address						
Name			,			
Address		1				
<u></u>	1	<u> </u>	L	J	L	L

Part 4	Statement of guarantee	
	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 named below 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 company by such amount as may be required for - payment of debts and liabilities of the company contracted before I cease to be a member, - payment of costs, charges and expenses of winding up, and, - adjustment of the rights of the contributors among ourselves, not exceeding the specified amount below	Name Please use capital letters. Address The addresses in this section will appear on the public record They do not have to be the subscribers' usual residential address Amount guaranteed Any valid currency is permitted Continuation pages Please use a 'Subscribers' continuation page if necessary
	Subscriber's details	-
Forename(s) •		_
Surname •		-
Address 2		- -
Postcode		
Amount guaranteed		-
_	Subscriber's details	-
Forename(s) •		-
Surname •		-
Address ②		- -
Postcode		
Amount guaranteed 9		-
	Subscriber's details	-
Forename(s) •		
Surname •		-
Address 2		
Postcode		_
Amount guaranteed 9		

 -	Subscriber's details	0 Name
Forename(s) •		Please use capital letters
Surname •		• Address 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 9		Continuation pages Please use a 'Subscribers'
	Subscriber's details	continuation page if necessary
Forename(s) •		
Surname •		
Address 2		
Postcode		
Amount guaranteed		
	Subscriber's details	
Forename(s) •		
Surname •		
Address •		
Postcode		
Amount guaranteed		
	Subscriber's details	
Forename(s) •		
Surname •		
Address ②		
Postcode		
Amount guaranteed 9		
	Subscriber's details	
Forename(s) •		
Surname •		
Address 2		
Postcode		
Amount guaranteed		
•	ı	
		<u> </u>

Application to register a company

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) H1 Statement of compliance delivered by the subscribers • • Statement of compliance Please complete this section if the application is not delivered by an agent delivered by the subscribers for the subscribers of the memorandum of association Every subscriber to the memorandum of association must sign the statement of compliance I confirm that the requirements of the Companies Act 2006 as to registration have been complied with Subscriber's signature X Subscriber's signature X Subscriber's signature X Subscriber's signature X X Subscriber's signature X Subscriber's signature X X Subscriber's signature X X Subscriber's signature X

Subscriber's signature	_Signature	×	Continuation pages Please use a 'Statement of compliance delivered by the subscribers' continuation page if more subscribers need to sign
Subscriber's signature	Signature	×	more subscribers need to sign
Subscriber's signature	Signature X	×	
Subscriber's signature	Signature	X	
H2	Statement of compliance delivered by an agent	<u></u>	
	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 registratio	n	
	have been complied with		

Application to register a company

Presenter information	Important 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	Please note that all information on this form will appear on the public record, apart from information relating to usual residential addresses		
Contact name	f How to pay		
Company name			
	A fee of £20 is payable to Companies House to register a company		
Address	Make cheques or postal orders payable to 'Companies House'		
	☑ Where to send		
Post town	You may return this form to any Companies House		
County/Region	address, however for expediency we advise you to return it to the appropriate address below:		
Postcode			
Country	For companies registered in England and Wales. The Registrar of Companies, Companies House,		
DX	Crown Way, Cardiff, Wales, CF14 3UZ		
	DX 33050 Cardiff		
Telephone	For companies registered in Scotland		
✓ Certificate	The Registrar of Companies, Companies House,		
We will send your certificate to the presenters address	Fourth floor, Edinburgh Quay 2,		
(shown above) or if indicated to another address	139 Fountainbridge, Edinburgh, Scotland, EH3 9FF DX ED235 Edinburgh 1		
shown below	or LP - 4 Edinburgh 2 (Legal Post)		
At the registered office address (Given in Section A6) At the agents address (Given in Section H2)	=		
	For companies registered in Northern Ireland. The Registrar of Companies, Companies House,		
✓ Checklist	First Floor, Waterfront Plaza, 8 Laganbank Road,		
We may return forms completed incorrectly or	Belfast, Northern Ireland, BT1 3BS		
with information missing	DX 481 N R Belfast 1		
Please make sure you have remembered the	Section 243 exemption If you are applying for, or have been granted a section		
following:	243 exemption, please post this whole form to the		
You have checked that the proposed company name is available as well as the various rules that may affect	different postal address below		
your choice of name More information can be found	The Registrar of Companies, PO Box 4082,		
in guidance on our website	Cardiff, CF14 3WE		
If the name of the company is the same as one	Further information		
already on the register as permitted by The Company and Business Names (Miscellaneous Provisions)	For further information, please see the guidance notes		
Regulations 2008, please attach consent	on the website at www.companieshouse.gov.uk		
☐ You have used the correct appointment sections	or email enquiries@companieshouse gov uk		
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)	This form is available in an		
number	alternative format. Please visit the		
☐ The document has been signed, where indicated ☐ All relevant attachments have been included	forms page on the website at		
☐ You have enclosed the Memorandum of Association	www.companieshouse.gov.uk		
☐ You have enclosed the correct fee	www.companiesnouse.gov.uk		

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of Abegg & Co 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

Mark Albegg Rachel Thomas

A10 14/06/2010

COMPANIES HOUSE

Dated

07.06 2010