

File Copy



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company Number **10184803**

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

PRIMUS ALLIANCE CHESTER 2 LIMITED

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

Given at Companies House, Cardiff, on **17th May 2016**



N10184803C

The above information was communicated by electronic means and authenticated by the Registrar of Companies under section 1115 of the Companies Act 2006



Companies House



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

IN01(ef)

Application to register a company

Received for filing in Electronic Format on the: 17/05/2016



X575KGXF

*Company Name
in full:*

PRIMUS ALLIANCE CHESTER 2 LIMITED

Company Type:

Private limited by shares

*Situation of Registered
Office:*

England and Wales

*Proposed Register
Office Address:*

**C/O DWF LLP 1 SCOTT PLACE
2 HARDMAN STREET
MANCHESTER
ENGLAND AND WALES
UNITED KINGDOM
M3 3AA**

I wish to entirely adopt the following model articles: **Private (Ltd by Shares)**

Company Director 1

Type: **Person**
Full forename(s): **MR DAVID**

Surname: **RUSSELL**

Former names:

Service Address recorded as Company's registered office

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: ****/09/1956** *Nationality:* **BRITISH**

Occupation: **DIRECTOR**

The subscribers confirm that the person named has consented to act as a director.

Company Director 2

Type: **Person**
Full forename(s): **MR EWAN**

Surname: **WYSE**

Former names:

Service Address recorded as Company's registered office

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: ****/12/1963** *Nationality:* **BRITISH**

Occupation: **DIRECTOR**

The subscribers confirm that the person named has consented to act as a director.

Company Director 3

Type: **Person**
Full forename(s): **MR DUNCAN STEWART**

Surname: **MELVILLE**

Former names:

Service Address recorded as Company's registered office

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: ****/04/1970** *Nationality:* **BRITISH**

Occupation: **DIRECTOR**

The subscribers confirm that the person named has consented to act as a director.

Company Director 4

Type: **Person**
Full forename(s): **MR COLIN**

Surname: **TURNER**

Former names:

Service Address recorded as Company's registered office

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: ****/01/1967** *Nationality:* **BRITISH**

Occupation: **DIRECTOR**

The subscribers confirm that the person named has consented to act as a director.

Statement of Capital (Share Capital)

Class of shares	ORDINARY	<i>Number allotted</i>	100
		<i>Aggregate nominal value</i>	100
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THE SHARES HAVE ATTACHED TO THEM FULL VOTING, DIVIDEND AND CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) RIGHTS; THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Class of shares	DEFERRED SHARE	<i>Number allotted</i>	1
		<i>Aggregate nominal value</i>	1
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THE DEFERRED SHARES DO NOT HAVE A RIGHT TO VOTE OR DIVIDEND. ON A RETURN OF CAPITAL ON LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL BE APPLIED IN PAYING EACH HOLDER OF ORDINARY SHARES AND DEFERRED SHARES: FIRSTLY, ALL UNPAID ARREARS OF DIVIDENDS ON THE ORDINARY SHARES HELD BY HIM WHICH HAVE BEEN DECLARED BUT ARE UNPAID; SECONDLY, AN AMOUNT EQUAL TO THE ISSUE PRICE OF ALL THE ORDINARY SHARES AND/OR DEFERRED SHARES HELD BY HIM; AND THEREAFTER, IN DISTRIBUTING THE BALANCE OF SUCH ASSETS AMONGST THE HOLDERS OF THE ORDINARY SHARES AND DEFERRED SHARES (PARI PASSU AS IF THEY CONSTITUTED ONE CLASS OF SHARE) IN PROPORTION TO THE NUMBERS OF ORDINARY SHARES AND DEFERRED SHARES HELD BY THEM RESPECTIVELY. THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	101
		<i>Total aggregate nominal value</i>	101

Initial Shareholdings

Name: MELVILLE FAMILY HOLDINGS
LIMITED

Address: 3 PARK DRIVE
HARROGATE
N YORKS
UNITED KINGDOM
HG2 9AY

Class of share: ORDINARY

Number of shares: 20

Currency: GBP

*Nominal value of
each share:* 1

Amount unpaid: 0

Amount paid: 1

Name: PAG VENTURES LIMITED

Address: ALLIANCE HOUSE WESTPOINT
ENTERPRISE PARK
CLARENCE AVENUE, TRAFFORD
PARK
MANCHESTER
UNITED KINGDOM
M17 1QS

Class of share: ORDINARY

Number of shares: 50

Currency: GBP

*Nominal value of
each share:* 1

Amount unpaid: 0

Amount paid: 1

Class of share: DEFERRED SHARE

Number of shares: 1

Currency: GBP

*Nominal value of
each share:* 1

Amount unpaid: 0

Amount paid: 1

Name: PRIMUS PROPERTY GROUP
LIMITED

Address: C/O DWF LLP 1 SCOTT PLACE
2 HARDMAN STREET
MANCHESTER
UNITED KINGDOM
M3 3AA

Class of share: ORDINARY

Number of shares: 10

Currency: GBP

*Nominal value of
each share:* 1

Amount unpaid: 0

Amount paid: 1

Name: TURNER FAMILY HOLDINGS
LIMITED

Address: 16 MARRYAT CLOSE
WINWICK
WARRINGTON
ENGLAND
ENGLAND
WA2 8XS

Class of share: ORDINARY

Number of shares: 20

Currency: GBP

*Nominal value of
each share:* 1

Amount unpaid: 0

Amount paid: 1

Statement of Compliance

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

Name: MELVILLE FAMILY HOLDINGS LIMITED

Authenticated: YES

Name: PAG VENTURES LIMITED

Authenticated: YES

Name: PRIMUS PROPERTY GROUP LIMITED

Authenticated: YES

Name: TURNER FAMILY HOLDINGS LIMITED

Authenticated: YES

Authorisation

Authoriser Designation: subscriber

Authenticated: Yes

COMPANY HAVING A SHARE CAPITAL

MEMORANDUM OF ASSOCIATION OF

Primus Alliance Chester 2 Limited

Each subscriber to this memorandum of association wishes to form a company under the Companies Act 2006 and agrees to become a member of the company and to take at least one share each.

Name of each subscriber

Authentication by each subscriber

Melville Family Holdings Limited

PAG VENTURES LIMITED

PRIMUS PROPERTY GROUP LIMITED

Turner Family Holdings Limited

Dated: 17 May 2016