FILE COPY

CERTIFICATE OF INCORPORATION OF A COMMUNITY INTEREST COMPANY

Company Number **9263784**

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

5 WAYS BOXING ACADEMY C.I.C.

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

N09263784Q

Given at Companies House on **14th October 2014**.

Companies House

THE OFFICIAL SEAL OF THE REGISTRAR OF COMPANIES

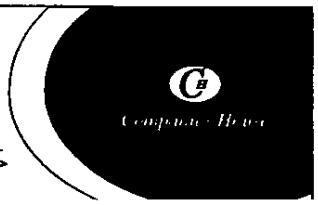
000283/35

In accordance with Section 9 of the Companies Act 2006

IN01

Application to register a company

000283/35



A fee is payable with this form.
Please see 'How to pay' on the last page

FRIDAY

A3I6DPLN
A10 10/10/2014 #44
COMPANIES HOUSE

R3HQ8B9F
RC2 03/10/2014 #57
COMPANIES HOUSE

✓ **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 r a limited liability partnership this, please use form LL IN01

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

Proposed company name in full ❶: 5 Ways Boxing Academy C I C

For official use

❶ **Duplicate names**
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. More information is available at: www.companieshouse.gov uk

A2 Company name restrictions ❷

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

❷ **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' ❸

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.

❸ **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 ❹

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
☐ Private unlimited without share capital

❹ **Company type**
If you are unsure of your company's type, please go to our website www companieshouse gov uk

IN01
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A5 Situation of registered office ❶

Please tick the appropriate box below that describes the situation of the proposed registered office (only one box must be ticked)

- [x] England and Wales
- [ ] Wales
- [ ] Scotland
- [ ] Northern Ireland

❶ 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 ❷

Please give the registered office address of your company

Building name/number	13
Street	Lyndhurst Road
Post town	Burnley
County/Region	Lancs
Postcode	B B 1 0 4 E D

❷ 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 be registered in England and Wales.

You must provide an address in Wales, Scotland or Northern Ireland for companies to be registered in Wales, Scotland or Northern Ireland respectively

A7 Articles of association ❸

Please choose one option only and tick one box only.

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

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

- [x] I wish to adopt entirely bespoke articles. I attach a copy of the bespoke articles to this application

❸ For details of which company type can adopt which model articles, please go to our website www companieshouse.gov uk

A8 Restricted company articles ❹

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

- [ ]

❹ 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 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 ❶

Please use this section to list all the secretary appointments taken on formation
For a corporate secretary, complete Sections C1-C5.

Title*

Full forename(s)

Surname

Former name(s) ❷

❶ Corporate appointments
For corporate secretary appointments, please complete section C1-C5 instead of section B

Additional appointments
If you wish to appoint more than one secretary, please use the 'Secretary appointments' continuation page.

❷ 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 for business purposes.

B2 Secretary's service address ❸

Building name/number

Street

Post town

County/Region

Postcode

Country

❸ Service address
This is the address that will appear on the public record This does not have to be your usual residential address.

Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of secretaries as the company's registered office.

If you provide your residential address here it will appear on the public record

B3 Signature ❹

I consent to act as secretary of the proposed company named in **Section A1**

Signature

Signature
X X

❹ Signature
The person named above consents to act as secretary of the proposed company

Corporate secretary

C1 Corporate secretary appointments ❶

Please use this section to list all the corporate secretary appointments taken on formation

Name of corporate body/firm	
Building name/number	
Street	
Post town	
County/Region	
Postcode	
Country	

❶ **Additional appointments**
If you wish to appoint more than one corporate secretary, please use the 'Corporate secretary appointments' continuation page.

Registered or principal address
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 a PO box number (unless contained within a full address), DX number or LP (Legal Post in Scotland) number

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 ❷

Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register

Where the company/ firm is registered ❸	
Registration number	

❷ **EEA**
A full list of countries of the EEA can be found in our guidance www.companieshouse.gov.uk

❸ This is the register mentioned in Article 3 of the First Company Law 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.

Legal form of the corporate body or firm	
Governing law	
If applicable, where the company/firm is registered ❹	
Registration number	

❹ **Non-EEA**
Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register

C5 Signature ❺

I consent to act as secretary of the proposed company named in **Section A1.**

Signature

Signature
X X

❺ **Signature**
The person named above consents to act as corporate secretary of the proposed company

IN01
Application to register a company

Director

D1 Director appointments ❶

Please use this section to list all the director appointments taken on formation
For a corporate director, complete Sections E1-E5.

Title*	Mr
Full forename(s)	Kevin
Surname	Dand
Former name(s) ❷	
Country/State of residence ❸	England
Nationality	English
Date of birth	d0 d5 m0 m9 y1 y9 y6 y2
Business occupation (if any) ❹	

❶ Appointments
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

❷ 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 for business purposes.

❸ Country/State of residence
This is in respect of your usual residential address as stated in Section D4

❹ 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 ❺

Please complete the service address below. You must also fill in the director's usual residential address in **Section D4.**

Building name/number	The Company's Registered Office
Street	
Post town	
County/Region	
Postcode	
Country	

❺ Service address
This is the address that will appear on the public record This does not have to be your usual residential address.

Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of directors as the company's registered office.

If you provide your residential address here it will appear on the public record

D3 Signature ❻

I consent to act as director of the proposed company named in **Section A1.**

Signature

Signature
X X

❻ Signature
The person named above consents to act as director of the proposed company

In accordance with Section 9 of the Companies Act 2006.

IN01 – continuation page

Application to register a company

Director

D1 Director appointments ❶

Please use this section to list all the directors of the company
For a corporate director, complete Sections E1-E5.

Title*	Mr
Full forename(s)	Michael
Surname	Byrom
Former name(s) ❷	
Country/State of residence ❸	England
Nationality	English
Date of birth	d1 d9 m1 m2 y1 y9 y6 y2
Business occupation (if any) ❹	

❶ **Appointments**
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

❷ **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 for business purposes.

❸ **Country/State of residence**
This is in respect of your usual residential address as stated in Section D4

❹ **Business occupation**
If you have a business occupation, please enter here. If you do not, please leave blank.

D2 Director's service address ❺

Please complete the service address below You must also fill in the director's usual residential address in **Section D4.**

Building name/number	The Company's Registered Office
Street	
Post town	
County/Region	
Postcode	
Country	

❺ **Service address**
This is the address that will appear on the public record This does not have to be your usual residential address.

Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of directors as the company's registered office.

If you provide your residential address here it will appear on the public record

D3 Signature ❻

I consent to act as director of the proposed company named in **Section A1.**

Signature

Signature
X M. Byrom X

❻ **Signature**
The person named above consents to act as director of the proposed company

IN01
Application to register a company

Director

D1 Director appointments ❶

Please use this section to list all the director appointments taken on formation
For a corporate director, complete Sections E1-E5.

Title*	Mr
Full forename(s)	John Martin
Surname	Fallows
Former name(s) ❷	
Country/State of residence ❸	England
Nationality	English
Date of birth	d3 d0 m0 m9 y1 y9 y6 y6
Business occupation (if any) ❹	Accountant

❶ **Appointments**
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

❷ **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 for business purposes.

❸ **Country/State of residence**
This is in respect of your usual residential address as stated in section D4

❹ **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 ❺

Please complete the service address below You must also fill in the director's usual residential address in **Section D4.**

Building name/number	The Company's Registered Office
Street	
Post town	
County/Region	
Postcode	
Country	

❺ **Service address**
This is the address that will appear on the public record This does not have to be your usual residential address.

Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of directors as the company's registered office.

If you provide your residential address here it will appear on the public record

D3 Signature ❻

I consent to act as director of the proposed company named in **Section A1.**

Signature

Signature
X X

❻ **Signature**
The person named above consents to act as director of the proposed company

In accordance with Section 9 of the Companies Act 2006

IN01 – continuation page
Application to register a company

Director

D1 Director appointments ❶

Please use this section to list all the directors of the company
For a corporate director, complete Sections E1-E5.

Title*	Mrs
Full forename(s)	Janet
Surname	Dand
Former name(s) ❷	Barker
Country/State of residence ❸	England
Nationality	English
Date of birth	d0 d1 m0 m3 y1 y9 y6 y6
Business occupation (if any) ❹	

❶ **Appointments**
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

❷ **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 for business purposes.

❸ **Country/State of residence**
This is in respect of your usual residential address as stated in Section D4

❹ **Business occupation**
If you have a business occupation, please enter here. If you do not, please leave blank.

D2 Director's service address ❺

Please complete the service address below You must also fill in the director's usual residential address in **Section D4.**

Building name/number	The Company's Registered Office
Street	
Post town	
County/Region	
Postcode	
Country	

❺ **Service address**
This is the address that will appear on the public record This does not have to be your usual residential address.

Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of directors as the company's registered office.

If you provide your residential address here it will appear on the public record

D3 Signature ❻

I consent to act as director of the proposed company named in **Section A1.**

Signature

Signature
X X

❻ **Signature**
The person named above consents to act as director of the proposed company

In accordance with Section 9 of the Companies Act 2006

IN01 – continuation page

Application to register a company

Director

D1 Director appointments ❶

Please use this section to list all the directors of the company
For a corporate director, complete Sections E1-E5

Title*	Mr
Full forename(s)	Steven
Surname	Cheetham
Former name(s) ❷	
Country/State of residence ❸	England
Nationality	English
Date of birth	d1 d3 m0 m5 y1 y9 y6 y3
Business occupation (if any) ❹	

❶ **Appointments**
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

❷ **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 for business purposes.

❸ **Country/State of residence**
This is in respect of your usual residential address as stated in Section D4

❹ **Business occupation**
If you have a business occupation, please enter here. If you do not, please leave blank

D2 Director's service address ❺

Please complete the service address below. You must also fill in the director's usual residential address in **Section D4.**

Building name/number	The Company's Registered Office
Street	
Post town	
County/Region	
Postcode	
Country	

❺ **Service address**
This is the address that will appear on the public record This does not have to be your usual residential address.

Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of directors as the company's registered office.

If you provide your residential address here it will appear on the public record

D3 Signature ❻

I consent to act as director of the proposed company named in **Section A1.**

Signature

Signature
X X

❻ **Signature**
The person named above consents to act as director of the proposed company

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Application to register a company

Corporate director

E1 Corporate director appointments ❶

Please use this section to list all the corporate directors taken on formation

Name of corporate body or firm	
Building name/number	
Street	
Post town	
County/Region	
Postcode	
Country	

❶ **Additional appointments**
If you wish to appoint more than one corporate director, please use the 'Corporate director appointments' continuation page.

Registered or principal address
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 a PO box number (unless contained within a full address), DX number or LP (Legal Post in Scotland) number

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 ❷

Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register

Where the company/ firm is registered ❸	
Registration number	

❷ **EEA**
A full list of countries of the EEA can be found in our guidance www.companieshouse.gov.uk

❸ This is the register mentioned in Article 3 of the First Company Law 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

Legal form of the corporate body or firm	
Governing law	
If applicable, where the company/firm is registered ❹	
If applicable, the registration number	

❹ **Non-EEA**
Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register

E5 Signature ❺

I consent to act as director of the proposed company named in **Section A1.**

Signature	Signature X X

❺ **Signature**
The person named above consents to act as corporate director of the proposed company

Part 3 Statement of capital

Does your company have share capital?

→ **Yes** Complete the sections below

→ **No** Go to **Part 4 (Statement of guarantee)**

F1 Share capital in pound sterling (£)

Please complete the table below to show each class of shares held in pound sterling
If all your issued capital is in sterling, only complete **Section F1** and then go to **Section F4**

Class of shares (E.g Ordinary/Preference etc.)	Amount paid up on each share ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value ❸
				£
				£
				£
				£
		Totals		£

F2 Share capital in other currencies

Please complete the table below to show any class of shares held in other currencies.
Please complete a separate table for each currency

Currency

Class of shares (E.g Ordinary/Preference etc.)	Amount paid up on each share ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value ❸
		Totals		

Currency

Class of shares (E g Ordinary/Preference etc.)	Amount paid up on each share ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value ❸
		Totals		

F3 Totals

Please give the total number of shares and total aggregate nominal value of issued share capital

Total number of shares	
Total aggregate nominal value ❸	

❸ **Total aggregate nominal value**
Please list total aggregate values in different currencies separately For example £100 + €100 + $10 etc.

❶ Including both the nominal value and any share premium

❷ Total number of issued shares in this class.

❸ Number of shares issued multiplied by nominal value of each share.

Continuation Pages
Please use a Statement of Capital continuation page if necessary

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**

Class of share	
Prescribed particulars ❶	

❶ Prescribed particulars of rights 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 the next page or a 'Statement of Capital (Prescribed particulars of rights attached to shares)' continuation page if necessary

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Class of share	
Prescribed particulars ❶	

❶ Prescribed particulars of rights 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

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Application to register a company

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

Subscriber's details	Class of share	Number of shares	Currency	Nominal value of each share	Amount (if any) unpaid	Amount paid
Name						
Address						
Name						
Address						
Name						
Address						
Name						
Address						
Name						
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 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

❶ Name
Please use capital letters.

❷ Address
The addresses in this section will appear on the public record They do not have to be the subscribers' usual residential address.

❸ Amount guaranteed
Any valid currency is permitted

Continuation pages
Please use a 'Subscribers' continuation page if necessary

Subscriber's details

Forename(s) ❶	JOHN MARTIN
Surname ❶	FALLOWS
Address ❷	13 LYNDHURST ROAD, BUNRLEY, LANCS
Postcode	B B 1 0 4 E D
Amount guaranteed ❸	£1 00

Subscriber's details

Forename(s) ❶	KEVIN
Surname ❶	DAND
Address ❷	13 LYNDHURST ROAD, BUNRLEY, LANCS
Postcode	B B 1 0 4 E D
Amount guaranteed ❸	£1 00

Subscriber's details

Forename(s) ❶	JANET
Surname ❶	DAND
Address ❷	13 LYNDHURST ROAD, BUNRLEY, LANCS
Postcode	B B 1 0 4 E D
Amount guaranteed ❸	£1 00

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	Subscriber's details
Forename(s) ❶	MICHAEL
Surname ❶	BYROM
Address ❷	13 LYNDHURST ROAD, BUNRLEY, LANCS
Postcode	B B 1 0 4 E D
Amount guaranteed ❸	£1 00
	Subscriber's details
Forename(s) ❶	STEVEN
Surname ❶	CHEETHAM
Address ❷	13 LYNDHURST ROAD, BUNRLEY, LANCS
Postcode	B B 1 0 4 E D
Amount guaranteed ❸	£1 00
	Subscriber's details
Forename(s) ❶	
Surname ❶	
Address ❷	
Postcode	
Amount guaranteed ❸	
	Subscriber's details
Forename(s) ❶	
Surname ❶	
Address ❷	
Postcode	
Amount guaranteed ❸	
	Subscriber's details
Forename(s) ❶	
Surname ❶	
Address ❷	
Postcode	
Amount guaranteed ❸	

❶ Name
Please use capital letters.

❷ Address
The addresses in this section will appear on the public record They do not have to be the subscribers' usual residential address.

❸ Amount guaranteed
Any valid currency is permitted.

Continuation pages
Please use a 'Subscribers' continuation page if necessary

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 ❶

Please complete this section if the application is not delivered by an agent for the subscribers of the memorandum of association

I confirm that the requirements of the Companies Act 2006 as to registration have been complied with.

❶ **Statement of compliance delivered by the subscribers**
Every subscriber to the memorandum of association must sign the statement of compliance.

Subscriber's signature	Signature X M. Byrom X
Subscriber's signature	Signature X X
Subscriber's signature	Signature X X
Subscriber's signature	Signature X X
Subscriber's signature	Signature X X
Subscriber's signature	Signature X X
Subscriber's signature	Signature X X
Subscriber's signature	Signature X X

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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 X	
Subscriber's signature	Signature X X	
Subscriber's signature	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
Agent's signature	Signature X X

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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.

Contact name KEVIN DAND

Company name 5 WAYS BOXING ACADEMY C I C

Address 13 LYNDHURST ROAD

Post town BURNLEY

County/Region LANCS

Postcode B B 1 0 4 E D

Country ENGLAND

DX

Telephone

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) 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

The Companies Act 2006

Community Interest Company Limited by Guarantee [i]

Memorandum of Association

of

5 Ways Boxing Academy C.I.C. [ii]

The Companies Act 2006

Community Interest Company Limited by Guarantee

Memorandum of Association [iii]

of

5 Ways Boxing Academy C.I.C.

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[iv]	*Authentication by each subscriber*
Kevin Dand	
Janet Dand	
Michael Byrom	M. Byrom
John Martin Fallows	
Steven Cheetham	

Dated [29/9/2014]

[i] On the different limited company forms available to CICs, see [Part 3] of the Regulator's information and guidance notes

[ii] Section 33 of the Companies (Audit Investigations and Community Enterprise) Act 2004 provides that the name of any community interest company which is not a public company must end with either the words "community interest company" or the letters "c i c " (or, if the articles state that the company's registered office is to be situated in Wales, with the words "cwmni buddiant cymunedol" or the initials "c b c ")

[iii] For companies incorporated after 1 October 2009 the memorandum of association will consist only of the names of the subscribers of the company If you are an existing company incorporated prior to 1 October 2009 and wishing to become a community interest company, you will need to incorporate the relevant provisions of your current memorandum into the articles of the community interest company

[iv] For illustration, space for one subscriber has been supplied here There is no upper limit to the number of subscribers and further entries may be added as appropriate

The Companies Act 2006

Community Interest Company Limited by Guarantee

Articles of Association[1]

of

5 Ways Boxing Academy C.I.C.

(CIC Limited by Guarantee, Schedule 1, Small Membership)

Draft 3

The Companies Act 2006

Community Interest Company Limited by Guarantee

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The Companies Act 2006

Articles of Association

of

5 Ways Boxing Academy C.I.C.

INTERPRETATION

1. Defined Terms

1 1 The interpretation of these Articles is governed by the provisions set out in the Schedule at the end of the Articles.

1.2 **COMMUNITY INTEREST COMPANY AND ASSET LOCK**

2. Community Interest Company

2 1 The Company is to be a community interest company.

3. Asset Lock[2]

3 1 The Company shall not transfer any of its assets other than for full consideration.

3 2 Provided the conditions in Article 3.3 are satisfied, Article 3 1 shall not apply to:

(a) the transfer of assets to any specified asset-locked body, or (with the consent of the Regulator) to any other asset-locked body, and

(b) the transfer of assets made for the benefit of the community other than by way of a transfer of assets into an asset-locked body.

3 3 The conditions are that the transfer of assets must comply with any restrictions on the transfer of assets for less than full consideration which may be set out elsewhere in the memorandum and Articles of the Company

3 4 If·

3 4 1 the Company is wound up under the Insolvency Act 1986; and

3 4 2 all its liabilities have been satisfied

any residual assets shall be given or transferred to the asset-locked body specified in Article 3.5 below

3 5 For the purposes of this Article 3, the following asset-locked body is specified as a potential recipient of the Company's assets under Articles 3 2 and 3.4·

3.6 Name [ ]

3.7

3 8 Charity Registration Number (if applicable)· [ ]

3.9 Company Registration Number (if applicable) [ ]

3 10 Registered Office: [ ][3]

4. Not for profit

4 1 The Company is not established or conducted for private gain. any profits or assets are used principally for the benefit of the community.

OBJECTS, POWERS AND LIMITATION OF LIABILITY

5. Objects[4]

The objects of the Company are to carry on activities which benefit the community and in particular (without limitation) to provide boxing and educational activities to disadvantaged and marginalised individuals]

6. Powers

6.1 To further its objects the Company may do all such lawful things as may further the Company's objects and, in particular, but, without limitation, may borrow or raise and secure the payment of money for any purpose including for the purposes of investment or of raising funds.

7. Liability of members[5]

The liability of each member is limited to £1, being the amount that each member undertakes to contribute to the assets of the Company in the event of its being wound up while he or she is a member or within one year after he or she ceases to be a member, for

7 1 payment of the Company's debts and liabilities contracted before he or she ceases to be a member;

7 2 payment of the costs, charges and expenses of winding up; and

7.3 adjustment of the rights of the contributories among themselves.

DIRECTORS

DIRECTORS' POWERS AND RESPONSIBILITIES[6]

8. Directors' general authority

Subject to the Articles, the Directors are responsible for the management of the Company's business, for which purpose they may exercise all the powers of the Company.

9. Members' reserve power

9 1 The members may, by special resolution, direct the Directors to take, or refrain from taking, specific action

9.2 No such special resolution invalidates anything which the Directors have done before the passing of the resolution.

10. Chair

The Directors may appoint one of their number to be the chair of the Directors for such term of office as they determine and may at any time remove him or her from office.

11. Directors may delegate[7]

11.1 Subject to the Articles, the Directors may delegate any of the powers which are conferred on them under the Articles or the implementation of their decisions or day to day management of the affairs of the Company.

11 1 1 to such person or committee,

11.1.2 by such means (including by power of attorney),

11 1 3 to such an extent;

11.1.4 in relation to such matters or territories, and

11 1 5 on such terms and conditions;

as they think fit.

11 2 If the Directors so specify, any such delegation of this power may authorise further delegation of the Directors' powers by any person to whom they are delegated.

11 3 The Directors may revoke any delegation in whole or part, or alter its terms and conditions.

DECISION-MAKING BY DIRECTORS

12. Directors to take decisions collectively[8]

Any decision of the Directors must be either a majority decision at a meeting or a decision taken in accordance with Article 18. [In the event of the Company having only one Director, a majority decision is made when that single Director makes a decision.]

13. Calling a Directors' meeting

13 1 Two Directors may (and the Secretary, if any, must at the request of two Directors) call a Directors' meeting

13 2 A Directors' meeting must be called by at least seven Clear Days' notice unless either

13 2 1 all the Directors agree, or

13 2.2 urgent circumstances require shorter notice

13 3 Notice of Directors' meetings must be given to each Director.

13.4 Every notice calling a Directors' meeting must specify.

13.4 1 the place, day and time of the meeting; and

13.4.2 if it is anticipated that Directors participating in the meeting will not be in the same place, how it is proposed that they should communicate with each other during the meeting.

13.5 Notice of Directors' meetings need not be in Writing

13 6 Notice of Directors' meetings may be sent by Electronic Means to an Address provided by the Director for the purpose

14. Participation in Directors' meetings

14.1 Subject to the Articles, Directors participate in a Directors' meeting, or part of a Directors' meeting, when.

14 1 1 the meeting has been called and takes place in accordance with the Articles; and

14 1 2 they can each communicate to the others any information or opinions they have on any particular item of the business of the meeting.

14 2 In determining whether Directors are participating in a Directors' meeting, it is irrelevant where any Director is or how they communicate with each other.[9]

14.3 If all the Directors participating in a meeting are not in the same place, they may decide that the meeting is to be treated as taking place wherever any of them is

15. Quorum for Directors' meetings[10]

15 1 At a Directors' meeting, unless a quorum is participating, no proposal is to be voted on, except a proposal to call another meeting

15 2 The quorum for Directors' meetings may be fixed from time to time by a decision of the Directors, but it must never be less than two, and unless otherwise fixed it is [two]

15.3 If the total number of Directors for the time being is less than the quorum required, the Directors must not take any decision other than a decision

15 3 1 to appoint further Directors, or

15 3 2 to call a general meeting so as to enable the members to appoint further Directors

16. Chairing of Directors' meetings

The Chair, if any, or in his or her absence another Director nominated by the Directors present shall preside as chair of each Directors' meeting

17. Decision-making at meetings [11]

17.1 Questions arising at a Directors' meeting shall be decided by a majority of votes.

17 2 In all proceedings of Directors each Director must not have more than one vote [12]

17 3 In case of an equality of votes, the Chair shall have a second or casting vote

18. Decisions without a meeting[13]

18.1 The Directors may take a unanimous decision without a Directors' meeting in accordance with this Article by indicating to each other by any means, including without limitation by Electronic Means, that they share a common view on a matter Such a decision may, but need not, take the form of a resolution in Writing, copies of which have been signed by each Director or to which each Director has otherwise indicated agreement in Writing

18.2 A decision which is made in accordance with Article 18.1 shall be as valid and effectual as if it had been passed at a meeting duly convened and held, provided the following conditions are complied with

18.2.1 approval from each Director must be received by one person being either such person as all the Directors have nominated in advance for that purpose or such other person as volunteers if necessary ("the Recipient"), which person may, for the avoidance of doubt, be one of the Directors,

18 2 2 following receipt of responses from all of the Directors, the Recipient must communicate to all of the Directors by any means whether the resolution has been formally approved by the Directors in accordance with this Article 18.2,

18.2 3 the date of the decision shall be the date of the communication from the Recipient confirming formal approval;

18.2.4 the Recipient must prepare a minute of the decision in accordance with Article 32

19. Conflicts of interest[14]

19 1 Whenever a Director finds himself or herself in a situation that is reasonably likely to give rise to a Conflict of Interest, he or she must declare his or her interest to the Directors unless, or except to the extent that, the other Directors are or ought reasonably to be aware of it already

19 2 If any question arises as to whether a Director has a Conflict of Interest, the question shall be decided by a majority decision of the other Directors.

19.3 Whenever a matter is to be discussed at a meeting or decided in accordance with Article 18 and a Director has a Conflict of Interest in respect of that matter then, subject to Article 20, he or she must

19 3.1 remain only for such part of the meeting as in the view of the other Directors is necessary to inform the debate,

19.3.2 not be counted in the quorum for that part of the meeting; and

19.3.3 withdraw during the vote and have no vote on the matter

19.4 When a Director has a Conflict of Interest which he or she has declared to the Directors, he or she shall not be in breach of his or her duties to the Company by withholding confidential information from the Company if to disclose it would result in a breach of any other duty or obligation of confidence owed by him or her

20. Directors' power to authorise a conflict of interest

20.1 The Directors have power to authorise a Director to be in a position of Conflict of Interest provided

20 1 1 in relation to the decision to authorise a Conflict of Interest, the conflicted Director must comply with Article 19 3,

20 1 2 in authorising a Conflict of Interest, the Directors can decide the manner in which the Conflict of Interest may be dealt with and, for the avoidance of doubt, they can decide that the Director with a Conflict of Interest can participate in a vote on the matter and can be counted in the quorum,

20 1 3 the decision to authorise a Conflict of Interest can impose such terms as the Directors think fit and is subject always to their right to vary or terminate the authorisation.

20 2 If a matter, or office, employment or position, has been authorised by the Directors in accordance with Article 20 1 then, even if he or she has been authorised to remain at the meeting by the other Directors, the Director may absent himself or herself from meetings of the Directors at which anything relating to that matter, or that office, employment or position, will or may be discussed.

20.3 A Director shall not be accountable to the Company for any benefit which he or she derives from any matter, or from any office, employment or position, which has been authorised by the Directors in accordance with Article 20.1 (subject to any limits or conditions to which such approval was subject).

21. Register of Directors' interests

The Directors shall cause a register of Directors' interests to be kept. A Director must declare the nature and extent of any interest, direct or indirect, which he or she has in a proposed transaction or arrangement with the Company or in any transaction or arrangement entered into by the Company which has not previously been declared

APPOINTMENT AND RETIREMENT OF DIRECTORS[15]

22. Methods of appointing Directors

22.1 Those persons notified to the Registrar of Companies as the first Directors of the Company shall be the first Directors

22 2 Any person who is willing to act as a Director, and is permitted by law to do so, may be appointed to be a Director by a decision of the Directors

23. Termination of Director's appointment[16]

A person ceases to be a Director as soon as

(a) that person ceases to be a Director by virtue of any provision of the Companies Act 2006, or is prohibited from being a Director by law,

(b) a bankruptcy order is made against that person, or an order is made against that person in individual insolvency proceedings in a jurisdiction other than England and Wales or Northern Ireland which have an effect similar to that of bankruptcy,

(c) a composition is made with that person's creditors generally in satisfaction of that person's debts,

(d) the Directors reasonably believe he or she is suffering from mental disorder and incapable of acting and they resolve that he or she be removed from office,

(e) notification is received by the Company from the Director that the Director is resigning from office, and such resignation has taken effect in accordance with its terms (but only if at least two Directors will remain in office when such resignation has taken effect); or

(f) the Director fails to attend three consecutive meetings of the Directors and the Directors resolve that the Director be removed for this reason.

(g) the Director ceases to be a member

24. Directors' remuneration[17]

24 1 Directors may undertake any services for the Company that the Directors decide.

24.2 Directors are entitled to such remuneration as the Directors determine

(a) for their services to the Company as Directors; and

(b) for any other service which they undertake for the Company.

24 3 Subject to the Articles, a Director's remuneration may

(a) take any form; and

(b) include any arrangements in connection with the payment of a pension, allowance or gratuity, or any death, sickness or disability benefits, to or in respect of that director.

24.4 Unless the Directors decide otherwise, Directors' remuneration accrues from day to day.

24.5 Unless the Directors decide otherwise, Directors are not accountable to the Company for any remuneration which they receive as Directors or other officers or employees of the Company's subsidiaries or of any other body corporate in which the Company is interested

25. Directors' expenses

25.1 The Company may pay any reasonable expenses which the Directors properly incur in connection with their attendance at

(a) meetings of Directors or committees of Directors,

(b) general meetings, or

(c) separate meetings of any class of members or of the holders of any debentures of the Company,

or otherwise in connection with the exercise of their powers and the discharge of their responsibilities in relation to the Company.

MEMBERS[18]

BECOMING AND CEASING TO BE A MEMBER[19]

26. Becoming a member[20]

26.1 The subscribers to the Memorandum are the first members of the Company

26 2 Such other persons as are admitted to membership in accordance with the Articles shall be members of the Company

26 3 Each member of the company shall be a Director.

26.4 No person shall be admitted a member of the Company unless he or she is approved by the Directors.

26 5 Every person who wishes to become a member shall deliver to the company an application for membership in such form (and containing such information) as the Directors require and executed by him or her

27. Termination of membership[21]

27 1 Membership is not transferable to anyone else

27.2 Membership is terminated if:

27.2.1 the member dies or ceases to exist;

27 2.2 otherwise in accordance with the Articles; or

27.2.3 a member ceases to be a Director

DECISION MAKING BY MEMBERS

28. Members' meetings[22]

28.1 The Directors may call a general meeting at any time.

28 2 General meetings must be held in accordance with the provisions regarding such meetings in the Companies Acts [23]

28 3 A person who is not a member of the Company shall not have any right to vote at a general meeting of the Company; but this is without prejudice to any right to vote on a resolution affecting the rights attached to a class of the Company's debentures [24]

28 4 Article 28 3 shall not prevent a person who is a proxy for a member or a duly authorised representative of a member from voting at a general meeting of the Company.

29. Written resolutions

29 1 Subject to Article 29.3, a written resolution of the Company passed in accordance with this Article 29 shall have effect as if passed by the Company in general meeting

29 1 1 A written resolution is passed as an ordinary resolution if it is passed by a simple majority of the total voting rights of eligible members

29.1.2 A written resolution is passed as a special resolution if it is passed by members representing not less than 75% of the total voting rights of eligible members A written resolution is not a special resolution unless it states that it was proposed as a special resolution.

29 2 In relation to a resolution proposed as a written resolution of the Company the eligible members are the members who would have been entitled to vote on the resolution on the circulation date of the resolution

29 3 A members' resolution under the Companies Acts removing a Director or an auditor before the expiration of his or her term of office may not be passed as a written resolution.

29.4 A copy of the written resolution must be sent to every member together with a statement informing the member how to signify their agreement to the resolution and the date by which the resolution must be passed if it is not to lapse Communications in relation to written notices shall be sent to the Company's auditors in accordance with the Companies Acts.

29.5 A member signifies their agreement to a proposed written resolution when the Company receives from him or her an authenticated Document identifying the resolution to which it relates and indicating his or her agreement to the resolution

29 5 1If the Document is sent to the Company in Hard Copy Form, it is authenticated if it bears the member's signature.

29.5.2If the Document is sent to the Company by Electronic Means, it is authenticated [if it bears the member's signature] or [if the identity of the member is confirmed in a manner agreed by the Directors] or [if it is accompanied by a statement of the identity of the member and the Company has no reason to doubt the truth of that statement] or [if it is from an email Address notified by the member to the Company for the purposes of receiving Documents or information by Electronic Means].

29 6 A written resolution is passed when the required majority of eligible members have signified their agreement to it

29 7 A proposed written resolution lapses if it is not passed within 28 days beginning with the circulation date

ADMINISTRATIVE ARRANGEMENTS AND MISCELLANEOUS

30. Means of communication to be used

30 1 Subject to the Articles, anything sent or supplied by or to the Company under the Articles may be sent or supplied in any way in which the Companies Act 2006 provides for Documents or information which are authorised or required by any provision of that Act to be sent or supplied by or to the Company

30 2 Subject to the Articles, any notice or Document to be sent or supplied to a Director in connection with the taking of decisions by Directors may also be sent or supplied by the means by which that Director has asked to be sent or supplied with such notices or Documents for the time being

30 3 A Director may agree with the Company that notices or Documents sent to that Director in a particular way are to be deemed to have been received within an agreed time of their being sent, and for the agreed time to be less than 48 hours

31. Irregularities

The proceedings at any meeting or on the taking of any poll or the passing of a written resolution or the making of any decision shall not be invalidated by reason of any accidental informality or irregularity (including any accidental omission to give or any non-receipt of notice) or any want of qualification in any of the persons present or voting or by reason of any business being considered which is not referred to in the notice unless a provision of the Companies Acts specifies that such informality, irregularity or want of qualification shall invalidate it

32. Minutes

32 1 The Directors must cause minutes to be made in books kept for the purpose:

32.1.1 of all appointments of officers made by the Directors;

32.1 2 of all resolutions of the Company and of the Directors (including, without limitation, decisions of the Directors made without a meeting); and

32.1.3 of all proceedings at meetings of the Company and of the Directors, and of committees of Directors, including the names of the Directors present at each such meeting,

and any such minute, if purported to be signed (or in the case of minutes of Directors' meetings signed or authenticated) by the chair of the meeting at which the proceedings were had, or by the chair of the next succeeding meeting, shall, as against any member or Director of the Company, be sufficient evidence of the proceedings.

32 2 The minutes must be kept for at least ten years from the date of the meeting, resolution or decision

33. Records and accounts[25]

The Directors shall comply with the requirements of the Companies Acts as to maintaining a members' register, keeping financial records, the audit or examination of accounts and the preparation and transmission to the Registrar of Companies and the Regulator of·

33 1 annual reports,

33 2 annual returns, and

33 3 annual statements of account.

33 4 Except as provided by law or authorised by the Directors or an ordinary resolution of the Company, no person is entitled to inspect any of the Company's accounting or other records or Documents merely by virtue of being a member.

34. Indemnity

34 1 Subject to Article 34.2, a relevant Director of the Company or an associated company may be indemnified out of the Company's assets against

(a) any liability incurred by that Director in connection with any negligence, default, breach of duty or breach of trust in relation to the Company or an associated company,

(b) any liability incurred by that Director in connection with the activities of the Company or an associated company in its capacity as a trustee of an occupational pension scheme (as defined in section 235(6) of the Companies Act 2006); and

(c) any other liability incurred by that Director as an officer of the Company or an associated company

34 2 This Article does not authorise any indemnity which would be prohibited or rendered void by any provision of the Companies Acts or by any other provision of law

34.3 In this Article·

(a) companies are associated if one is a subsidiary of the other or both are subsidiaries of the same body corporate; and

(b) a "relevant Director" means any Director or former Director of the Company or an associated company

35. Insurance

35 1 The Directors may decide to purchase and maintain insurance, at the expense of the Company, for the benefit of any relevant Director in respect of any relevant loss

35 2 In this Article:

(a) a "relevant Director" means any Director or former Director of the Company or an associated company,

(b) a "relevant loss" means any loss or liability which has been or may be incurred by a relevant Director in connection with that Director's duties or powers in relation to the Company, any associated company or any pension fund or employees' share scheme of the company or associated company; and

(c) companies are associated if one is a subsidiary of the other or both are subsidiaries of the same body corporate

36. Exclusion of model articles

The relevant model articles for a company limited by guarantee are hereby expressly excluded.

SCHEDULE

INTERPRETATION

Defined terms

1 In the Articles, unless the context requires otherwise, the following terms shall have the following meanings

	Term	Meaning
1 1	**"Address"**	includes a number or address used for the purposes of sending or receiving Documents by Electronic Means,
1 2	**"Articles"**	the Company's articles of association;
1 3	**"asset-locked body"**	means (i) a community interest company, a charity[26] or a Permitted Industrial and Provident Society; or (ii) a body established outside the United Kingdom that is equivalent to any of those;
1 4	**"bankruptcy"**	includes individual insolvency proceedings in a jurisdiction other than England and Wales or Northern Ireland which have an effect similar to that of bankruptcy;
1 5	**"Chair"**	has the meaning given in Article 10;
1 6	**"Circulation Date"**	in relation to a written resolution, has the meaning given to it in the Companies Acts,
1 7	**"Clear Days"**	in relation to the period of a notice, that period excluding the day when the notice is given or deemed to be given and the day for which it is given or on which it is to take effect,
1 8	**"community"**	is to be construed in accordance with accordance with Section 35(5) of the Company's (Audit) Investigations and Community Enterprise) Act 2004;
1 9	**"Companies Acts"**	means the Companies Acts (as defined in Section 2 of the Companies Act 2006), in so far as they apply to the Company,
1 10	**"Company"**	[ ] [Community Interest Company/C I C],
1 11	**"Conflict of Interest"**	any direct or indirect interest of a Director (whether personal, by virtue of a duty of loyalty to another organisation or otherwise) that conflicts, or might conflict with the interests of the Company,

1.12 **"Director"**	a director of the Company, and includes any person occupying the position of director, by whatever name called,
1.13 **"Document"**	includes, unless otherwise indicated, any document sent or supplied in Electronic Form,
1.14 **"Electronic Form" and "Electronic Means"**	have the meanings respectively given to them in Section 1168 of the Companies Act 2006,
1.15 **"Hard Copy Form"**	has the meaning given to it in the Companies Act 2006,
1 16 **"Memorandum"**	the Company's memorandum of association,
1 17 **"participate"**	in relation to a Directors' meeting, has the meaning given in Article 14;
1.18 **"Permitted Industrial and Provident Society"**	an industrial and provident society which has a restriction on the use of its assets in accordance with Regulation 4 of the Community Benefit Societies (Restriction on Use of Assets) Regulations 2006 or Regulation 4 of the Community Benefit Societies (Restriction on Use of Assets) Regulations (Northern Ireland) 2006,
1 19 **"the Regulator"**	means the Regulator of Community Interest Companies;
1 20 **"Secretary"**	the secretary of the Company (if any),
1 21 **"specified"**	means specified in the memorandum or articles of association of the Company for the purposes of this paragraph,
1 22 **"subsidiary"**	has the meaning given in section 1159 of the Companies Act 2006;
1 23 **"transfer"**	includes every description of disposition, payment, release or distribution, and the creation or extinction of an estate or interest in, or right over, any property; and
1 24 **"Writing"**	the representation or reproduction of words, symbols or other information in a visible form by any method or combination of methods, whether sent or supplied in Electronic Form or otherwise

2 Subject to clause 3 of this Schedule, any reference in the Articles to an enactment includes a reference to that enactment as re-enacted or amended from time to time and to any subordinate legislation made under it.

3 Unless the context otherwise requires, other words or expressions contained in these Articles bear the same meaning as in the Companies Acts as in force on the date when these Articles become binding on the Company

[1] On articles of association generally, see [Part 5] of the Regulator's information and guidance notes If you are an existing company wishing to become a community interest company, there is no need to adopt completely new articles, but you must comply with the requirements of the Community Interest Company Regulations 2005 (as amended) ("the Regulations") by including the provisions set out in Schedule 1 to the Regulations in the articles of your company

[2] See [Part 6] of the Regulator's information and guidance notes Inclusion of the provisions contained in article 3 1 to 3 3 is mandatory, reflecting sub-paragraphs (1) to (3) of paragraph 1 of Schedule 1 to the Regulations

[3] See regulation 23 of the Regulations and [Parts 6 and 10] of the Regulator's information and guidance notes If the company does not specify that the remaining residual assets are to be transferred to a particular Asset Locked Body, an appropriate recipient will be chosen by the Regulator, in consultation with the company's directors and members

[4] On the specification of the company's objects, see [Part 5] of the Regulator's information and guidance notes

[5] On limited liability, see [Part 3] of the Regulator's information and guidance notes On guarantees generally see [Chapter 3 2] of the Regulator's information and guidance notes

[6] Note that although this model constitution assumes that all Directors are Members and all Members are Directors, and the Directors are given wide powers, under the Articles (and company law more generally) there are still some decisions which Members must make as Members (either in general meeting under the Companies Act 2006 (article 28 2), or by written resolution in accordance with article 29) [See in general the Companies House guidance booklet, "Resolutions" (available online at http //www.companieshouse gov.uk/about/gbhtml/gba7 shtml)].

[9] Article 14 2 is designed to facilitate the taking of decisions by the directors communicating via telephone or video conference calls Note the requirement to keep a written record of meetings and decisions (article 32)

[12] You may wish to include a provision which gives the chair of the board a casting vote This will enable the directors to resolve any deadlock at board level

[11] Article 17 reflects paragraph 4 of Schedule 1 to the Regulations, which is required to be included in the articles of all community interest companies

[14] The provisions in articles 19 and 20 reflect the position under the Companies Act 2006 However, it is recommended that, as a matter of good practice, all actual and potential conflicts of interest are disclosed in writing or at a meeting, as the case may be

[15] Private companies are obliged to have only one director Provisions can be inserted into the articles providing for a minimum number of directors Where the company has just one director, that director must be a natural person Article 12 notes that, where there is only one director, a majority decision is reached when that director makes a decision In the case of a single director, the quorum provisions (article 15) will need to be amended accordingly

[18] See section 112 of the Companies Act 2006 A company's members are (i) the subscribers to its memorandum, and (ii) every other person who agrees to become a member of the company and whose name is entered in its register of members

[19] There is no need for all those who wish to become Members to subscribe to the Memorandum on incorporation, they can become Members and be entered in the register of Members after the company has been formed However, since this model constitution assumes that all Members are also Directors, all Members will also have to be validly appointed as Directors under article 22

[20] Inclusion of the provisions in article 26 (other than 26 3) is mandatory and reflects paragraphs 2(1)-(4) of Schedule 1 to the Regulations [Directors should ensure that the information to be included on an application form includes all the information which will be required to fill in Companies House Form [288a] on the appointment of the new Member as a Director (see http://www.companieshouse.gov.uk/forms/generalForms/288A.pdf)] Article 26 3 provides that the Directors are also members of the company

[21] Inclusion of the provisions of article 27 1 and 27 2 1 – 27 2 2 (reflecting sub-paragraphs (5) and (6) of paragraph 2 of Schedule 1 to the Regulations), is mandatory

[23] Article 28 2 provides that general meetings must be held in accordance with the provisions of the Companies Act 2006 You may insert additional provisions that specify how many Members are required to be present to hold a valid general meeting The quorum may be fixed in absolute terms (e g "four Members") or as a proportion of the total number of Members (e g. "three quarters of the Members from time to time") You may even wish to stipulate that particular named Members, or Members representing particular stakeholder interests, must be present to constitute a quorum In any event, it is recommended that the quorum should never be less than half of the total number of Members

[24] Inclusion of the provisions of article 28 3 (reflecting paragraph 3(1) of Schedule 1 to the Regulations) is mandatory

[22] The Companies Act 2006 has removed the need for private companies to hold annual general meetings and therefore these Articles follow suit; however, if you wish, you can insert an additional provision which obliges the company to hold annual general meetings

[25] See the Companies House guidance booklet, "Accounts and Accounting Reference Dates" (available online at http //www companies-house gov uk/about/gbhtml/gba3 shtml)] On the annual community interest company report, see [Part 8] of the Regulator's information and guidance notes.

[26] Section 1(1) of the Charities Act 2006 defines "charity" as an institution which "is established for charitable purposes only, and falls to be subject to the control of the High Court in the exercise of its jurisdiction with respect to charities "

CIC 36

Declarations on Formation of a Community Interest Company[1]

Please complete in typescript, or in bold black capitals.

Company Name in full

5 Ways Boxing Academy
Community Interest Company

SECTION A: COMMUNITY INTEREST STATEMENT – beneficiaries

1 We/I, the undersigned, declare that the company will carry on its activities for the benefit of the community, or a section of the community[2]. [Insert a short description of the community, or section of the community, which it is intended that the company will benefit below][3]

The company's activities will provide benefit to ...

The activities of Five Ways Boxing Academy will benefit a large and diverse group of people in Burnley and the surrounding areas.The company will work equally with abled and disabled members of the community alongside their carers and families. The work it does will engage and improve the lives of youths who for many reasons cannot engage with mainstream education. The inclusive ethos will remove barriers of prejudice and ignorance and shall work always to improve community understanding and cohesion.

COMPANY NAME	5 Ways Boxing Academy C.I.C.

SECTION B: Community Interest Statement – Activities & Related Benefit

Please indicate how it is proposed that the company's activities will benefit the community, or a section of the community. Please provide as much detail as possible to enable the CIC Regulator to make an informed decision about whether your proposed company is eligible to become a community interest company. It would be useful if you were to explain how you think your company will be different from a commercial company providing similar services or products for individual or personal gain.

Activities (Tell us here what the company is being set up to do)	**How will the activity benefit the community?** *(The community will benefit by...)*
General:The company will set up and run an amatuer "all inclusive," boxing club in the town. The focus of which is to provide physical, educational and social activity to all who attend.	The "all inclusive," ethos of the Acadamy will bring to the town a unique facility that provides the orthodox structure of an amatuer boxing club, alongside a programme that enables otherwise excluded members of the community access to this fun and popular sport. Programmes of education and training will be provided that improve life and employability pathways for those involved.Volunteer positions will provide avenues for training and subsequent employment for those who participate in the educational provision that the Academy will provide.
Five Ways Boxing Academy will provide mentally and physically disadvantaged people access to healthy activity and educational training through bespoke programmes.The Acadamey will provide educatonal facilities for disengaged learners.	Access to this popular sport is not available in the town to those who have alternative needs. The Academy will provide a hub for physical and social activity that will improve the health and well being for those who attend. In turn this will improve the physical health and well being of participants, their families and the wider community.The project will enable excluded or disengaged learners access to education. It will focus on physical activity alongside curriculum based subjects. This will provide youngsters with the tools necessary for their future well being and employment prospects.
If the company makes any surplus it will be used for... Any surplus will be reinvested to better the provision and delivery of the programme and to provide employment opportunites within the community.	

(Please continue on separate sheet if necessary.)

000283/35

COMPANY NAME 5 Ways Boxing Academy C.I.C.

SECTION C:

1. We/I, the undersigned, declare that the company in respect of which this application is made will not be:

   (a) a political party;
   (b) a political campaigning organisation; or
   (c) a subsidiary of a political party or of a political campaigning organisation.[4]

SECTION D:

Each person who will be a first director of the company must sign the declarations.

Signed	M. Byrom	Date	29.09.14
Signed		Date	29/9/14
Signed		Date	29/9/14
Signed		Date	29/9/14
Signed		Date	29/9/14
Signed		Date	
Signed		Date	
Signed		Date	
Signed		Date	
Signed		Date	

CHECKLIST

Have the first directors signed the CIC36?

This form must be accompanied by the following documents:
(a) Memorandum of Association
(b) Articles of Association, which comply with requirements imposed by section 32 of the Act and Part 3 of the Regulations or which are otherwise appropriate in connection with becoming a community interest company
(c) Form IN01- you need to indicate that the proposed company is adopting bespoke articles.
(d) Any completed continuation sheets
(e) A cheque for £35 made payable to Companies House

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

	Tel
DX Number	DX Exchange

When you have completed and signed the form, please send it to the Registrar of Companies at:

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

For companies registered in Scotland: Companies House, 4th Floor, Edinburgh Quay 2, 139 Fountainbridge, EH3 9FF DX 235 Edinburgh

For companies registered in Northern Ireland: Companies House, 2nd Floor, The Linenhall, 32-38 Linenhall Street, Belfast, BT2 8BG

NOTES

[1] This form will be placed on the public record. Any information relevant to the application that you do not wish to appear on the public record, should be described in a separate letter addressed to the CIC Regulator and delivered to the Registrar of Companies with the other documents.

[2] The community interest test is referred to in section 35 of the Companies (Audit, Investigations and Community Enterprise) Act 2004 and is expanded upon in regulations 3, 4 & 5 of the Regulations.

[3] E.g. "the residents of Oldtown" or "those suffering from XYZ disease".

[4] A company is not eligible to be formed as a community interest company if it will be an "excluded company". If you are not sure whether the company which you wish to form falls into any of these categories, you should refer to the definitions of the terms "political party", "political campaigning organisation" and "subsidiary" (and of the related terms "election", "governmental authority", "public authority" and "referendum") in Regulation 2 of the Regulations before completing this form.