

**FILE COPY**



**CERTIFICATE OF INCORPORATION  
OF A  
PRIVATE LIMITED COMPANY**

Company Number **10278137**

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

**HARROGATE INTERNATIONAL 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 **14th July 2016**



\* N10278137G \*



**Companies House**



**THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES**



Companies House

**IN01**<sub>(ef)</sub>

**Application to register a company**



Received for filing in Electronic Format on the: **13/07/2016**

**X5B5HHHT**

*Company Name in  
full:*

**HARROGATE INTERNATIONAL LIMITED**

*Company Type:*

**Private company limited by shares**

*Situation of  
Registered Office:*

**England and Wales**

*Proposed Registered  
Office Address:*

**18 KING STREET  
DARLINGTON  
UNITED KINGDOM DL3 6JH**

*Sic Codes:*

**96090**

*I wish to entirely adopt the following model articles:*

**Private (Ltd by Shares)**

## ***Proposed Officers***

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***Company Director***      ***1***

*Type:*                      **Person**

*Full Forename(s):*        **NICHOLAS ANDREW**

*Surname:*                **BULMER**

*Service Address:*        **recorded as Company's registered office**

*Country/State Usually*    **ENGLAND**

*Resident:*

*Date of Birth:*    **\*\*/04/1965**                      *Nationality:*    **BRITISH**

*Occupation:*    **DIRECTOR**

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

## *Statement of Capital (Share Capital)*

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<i>Class of Shares:</i>	<b>ORDINARY</b>	<i>Number allotted</i>	<b>100</b>
<i>Currency:</i>	<b>GBP</b>	<i>Aggregate nominal value:</i>	<b>100</b>
<i>Prescribed particulars</i>			

**CLASS OF SHARE: ORDINARY SHARES OF £1 EACH PRESCRIBED PARTICULARS:**  
**(A) UNDER SECTIONS 284 AND 285 OF THE COMPANIES ACT 2006 (AS AMENDED)**  
**EACH SHARE CARRIES ONE VOTE ON A WRITTEN RESOLUTION; ON A VOTE ON A**  
**RESOLUTION ON A SHOW OF HANDS AT A MEETING, EACH MEMBER PRESENT IN**  
**PERSON (AND EVERY PROXY PRESENT WHO HAS BEEN DULY APPOINTED BY ONE OR**  
**MORE MEMBERS ENTITLED TO VOTE ON THE RESOLUTION) HAS ONE VOTE (BUT A**  
**PROXY HAS ONE VOTE FOR AND ONE VOTE AGAINST THE RESOLUTION IF THE PROXY**  
**HAS BEEN DULY APPOINTED BY MORE THAN ONE MEMBER ENTITLED TO VOTE ON**  
**THE RESOLUTION, AND THE PROXY HAS BEEN INSTRUCTED BY ONE OR MORE OF**  
**THOSE MEMBERS TO VOTE FOR THE RESOLUTION AND BY ONE OR MORE OTHER**  
**OF THOSE MEMBERS TO VOTE AGAINST); AND, ON A VOTE ON A RESOLUTION ON A**  
**POLL TAKEN AT A MEETING, EVERY MEMBER HAS ONE VOTE IN RESPECT OF EACH**  
**SHARE HELD BY HIM (ALL OR ANY OF THE VOTING RIGHTS OF A MEMBER MAY BE**  
**EXERCISED BY ONE OR MORE DULY APPOINTED PROXIES BUT WHERE A MEMBER**  
**APPOINTS MORE THAN ONE PROXY, THIS DOES NOT AUTHORISE THE EXERCISE BY**  
**THE PROXIES TAKEN TOGETHER OF MORE EXTENSIVE VOTING RIGHTS THAN COULD**  
**BE EXERCISED BY THE MEMBER IN PERSON). (B) THE SHARES ALL RANK PARI PASSU**  
**AS RESPECTS DIVIDEND DISTRIBUTIONS. (C) THE SHARES ALL RANK PARI PASSU AS**  
**RESPECTS CAPITAL DISTRIBUTIONS MADE OTHER THAN ON A WINDING UP; ON A**  
**WINDING UP EACH SHARE CARRIES THE RIGHT TO A REPAYMENT OF CAPITAL OF**  
**UP TO £1 PAID UP CAPITAL AND THE SHARES ALL RANK PARI PASSU AS RESPECTS**  
**DISTRIBUTIONS OF ANY SURPLUS REMAINING AFTER ALL SUCH CAPITAL HAS BEEN**  
**REPAID. (D) THE SHARES ARE NOT REDEEMABLE.**

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### **Statement of Capital (Totals)**

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<i>Currency:</i>	<b>GBP</b>	<i>Total number of shares:</i>	<b>100</b>
		<i>Total aggregate nominal value:</i>	<b>100</b>
		<i>Total aggregate unpaid:</i>	<b>100</b>

## *Initial Shareholdings*

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*Name:*           **NICHOLAS ANDREW  
BULMER**

*Class of Shares:*           **ORDINARY**

*Address*       **18 KING STREET  
DARLINGTON  
UNITED KINGDOM  
DL3 6JH**

*Number of shares:*       **100**

*Currency:*               **GBP**

*Nominal value of each  
share:*                   **1**

*Amount unpaid:*           **1**

*Amount paid:*             **0**

## ***Persons with Significant Control (PSC)***

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### **Statement of initial significant control**

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**On incorporation, there will be someone who will count as a Person with Significant Control (either a registerable person or relevant legal entity (RLE)) in relation to the company**

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## ***Individual Person with Significant Control details***

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*Names:* **NICHOLAS ANDREW BULMER**

*Country/State Usually  
Resident:* **ENGLAND**

*Date of Birth:* **\*\*/04/1965** *Nationality:* **BRITISH**

*Service Address:* **18 KING STREET  
DARLINGTON  
UNITED KINGDOM  
DL3 6JH**

*The subscribers confirm that each person named as an individual PSC in this application knows that their particulars are being supplied as part of this application.*

*Nature of control*

The person holds, directly or indirectly, **75%** or more of the shares in the company.



## ***Statement of Compliance***

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

*memorandum delivered by an agent for the subscriber(s):* **YES**

*Agent's Name:* **THE LONDON LAW AGENCY LIMITED**

*Agent's Address:* **THE WHITE HOUSE 57-63 CHURCH ROAD  
WIMBLEDON VILLAGE, LONDON  
UNITED KINGDOM  
SW19 5SB**

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## ***Authorisation***

*Authoriser Designation:* **agent** *Authenticated* **YES**

*Agent's Name:* **THE LONDON LAW AGENCY LIMITED**

*Agent's Address:* **THE WHITE HOUSE 57-63 CHURCH ROAD  
WIMBLEDON VILLAGE, LONDON  
UNITED KINGDOM  
SW19 5SB**

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THE COMPANIES ACT 2006

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A PRIVATE COMPANY LIMITED BY SHARES

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MEMORANDUM OF ASSOCIATION

OF

HARROGATE INTERNATIONAL 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.

<u>Name of each subscriber</u>	<u>Authentication by each subscriber</u>
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Nicholas Andrew Bulmer	
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Dated 13 July 2016