

FILE COPY



**CERTIFICATE OF INCORPORATION
OF A
PRIVATE COMPANY LIMITED BY GUARANTEE
EXEMPT UNDER SECTION 60**

Company Number **10668842**

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

HALLMARK SCHOOL EDUCATION TRUST

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

Given at Companies House, Cardiff, on **14th March 2017**



* N10668842M *



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: **13/03/2017**

X623S4MW

Company Name in full:

HALLMARK SCHOOL EDUCATION TRUST

I confirm that the above proposed company meets the conditions for exemption from the requirements to have a name ending with 'Limited' or permitted alternatives

Company Type: **Private company limited by guarantee**

Situation of Registered Office:

England and Wales

Proposed Registered Office Address:

**71 BLYTHSWOOD ROAD
SEVEN KINGS
ESSEX
ENGLAND IG3 8SJ**

Sic Codes:

**85310
85200
85410**

I wish to partially adopt the following model articles:>

Private (Ltd by Guarantee)

Proposed Officers

Company Director *1*

Type: **Person**

Full Forename(s): **UCHENNA**

Surname: **ADUAKA**

Service Address: **51 SOUTH STREET
RAINHAM
ENGLAND RM13 8PJ**

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

Date of Birth: ****/09/1975** *Nationality:* **BRITISH**

Occupation: **MATHS
TEACHER**

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

Company Director 2

Type: **Person**

Full Forename(s): **OLUFEMI BOLANLE**

Surname: **OLAKOTAN**

Service Address: **25 WOODLANDS ROAD
LOWER EDMONTON
ENFIELD
ENGLAND N9 8RP**

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

Date of Birth: ****/11/1967** *Nationality:* **BRITISH**

Occupation: **TEACHER**

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

Company Director 3

Type: **Person**

Full Forename(s): **EVELYN**

Surname: **ABAJI**

Service Address: **63 HOLBORN ROAD
PLAISTOW
LONDON
ENGLAND E13 8PB**

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

Date of Birth: ****/08/1975** *Nationality:* **BRITISH**

Occupation: **TEACHER OF
MATHEMATICS**

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

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: **OLUFEMI BOLANLE OLAKOTAN**

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

Date of Birth: ****/11/1967** *Nationality:* **BRITISH**

Service Address: **25 WOODLANDS ROAD
LOWER EDMONTON
ENFIELD
ENGLAND
N9 8RP**

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, more than 25% but not more than 50% of the voting rights in the company.

Individual Person with Significant Control details

Names: **EVELYN ABAJI**

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

Date of Birth: ****/08/1975** *Nationality:* **BRITISH**

Service Address: **63 HOLBORN ROAD
PLAISTOW
LONDON
ENGLAND
E13 8PB**

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, more than 25% but not more than 50% of the voting rights in the company.

Statement of Guarantee

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:

- payments of debts and liabilities of the company contracted before I cease to be a member;
- payments of costs, charges and expenses of winding up, and;
- adjustment of the rights of the contributors among ourselves, not exceeding the specified amount below.

Name: **UCHENNA ADUAKA**

Address **51 SOUTH STREET
RAINHAM
ENGLAND
RM13 8PJ**

Amount Guaranteed **GBP 1.00**

Name: **OLUFEMI OLAKOTAN**

Address **25 WOODLANDS ROAD
LOWER EDMONTON
ENFIELD
ENGLAND
N9 8RP**

Amount Guaranteed **GBP 1.00**

Name: **EVELYN ABAJI**

Address **63 HOLBORN ROAD
PLAISTOW
LONDON
ENGLAND
E13 8PB**

Amount Guaranteed **GBP 1.00**

Statement of Compliance

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

Authorisation

Authoriser Designation: **subscriber**

Authenticated **YES**

SCHEDULE 2

COMPANY NOT HAVING A SHARE CAPITAL

Memorandum of Association of: HALLMARK SCHOOL EDUCATION TRUST

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:

UCHENNA ADUAKA
OLUFEMI BOLANLE OLAKOTAN
EVELYN ABAJI

DATED: 13/03/2017

**ARTICLES OF ASSOCIATION
PRIVATE COMPANY LIMITED BY GUARANTEE
AND NOT HAVING A SHARE CAPITAL**

The Company will assume the Statutory Model Articles of Association for a Limited by Guarantee Company (not having a share capital) subject to the following amendments. The provisions made herein and the Model Articles of Association will combine to form the constitution of the company.

1. The objects for which the Company is established are:

1.1 TO ADVANCE FOR THE PUBLIC BENEFIT EDUCATION IN THE UNITED KINGDOM BUT WITHOUT PARTICULAR PREJUDICE TO THE GENERALITY OF THE FOREGOING, BY ESTABLISHING, MAINTAINING, CARRYING ON, MANAGING AND DEVELOPING (A SCHOOL OFFERING A BROAD AND BALANCED CURRICULUM. A SCHOOL SPECIALLY ORGANISED TO MAKE SPECIAL EDUCATIONAL PROVISION FOR PUPILS WITH SPECIAL EDUCATIONAL PROVISION FOR PUPILS WITH SPECIAL EDUCATIONAL NEEDS OFFERING A BROAD AND BALANCED CURRICULUM/AN EDUCATIONAL INSTITUTION WHICH OS PRINCIPALLY CONCERNED WITH PROVIDING FULL-TIME OR PART TIME EDUCATION FOR CHILDREN OF COMPULSORY SCHOOL AGE WHO, BY REASON OF ILLNESS, EXCLUSION FROM SCHOOL OR OTHERWISE, MAY NOT FOR ANY PERIOD RECEIVE SUITABLE EDUCATION UNLESS ALTERNATIVE PROVISION IS MADE FOR THEM. A 16 TO 19 ACADEMY OFFERING A CURRICULUM APPROPRIATE TO THE NEEDS OF ITS STUDENTS.

1.2 TO ADVANCE FOR THE PUBLIC BENEFIT EDUCATION IN THE UNITED KINGDOM (AN ACADEMY) TO ESTABLISH A SCHOOL ORGANISED TO MAKE SPECIAL EDUCATIONAL PROVISION FOR PUPILS WITH SPECIAL NEEDS OFFERING A BROAD AND BALANCED CURRICULUM (SPECIAL ACADEMY/ALTERNATIVE PROVISION ACADEMY)
TO ESTABLISH AN ALTERNATIVE PROVISION ACADEMY (16 TO 19 ACADEMY)

1.3 IN FURTHERANCE OF THE OBJECTS BUT NOT FURTHER OR OTHERWISE THE ACADEMY TRUST MAY EXERCISE THE FOLLOWING POWERS:
TO DRAW, MAKE, ACCEPT, ENDORSE, DISCOUNT, EXECUTE AND ISSUE PROMISSORY NOTE, BILLS, CHEQUES AND OTHER INSTRUMENTS AND TO OPERATE BANK ACCOUNTS IN THE NAME OF THE TRUST

2. The liability of the Members is limited.

3. The income and property of the Company shall be applied solely towards the promotion of the objects of the Company as declared above. The directors undertake to ensure no profit from the company is paid or transferred directly or indirectly, by way of dividend, bonus or otherwise to the members of the company.

4. Every Member of the Company undertakes to contribute to the assets of the Company, in the event of the same being wound up, during the time that he or she is a Member, or within one year afterwards, for payment of the debts and liabilities of the Company contracted before the time at which he or she ceases to be a Member, and of the costs, charges and expenses of winding up the same, and for the adjustment of the rights of the contributories amongst themselves, such amount as may be required not exceeding GBP 1.00.

5. If upon the winding up or dissolution of the Company there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid or distributed among the Members of the Company, but shall be transferred either to some other institution (whether or not a member of the Company) having objects similar to the objects of the Company, or to some institution (whether or not a member of the Company) the objects of which are the promotion of charity or anything incidental or conducive thereto, such institution or institutions to be determined by the Members of the Company at or before the time of dissolution.

6. At General Meetings of the Company, each Member shall be entitled to one vote.