

FILE COPY



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

Company Number **10652881**

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

BM ASSOCIATES LTD

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 **6th March 2017**



* N10652881I *



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:***03/03/2017**

X61G98MA

Company Name in full:

BM ASSOCIATES LTD

Company Type:

Private company limited by shares

Situation of Registered Office:

England and Wales

Proposed Registered Office Address:

**34 ST. PEGAS ROAD
PEAKIRK
PETERBOROUGH
UNITED KINGDOM PE6 7NF**

Sic Codes:

70229

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Company Secretary 1

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

10652881

Company Director 1

Type: **Person**

Full Forename(s): **MR DAVID JOHN**

Surname: MANNING

Former Names:

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

Country/State Usually Resident: UNITED KINGDOM

Date of Birth: ****/12/1957** *Nationality:* **BRITISH**

Occupation: **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> | A | <i>Number allotted</i> | 100 |
| | ORDINARY | <i>Aggregate nominal value:</i> | 100 |
| <i>Currency:</i> | GBP | | |
| <i>Prescribed particulars</i> | | | |

ORDINARY A SHARES ISSUED ARE NON-REDEEMABLE AND RANK EQUALLY IN TERMS OF (A) RIGHTS TO PARTICIPATE IN ALL APPROVED DIVIDEND DISTRIBUTIONS FOR THAT CLASS OF SHARE; AND (B) RIGHTS TO PARTICIPATE IN ANY CAPITAL DISTRIBUTION ON WINDING UP; AND (C) VOTING RIGHTS THE SHARES IN THE ORIGINAL OR ANY INCREASED CAPITAL OF THE COMPANY MAY BE ISSUED WITH SUCH PREFERRED, DEFERRED OR OTHER SPECIAL RIGHTS OR RESTRICTIONS, WHETHER IN REGARD TO DIVIDEND, VOTING, RETURN OF CAPITAL OR OTHERWISE AS THE COMPANY MAY FROM TIME TO TIME DETERMINE. THE RIGHTS AND PRIVILEGES ATTACHED TO ANY OF THE SHARES OF THE COMPANY MAY BE MODIFIED, VARIED, ABROGATED OR DEALT WITH IN ACCORDANCE WITH THE PROVISIONS FOR THE TIME BEING OF THE COMPANY'S ARTICLES OF ASSOCIATION.

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

ORDINARY B SHARES ISSUED ARE NON-REDEEMABLE AND RANK EQUALLY IN TERMS OF (A) RIGHTS TO PARTICIPATE IN ALL APPROVED DIVIDEND DISTRIBUTIONS FOR THAT CLASS OF SHARE; AND (B) RIGHTS TO PARTICIPATE IN ANY CAPITAL DISTRIBUTION ON WINDING UP; AND (C) VOTING RIGHTS THE SHARES IN THE ORIGINAL OR ANY INCREASED CAPITAL OF THE COMPANY MAY BE ISSUED WITH SUCH PREFERRED, DEFERRED OR OTHER SPECIAL RIGHTS OR RESTRICTIONS, WHETHER IN REGARD TO DIVIDEND, VOTING, RETURN OF CAPITAL OR OTHERWISE AS THE COMPANY MAY FROM TIME TO TIME DETERMINE. THE RIGHTS AND PRIVILEGES ATTACHED TO ANY OF THE SHARES OF THE COMPANY MAY BE MODIFIED, VARIED, ABROGATED OR DEALT WITH IN ACCORDANCE WITH THE PROVISIONS FOR THE TIME BEING OF THE COMPANY'S ARTICLES OF ASSOCIATION.

Statement of Capital (Totals)

| | | | |
|------------------|------------|---------------------------------------|------------|
| <i>Currency:</i> | GBP | <i>Total number of shares:</i> | 200 |
| | | <i>Total aggregate nominal value:</i> | 200 |
| | | <i>Total aggregate unpaid:</i> | 0 |

Initial Shareholdings

Name: **MANNING DAVID**

Address **34 ST. PEGAS ROAD
PEAKIRK
PETERBOROUGH
UNITED KINGDOM
PE6 7NF**

Class of Shares: **A ORDINARY**

Number of shares: **100**

Currency: **GBP**

Nominal value of each share: **1**

Amount unpaid: **0**

Amount paid: **1**

Name: **NICOLA MANNING**

Address **34 ST. PEGAS ROAD
PEAKIRK
PETERBOROUGH
UNITED KINGDOM
PE6 7NF**

Class of Shares: **B ORDINARY**

Number of shares: **100**

Currency: **GBP**

Nominal value of each share: **1**

Amount unpaid: **0**

Amount paid: **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 DAVID MANNING**

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

Date of Birth: ****/12/1957** *Nationality:* **BRITISH**

Service address recorded as Company's registered office

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, more than 25% but not more than 50% of the shares in the company. |
| <i>Nature of control</i> | The person has the right to exercise, or actually exercises, significant influence or control over the activities of a firm that, under the law by which it is governed, is not a legal person; and the members of that firm (in their capacity as such) have the right to appoint or remove, directly or indirectly, a majority of the board of directors of the company. |
| <i>Nature of control</i> | The person has the right to exercise, or actually exercises, significant influence or control over the activities of a firm that, under the law by which it is governed, is not a legal person; and the members of that firm (in their capacity as such) have the right to exercise, or actually exercise, significant influence or control over the company. |
| <i>Nature of control</i> | The person holds, directly or indirectly, more than 25% but not more than 50% 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: **BROOKS AND PARTNERS**

Agent's Address: **22 ST. PETERS STREET
STAMFORD
UNITED KINGDOM
PE9 2PF**

Authorisation

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

Agent's Name: **BROOKS AND PARTNERS**

Agent's Address: **22 ST. PETERS STREET
STAMFORD
UNITED KINGDOM
PE9 2PF**

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of BM ASSOCIATES LTD

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 |
|-------------------------|------------------------------|
| Manning David | Authenticated Electronically |
| Nicola Manning | Authenticated Electronically |

Dated: 03/03/2017