

#### **FILE COPY**

# CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company No. 7750096

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

### ROOT THEATRE LIMITED

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

Given at Companies House on 23rd August 2011



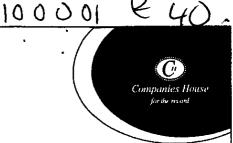
\*N07750096L\*





In accordance with
Section 9 of the
Companies Act 2006

### Application to register a company



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

You cannot use this form is NOT f You cannot use this form is a limited liability partners this, please use form LL IN



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20/08/2011

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		COMPANIES (10002				
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 •	Root Theatre Limited	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 <b>⊙</b>					
	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.	Ocompany name restrictions  A list of sensitive or restricted words or expressions that require consent can be found in guidance available				
	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.					
A3	Exemption from name ending with 'Limited' or 'Cyfyngedig'					
	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	Company type     If you are unsure of your company's     type, please go to our website     www.companieshouse.gov.uk				
	Private limited by shares  Private limited by guarantee  Private unlimited with share capital  Private unlimited without share capital	****** Companica Iouscigov uk				

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Fig. 1

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#### **IN01** Application to register a company Situation of registered office • • Registered office Please tick the appropriate box below that describes the situation of the Every company must have a proposed registered office (only one box must be ticked) registered office and this is the **England and Wales** address to which the Registrar will Wales send correspondence Scotland For England and Wales companies, Northern Ireland 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 Α6 Registered office address @ Registered office address Please give the registered office address of your company You must ensure that the address Building name/number 210 Hestia House shown in this section is consistent with the situation indicated in Street section A5 City Walk You must provide an address in England or Wales for companies to be registered in England and Wales. Post town London You must provide an address in County/Region London Wales, Scotland or Northern Ireland E 1 3 E S for companies to be registered in Postcode Wales, Scotland or Northern Ireland respectively **A7** Articles of association Please choose one option only and tick one box only For details of which company type can adopt which model articles, I wish to adopt one of the following model articles in its entirety. Please tick Option 1 please go to our website only one box www.companieshouse.gov.uk Private limited by shares Private limited by guarantee $oldsymbol{ u}$ Public company 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

Please tick the box below if the company's articles are restricted

Restricted company articles ©

**A8** 

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CHFP000 04/11 Version 4.1

Restricted company articles
 Restricted company articles are

those containing provision for entrenchment. For more details, please go to our website

### 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.	O 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 ®					
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 secretaries 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				
	^					

CHFP000 04/11 Version 4.1

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
County/Region		
Postcode		
Country		
C2	Location of the registry of the corporate body or firm	<u> </u>
	Is the corporate secretary registered within the European Economic Area (EEA)?	,
	<ul> <li>→ Yes Complete Section C3 only</li> <li>→ No Complete Section C4 only</li> </ul>	
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 19		www.companieshouse.gov.uk  This is the register mentioned in 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.	Mon-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		
<b>C</b> 5	Signature 9	
	I consent to act as secretary of the proposed company named in Section A1.	<b>⊙</b> Signature
Signature	Signature X	The person named above consents to act as corporate secretary of the proposed company.
		<u> </u>

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*	Miss	individual Public companies must appoint at least two directors, one of
Full forename(s)	Jane	which must be an individual
Surname	Fallowfield	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	UK	for business purposes.
residence  Nationality	British	Ocumtry/State of residence This is in respect of your usual
Date of birth	d d d m m m y 1 y 9 y 8 y 1	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 <sup>©</sup>	
	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 on the public record This does not
Building name/number	The Company's Registered Office	have to be your usual residential
Street		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	<del>UK</del>	public record
D3	Signature <sup>©</sup>	
	I consent to act as director of the proposed company named in Section A1.	<b>© Signature</b> The person named above consents
Signature	X La Lally X	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     individual Public companies must     appoint at least two directors, one o		
Title*	Miss			
Full forename(s)	Elizabeth	which must be an individual		
Surname	Morns	<b>⊘ Former name(s)</b> 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   Output  The state of the sta	uκ	for business purposes.  © Country/State of residence		
Nationality	British	This is in respect of your usual residential address as stated in		
Date of birth	41 43 70 9 71 9 78 72	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 <sup>9</sup>			
	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	Flat 1	on the public record This does not have to be your usual residential address		
Street	149 Stoke Newington High Street			
		Please state 'The Company's Registered Office' if your service		
Post town	London	address will be recorded in the proposed company's register of		
County/Region		directors as the company's registered office.		
Postcode	N 1 6 O N Y	If you provide your residential		
Country	luk .	address here it will appear on the public record		
	•			
D3.	Signature <sup>©</sup>			
	I consent to act as director of the proposed company named in Section A1	O Signature The person named above consents		
Signature	X Marine X	to act as director of the proposed company		

Application to register a company

### **Corporate director**

E1	Corporate director appointments •				
<del></del>	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 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			
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	İ			
	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/		www.companieshouse.gov.uk			
firm is registered		This is the register mentioned in Article 3 of the First Company Law			
Registration number		Directive (68/151/EEC)			
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 in that register			
Governing law					
If applicable, where the company/firm is registered •					
If applicable, the registration number					
E5	Signature <sup>9</sup>				
	I consent to act as director of the proposed company named in Section A1	Signature The person named above consents			
Signature	Signature X	to act as corporate director of the proposed company			

Part 3	Statement	t of capital				
	-	ny have share capital?		-		
		mplete the sections beloto Part 4 (Statement				
F1		n pound sterling (		<del></del>	1	<del></del>
		each class of shares he				
			and 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 ①	Number of share	es <b>0</b>	Aggregate nominal value 😉
						£
						£
						£
						£
			Totals			£
F2	Share capital i	n other currencies	5			
Please complete the ta Please complete a sepa		any class of shares held currency	d in other currencies			
Currency						
Class of shares (E.g. Ordinary/Preference etc.	)	Amount paid up on each share   O	Amount (if any) unpaid on each share	Number of shares  Aggrega		Aggregate nominal value 1
	·····					
			Tabala			
			Totals	<u>'l</u>		1
Currency				[N-1-4-1		[
Class of shares (E g Ordinary/Preference etc	}	Amount paid up on each share <b>①</b>	Amount (if any) unpaid on each share ①	Number of sha	res <b>•</b>	Aggregate nominal value   O
			Totals			
F3	Totals				<del></del>	
	Please give the total number of shares and total aggregate nominal value of ssued share capital				Total aggregate nominal value Please list total aggregate values in different currencies separately For	
Total number of shares						e £100 + €100 + \$10 etc
Total aggregate nominal value						
Including both the nominal share premium     Total number of issued s	•	Number of shares issument of shares issument of shares issued in the shares in the shares is the shares is the shares is the shares in the shares in the shares in the shares is the shares in the	share. Ple	ntinuation Pag ase use a Stater ge if necessary		ital 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	OPrescribed particulars of rights attached to shares
Class of share		
Class of share  Prescribed particulars	or state shown in the succentral of capital share tables in sections 11 dilu 72	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 the next page or a 'Statement of Capital (Prescribed particulars of rights attached to shares)' continuation page if necessary

Classification	
	Prescribed particulars of right attached to shares
Class of share  Prescribed particulars	OPrescribed particulars of nght attached to shares  The particulars are a particulars of any voting rights including rights that arise only certain circumstances, b. particulars of any rights, as respects dividends, to participar in a distribution, c. particulars of any rights, as respects capital, to participate distribution (including on wind up), and d. whether the shares are to be redeemed at the option of the company or the shareholder at 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

Application to register a company

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### **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

trutial shareholdings Please list the company's subscribers in alphabetical order

Please use an 'Initial shareholdings' continuation page if necessary

subscribers' usual residential address				continuation page in necessary		
Subscriber's details	Class of share	Number of shares	Ситепсу	Nominal value of each share	Amount (if any) unpaid	Amount paid
Name						
Name						
Address		[			<u> </u>	
•						
Name						
Address						
					<u> </u>	
						<u></u>
Name						
Address						
Name						
Y Sout Jee						
Address						
				<u> </u>	<u> </u>	

#### Application to register a company 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 **O** Name guarantee The following statement is being made by each and every person Please use capital letters. named below Address The addresses in this section will I confirm that if the company is wound up while I am a member, or within appear on the public record. They do not have to be the subscribers' usual 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, payment of costs, charges and expenses of winding up, and, Continuation pages Please use a 'Subscribers' adjustment of the nghts of the contributors among ourselves, continuation page if necessary not exceeding the specified amount below. Subscriber's details Forename(s) • Jane Fallowfield Surname 210 Hestia House Address @ City Walk Postcode S Ε Amount guaranteed 1 GBP Subscriber's details Forename(s) • Elizabeth Moms Surname • Flat 1, 149 Stoke Newington High Street Address @ London Postcode Ν 1 6 0 Amount guaranteed 9 11 GBP Subscriber's details Forename(s) • Surname 0 Address @

**IN01** 

Postcode

Amount guaranteed @

	Subscriber's details	O Name
Forename(s) •		Please use capital letters.
Surname •		The addresses in this section will
Address <b>②</b>		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 of necessary
Forename(s) •		_
Surname O		
Address <b>9</b>		-
Postcode		
Amount guaranteed 9		-
	Subscriber's details	•
Forename(s) •		-
Surname •		-
Address 2		-
		-
Postcode		
Amount guaranteed 9		
	Subscriber's details	-
Forename(s) •		-
Surname •		-
Address @		-
		-
Postcode		
Amount guaranteed 9		-
	Subscriber's details	-
Forename(s) •		-
Surname •		-
Address 🕹		-
		-
Postcode		
Amount guaranteed 9		-
• • • • • • •	I .	

### Statement of compliance Part 5 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) 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 Signature X

Subscriber's signature	_Signature X	X	Continuation pages Please use a 'Statement of compliance delivered by the subscribers' continuation page if more subscribers need to sign
Subscriber's signature	Signature	X	
Subscriber's signature	Signature X	X	
Subscriber's signature	Signature	×	
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			
i			
Building name/number			
Building name/number Street			
<del></del>			
Street			
Street Post town County/Region			
Street Post town	1 confirm that the requirements of the Companies Act 2006 as to registration have been complied with		

### 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 Elizabeth Moms Company name **Root Theatre** Flat 1 149 Stoke Newington High Street London County/Region Postcode 1 6 Ν Υ Country ΟX 020 7923 9094 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: You 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 guidance 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)

#### Important information

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

### **1** How to pay

A fee is payable on this form.

Make cheques or postal orders payable to
'Companies House' For information on fees, go
to: www.companieshouse.gov.uk

### **☑** 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, Second Floor, The Linenhall, 32-38 Linenhall Street, Belfast, Northern Ireland, BT2 8BG 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 enquines@companieshouse.gov.uk

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

☐ The document has been signed, where indicated

□ All relevant attachments have been included
 □ You have enclosed the Memorandum of Association

☐ You have enclosed the correct fee.

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## COMPANY NOT HAVING A SHARE CAPITAL

## Memorandum of association of Root Theatre 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

Name of each subscriber

Authentication by each subscriber

Jane Fallowfield

Elizabeth Moms

Dated 19/8/11