

FILE COPY

CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company No. 8277150

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

STANDARD MOTOR CLUB 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 1st November 2012



N08277150H





In accordance with Section 9 of the Companies Act 2006

IN01

Application to register a company



Companies House

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 for You cannot use this private or public company



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COMPANIES HOUSE

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A05

26/10/2012 COMPANIES HOUSE #163

Part 1 **Company details A1** Company name → Filling in this form Please complete in typescript or in bold black capitals. To check if a company name is available use our WebCHeck service and select the 'Company Name Availability Search' option All fields are mandatory unless specified or indicated by " www.companieshouse.gov.uk/info O Duplicate names Duplicate names are not permitted Please show the proposed company name below A list of registered names can be found on our website. There Proposed company STANGARR MOTOR CLUB LIMITU are various rules that may affect name in full 0 your choice of name More information on this is available in For official use our guidance booklet GP1 at. www.companieshouse.gov.uk **A2** Company name restrictions of Please tick the box only if the proposed company name contains sensitive **②** Company name restrictions A list of sensitive or restricted or restricted words or expressions that require you to seek comments of a words or expressions that require government department or other specified body consent can be found in our guidance booklet GP1 at I confirm that the proposed company name contains sensitive or restricted www.companieshouse.gov.uk 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' o Name ending exemption Only private companies that are Please tick the box if you wish to apply for exemption from the requirement to limited by guarantee and meet other have the name ending with 'Limited', Cyfyngedig' or permitted alternative specific requirements are eligible to apply for this For more details, I confirm that the above proposed company meets the conditions for please go to our website exemption from the requirement to have a name ending with 'Limited', www companieshouse gov uk 'Cyfyngedig' or permitted alternative Company type^o O Company type Please tick the box that describes the proposed company type and members' If you are unsure of your company's liability (only one box must be ticked) type, please go to our website Public limited by shares www.companieshouse.gov.uk Private limited by shares \mathbb{Z} Private limited by guarantee Private unlimited with share capital Private unlimited without share capital

this, please use for

Application to register a company **A5** 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** \square address to which the Registrar will Wales send correspondence Scotland For England and Wales companies, Northern Ireland the address must be in England or For Welsh, Scottish or Northern treland companies, the address must be in Wales, Scotland or Northern Ireland respectively A6 Registered office address @ Registered office address Please give the registered office address of your company You must ensure that the address Building name/number shown in this section is consistent COMUND HOUSE with the situation indicated in Street section A5 RUGBY ROND You must provide an address in England or Wales for companies to be registered in England and Wales. Post town LEAMINGTON SPA You must provide an address in County/Region U ANWICKSMIRE Wales, Scotland or Northern Ireland for companies to be registered in Postcode V3266L Wales, Scotland or Northern Ireland respectively Α7 Articles of association 6 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 \mathbf{Z} Private limited by guarantee 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 Α8 Restricted company articles • Please tick the box below if the company's articles are restricted O Restricted company articles Restricted company articles are those containing provision for entrenchment. For more details, please go to our website www.companieshouse.gov.uk

IN01

CHFP000 05/12 Version 5 0

Part 2 Proposed officers

Signature

ma

X

Signature

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 o	
	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*	MR	section C1-C5 instead of section B
Full forename(s)	PCTER JAMES	Additional appointments
Surname	PCTER JAMES LOCKLEY	If you wish to appoint more than one secretary, please use
Former name(s) •		the 'Secretary appointments' continuation page
		Promer 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 ⁶	
Building name/numbe	EDMUND HOUSE	Service address
Street	RUGBY ROAD	 This is the address that will appear on the public record This does not have to be your usual residential address.
Post town	LEAMINGTON SPA	Please state 'The Company's
County/Region	MANUICKEN INC	 Registered Office' if your service address will be recorded in the
Postcode	CV32666	proposed company's register of secretaries as the company's
Country	U.K.	 registered office 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

company

X

to act as secretary of the proposed

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
Building name/number		Registered or principal address 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	
	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/		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		l .
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.	ONon-EEA Where you have provided details of the register (including state) where
Legal form of the corporate body or firm		the company or firm is registered, you must also provide its number in that register
Governing law		
If applicable, where the company/firm is registered •		
Registration number		
C 5	Signature 9	
	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
- J	×	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*	MR.	individual Public companies must appoint at least two directors, one of
Full forename(s)	PCTCR JAMES	which must be an individual
Surname	LOCKLEY	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 €	UNITED KINGDOM	for business purposes. © Country/State of residence
Nationality	BRITISH	This is in respect of your usual residential address as stated in
Date of birth	1 9 7 7 7 7 X	section D4
Business occupation (if any) •	for icitor	O 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
	usual residential address in Section D4	This is the address that will appear on the public record. This does not
Building name/number	CAMUND HOUSE	have to be your usual residential address.
Street	RUGBY ROAD	Please state 'The Company's Registered Office' if your service
Post town	LCAMINGTON SPA	address will be recorded in the proposed company's register of
County/Region	WARW ICRIMIRE	directors as the company's registered office
Postcode	CU3266L	If you provide your residential address here it will appear on the
Country	u.K.	public record
D3	Signature 6	1
	I consent to act as director of the proposed company named in Section A1	O Signature The person named above consents
Signature	X X	to act as director of the proposed 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*		individual Public companies must appoint at least two directors, one of
Full forename(s)		which must be an individual Promer name(s)
Surname 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.
Nationality Date of birth	d d m m y y y	Country/State of residence 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 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		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
Country		address here it will appear on the public record
D3	Signature ^O	1
·	I consent to act as director of the proposed company named in Section A1	O Signature
Signature	Signature >	The person named above consents to act as director of the proposed 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 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
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	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
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.	O 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		
E 5	Signature [©]	
	I consent to act as director of the proposed company named in Section A1	⊙ Signature
Signature	Signature	The person named above consents to act as corporate director of the

Part 3	Statement	of capital		- 		
	Does your compan	y have share capital?				
	1	nplete the sections bel				
	'	to Part 4 (Statement	<u>-</u>			
E1	Share capital ii	pound sterling ((£)			
Please complete the ta If all your issued capit			eld in pound sterling and then go to Section F4			
Class of shares (E.g. Ordinary/Preference etc)	Amount paid up on each share 0	Amount (if any) unpaid on each share •	Number of sha	ares 🛭	Aggregate nominal value 🕄
						£
						£
						£
						£
	, .		Totals			£
F2	Share capital in	other currencie	S	•		
Please complete the ta Please complete a sep			d in other currencies			
Currency						
Class of shares (E.g. Ordinary/Preference etc	2)	Amount paid up on each share •	Amount (if any) unpaid on each share 0	Number of sha	ares Ø	Aggregate nominal value S
			Totals			
Currency						<u> </u>
Class of shares (E g Ordinary/Preference etc	:)	Amount paid up on each share •	Amount (if any) unpaid on each share	Number of sha	ares O	Aggregate nominal value O
					-	
			Totals	}		
F3	Totals	•				
	Please give the tot issued share capita		nd total aggregate nominal	value of	Please	aggregate nominal value list total aggregate values in
Total number of shares						ent currencies separately For ole £100 + €100 + \$10 etc
Total aggregate nominal value O						
Including both the noming share premium Total number of issued s	-	Number of shares issu nominal value of each	share Plea	itinuation Pagese use a State e if necessary		pital 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		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

Class of share	• Prescribed particulars of rights attached to shares
Class of share Prescribed particulars O	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
	·

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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.

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

Please use an 'Initial shareholdings' continuation page if necessary

subscribers usual residential address			1	continuation page in necessary		
Subscriber's details	Class of share	Number of shares	Currency	Nominal value of each share	Amount (if any) unpaid	Amount paid
Name						
Address	· · · · · · · · · · · · · · · · · · ·	_				
					i c	
Name						
Address						
Name						
Address						
Name						
Address						
				-		
Name					<u> </u>	
Address						

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 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 rights of the contributors among ourselves, continuation page if necessary not exceeding the specified amount below Subscriber's details Forename(s) • Surname 0 Address @ COMUNA HOUSE RUGBY ROAD LEAMINGTON SPA, WARNICKSKIRE **Postcode** Amount guaranteed 6 11 Subscriber's details Forename(s) 0 Surname • Address @ Postcode Amount guaranteed 6 Subscriber's details Forename(s) • Sumame 0 Address @ **Postcode** Amount guaranteed 6

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	Subscriber's details	O Name
Forename(s) •		Please use capital letters
Surname 0		• Address The addresses in this section will
Address 2		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 0		
Address 2		
Postcode		
Amount guaranteed 9		
	Subscriber's details	
Forename(s) •		
Surname 0		
Address 2		
Postcode		
Amount guaranteed 9		
	Subscriber's details	
Forename(s) •		
Surname 0		
Address 😉		
Postcode		
Amount guaranteed 9		
	Subscriber's details	
Forename(s) •		
Surname 0		
Address 2		
Postcode		
Amount guaranteed 6		
-	1	

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) 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 Χ Subscriber's signature X X Signature Subscriber's signature X X Subscriber's signature X X Subscriber's signature X Χ Subscriber's signature X X Subscriber's signature Signature X X

Subscriber's signature	Signature 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	<u> </u>
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		
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	-

Application to register a company

Pres

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

Contact name	MA	PETCA	JAMES	LOCKLEY
Company name				
	BLY.	THE LIG	CINS	
		<u>, , , , , , , , , , , , , , , , , , , </u>	4 /	
Acidress				
) (EAMU	-1 KOU	l√{	
	-			
	RUGG	Y ROA	2	
Post town				
	LEA	MINGTO	W SPA	
County/Region				
	IJA	RWICKSF	lire	
Postcode				
	l C	V 3 .	2 6 6	_
Country	•	· · · · · · · · · · · · · · · · · · ·	<u> </u>	<u></u>
,	ŧ.	lK		
DX		• -		
-	1187	12 4	AMINO	TON! SOO
Talaahaaa	1 10	,	.,u / . , q	· y · c 3//
Telephone	0.462	6 884	707	
 	1176	V 004	147	

✓ 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)
- $\ \square$ 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)
 number
- ☑ 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

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 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 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

MEMORANDUM OF ASSOCIATION of STANDARD MOTOR CLUB LIMITED

(A company not having a share capital)

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 subscriber

Authentication of subscriber

Peter James Lockley

m

Dated

30th athe

2012