

FILE COPY



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company Number **10848847**

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

NO.1 RETAIL AND LEISURE 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 **4th July 2017**



* N10848847R *



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: **03/07/2017**

X69WEQ89

Company Name in full:

NO.1 RETAIL AND LEISURE LIMITED

Company Type:

Private company limited by shares

Situation of Registered Office:

England and Wales

Proposed Registered Office Address:

**2ND FLOOR HQ BUILDING 2 ATHERTON STREET
MANCHESTER
UNITED KINGDOM M3 3GS**

Sic Codes:

68209

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Company Director 1

Occupation: **DIRECTOR**

Company Director 2

Type: **Person**

Full Forename(s): **MR ANDY JAMES**

Surname: **CAMPBELL**

Former Names:

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

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

Date of Birth: ****/05/1976** *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 JONATHAN**

Surname: **RAINE**

Former Names:

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

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

Date of Birth: ****/02/1981** *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 STUART PAUL**

Surname: **LYELL**

Former Names:

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

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

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

Occupation: **DIRECTOR**

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

Company Director 5

Type: **Person**

Full Forename(s): **MR MICHAEL JULIAN**

Surname: **INGALL**

Former Names:

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

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

Date of Birth: ****/12/1959** *Nationality:* **BRITISH**

Occupation: **DIRECTOR**

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

Company Director 6

Type: **Person**

Full Forename(s): **MR FREDERICK PAUL**

Surname: **GRAHAM-WATSON**

Former Names:

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

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

Date of Birth: ****/09/1957** *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>	ORDINARY	<i>Number allotted</i>	100
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	100
<i>Prescribed particulars</i>			

**EACH SHARE HAS FULL RIGHTS IN THE COMPANY WITH RESPECT TO VOTING,
DIVIDENDS AND DISTRIBUTIONS.**

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>	100

Initial Shareholdings

Name: **ALLIED LONDON HOLDCO
TWO LIMITED**

Class of Shares: **ORDINARY**

Address **2ND FLOOR HQ BUILDING
ATHERTON STREET
MANCHESTER
UNITED KINGDOM
M3 3GS**

Number of shares: **100**

Currency: **GBP**

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

Amount unpaid: **100**

Amount paid: **100**

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

Relevant Legal Entity (RLE) details

Company Name: **ALLIED LONDON HOLDCO TWO LIMITED**

Service Address: **2ND FLOOR HQ BUILDING 2 ATHERTON STREET
MANCHESTER
UNITED KINGDOM
M3 3GS**

Legal Form: **LIMITED**

Governing Law: **COMPANIES ACT 2006**

<i>Nature of control</i>	The relevant legal entity holds, directly or indirectly, 75% or more of the shares in the company.
<i>Nature of control</i>	The relevant legal entity 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.

Name: **ALLIED LONDON HOLDCO TWO LIMITED**
Authenticated **YES**

Authorisation

Authoriser Designation: **subscriber** *Authenticated* **YES**

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of NO.1 RETAIL AND LEISURE 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
Allied London Holdco Two Limited	Authenticated Electronically

Dated: 03/07/2017