

FILE COPY



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

Company Number **10403331**

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

MALMOE BYGG OCH RENOVERING 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 **30th September 2016**



* N104033312 *



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: **29/09/2016**

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*Company Name in
full:*

MALMOE BYGG OCH RENOVERING LIMITED

Company Type:

Private company limited by shares

*Situation of
Registered Office:*

England and Wales

*Proposed Registered
Office Address:*

**CARPENTER COURT 1 MAPLE ROAD
BRAMHALL
STOCKPORT
CHESHIRE
UNITED KINGDOM SK7 2DH**

Sic Codes:

99999

Proposed Officers

Company Secretary 1

Type: **Corporate**
Name: **SCANDINAVIAN BUSINESS SOLUTIONS UK LIMITED**
Principal / Business Address: **27 GLOUCESTER PLACE
LONDON
UNITED KINGDOM W1U 8HU**

European Economic Area (EEA) Company

Register Location: **UNITED KINGDOM**
Registration Number: **09251052**

The subscribers confirm that the corporate body named has consented to act as a secretary.

Company Director 1

Type: **Person**

Full Forename(s): **MOHAMMADALI**

Surname: **FOOLADIVANDA**

Service Address: **CARPENTER COURT 1 MAPLE ROAD
BRAMHALL
STOCKPORT
CHESHIRE
UNITED KINGDOM SK7 2DH**

Country/State Usually Resident: **SWEDEN**

Date of Birth: ****/09/1965** *Nationality:* **SWEDISH**

Occupation: **COMPANY
DIRECTOR**

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

Statement of Capital (Share Capital)

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

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

Statement of Capital (Totals)

<i>Currency:</i>	GBP	<i>Total number of shares:</i>	100
		<i>Total aggregate nominal value:</i>	100
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

<i>Name:</i>	MOHAMMADALI FOOLADIVANDA	<i>Class of Shares:</i>	ORDINARY
<i>Address</i>	CARPENTER COURT 1 MAPLE ROAD BRAMHALL STOCKPORT CHESHIRE UNITED KINGDOM SK7 2DH	<i>Number of shares:</i>	100
		<i>Currency:</i>	GBP
		<i>Nominal value of each share:</i>	1
		<i>Amount unpaid:</i>	0
		<i>Amount paid:</i>	1

Persons with Significant Control (PSC)

Statement of initial significant control

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

Individual Person with Significant Control details

Names: **MR MOHAMMADALI FOOLADIVANDA**

*Country/State Usually
Resident:* **SWEDEN**

Date of Birth: ****/09/1965** *Nationality:* **SWEDISH**

Service Address: **CARPENTER COURT 1 MAPLE ROAD
BRAMHALL
STOCKPORT
CHESHIRE
UNITED KINGDOM
SK7 2DH**

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.

<i>Nature of control</i>	The person holds, directly or indirectly, 75% or more of the shares in the company.
<i>Nature of control</i>	The person holds, directly or indirectly, 75% or more of the voting rights in the company.

Statement of Compliance

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: **COMPANY REGISTRATIONS ONLINE LIMITED**

Agent's Address: **CARPENTER COURT 1 MAPLE ROAD
BRAMHALL
STOCKPORT
UNITED KINGDOM
SK7 2DH**

Authorisation

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

Agent's Name: **COMPANY REGISTRATIONS ONLINE LIMITED**

Agent's Address: **CARPENTER COURT 1 MAPLE ROAD
BRAMHALL
STOCKPORT
UNITED KINGDOM
SK7 2DH**

COMPANIES ACT 2006
COMPANY HAVING A SHARE CAPITAL

MEMORANDUM OF ASSOCIATION
OF
MALMOE BYGG OCH RENOVERING 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

Name of Each Subscriber

Authentication

MOHAMMADALI FOOLADIVANDA

Authenticated Electronically

Date: 29 September 2016

**ARTICLES OF ASSOCIATION
COMPANIES ACT 2006**

**PRIVATE COMPANY LIMITED BY SHARES ARTICLES OF ASSOCIATION OF
MALMOE BYGG OCH RENOVERING LIMITED**

Preliminary

1. The regulations contained in Schedule 1 to the Companies (Model Articles) Regulations 2008 (SI 2008 No. 3229) (such Schedule being hereinafter called "the Schedule") shall apply to the Company save in so far as they are excluded or varied hereby and such regulations (save as so excluded or varied) and the Articles hereinafter contained shall be the Articles of Association of the Company.
2. Regulations 11(2), 14, 17(b) 18(b), 18(c) and 24 of the Schedule shall not apply to the Company but the Articles hereinafter contained together with the remaining regulations of the Schedule, subject to the modifications hereinafter expressed, shall constitute the regulations of the Company.

Auditors

3. The appointment of an auditor shall be subject to the regulations concerning exemption from such an appointment where the relevant criteria as defined by the Act are met.

Share Capital

4. The Company is a private company limited by shares, within the meaning of the Act.
5. A member desiring to transfer shares otherwise than to a person who is already a member of the Company shall give notice in writing of such intention to the Directors of the Company giving particulars of the share in question. The directors as agents for the member giving such notice may dispose of such shares or any of them to members of the Company at a price to be agreed between the transferor and the Directors, or failing agreement, at a price fixed by the Auditors of the Company as the fair value thereof. If within twenty-eight days from the said notice the Directors are unable to find a member or members willing to purchase all such shares, the transferor may dispose of so many of such shares as shall remain undisposed of in any manner he may think fit within three months from the date of the said notice. Where the Company has no auditor an individual or body eligible for appointment as an auditor as per the Companies Act shall be chosen to fix the price.

Share Certificates

6. The Company shall be exempt from issuing a share certificate to each shareholder, whether subscribed to said shares on incorporation, subsequent issue and allotment of shares, or following a transfer or transmission of shares. Provided that any shareholder may specifically request the Company to issue a share certificate to the requesting shareholder, which shall be issued by the Company, free of charge, and within two months from the date of the request.

Appointment of Directors

7. The first director or directors of the Company shall be determined in writing by the subscriber(s) to the Memorandum of Association, pursuant to section 12 of the Act.

8. Unless otherwise determined by ordinary resolution, the numbers of directors (other than alternate directors) shall not be subject to any maximum, but shall be not less than one.

Proceedings of Directors

9. A director may vote as a director in regard to any contract or arrangement in which he is interested or upon any matter arising thereout, and if he shall so vote, his vote shall be counted and he shall be reckoned in estimating a quorum when any such contract or arrangement is under consideration.

10. The necessary quorum for the transaction of the business of the directors may be fixed by them and unless so fixed, shall be two, except when one director is in office. A person who holds office only as an alternate director shall, if his appointer is not present, be counted in the quorum.

Secretary

11. The Company shall have a secretary and the first secretary of the Company shall be determined in writing by the subscriber(s) to the Memorandum of Association, pursuant to Section 12 of the Act.

Name of Subscribers

MR MOHAMMADALI FOOLADIVANDA

Date: 29 September 2016