

# FILE COPY



## CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company Number **10886636**

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

**HIGHLAND VAPES 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 **27th July 2017**



\* N10886636P \*



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:* **26/07/2017**

*X6BIOENS*

*Company Name in full:*

**HIGHLAND VAPES LTD**

*Company Type:*

**Private company limited by shares**

*Situation of Registered Office:*

**England and Wales**

*Proposed Registered Office Address:*

**INTERNATIONAL HOUSE 142 CROMWELL ROAD  
LONDON  
UNITED KINGDOM SW7 4EF**

*Sic Codes:*

**82990**

*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):*                      **DARRELL ANGELO**

*Surname:*                                **HYNDS**

*Service Address:*                      **INTERNATIONAL HOUSE 142 CROMWELL ROAD  
LONDON  
UNITED KINGDOM SW7 4EF**

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

*Date of Birth:*    **\*\*/11/1966**                                      *Nationality:*      **BRITISH**

*Occupation:*      **COMPANY  
DIRECTOR**

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

## *Company Director*      2

*Type:*                                      **Person**

*Full Forename(s):*                      **DARRELL JOSEPH**

*Surname:*                                **HYNDS**

*Service Address:*                      **INTERNATIONAL HOUSE 142 CROMWELL ROAD  
LONDON  
UNITED KINGDOM SW7 4EF**

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

*Date of Birth:*    **\*\*/07/1993**                                      *Nationality:*      **BRITISH**

*Occupation:*      **COMPANY  
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>			

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

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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>0</b>

## *Initial Shareholdings*

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*Name:* **DARRELL ANGELO HYNDS**

*Address* **INTERNATIONAL HOUSE  
142 CROMWELL ROAD  
LONDON  
UNITED KINGDOM  
SW7 4EF**

*Class of Shares:* **ORDINARY**

*Number of shares:* **50**

*Currency:* **GBP**

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

*Amount unpaid:* **0**

*Amount paid:* **1**

*Name:* **DARRELL JOSEPH HYNDS**

*Address* **INTERNATIONAL HOUSE  
142 CROMWELL ROAD  
LONDON  
UNITED KINGDOM  
SW7 4EF**

*Class of Shares:* **ORDINARY**

*Number of shares:* **50**

*Currency:* **GBP**

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

*Amount unpaid:* **0**

*Amount paid:* **1**

## ***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:* **DARRELL ANGELO HYNDS**

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

*Date of Birth:* **\*\*/11/1966** *Nationality:* **BRITISH**

*Service Address:* **INTERNATIONAL HOUSE 142 CROMWELL ROAD  
LONDON  
UNITED KINGDOM  
SW7 4EF**

*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 50 % but less than 75% of the shares in the company.

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

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*Names:* **DARRELL JOSEPH HYNDS**

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

*Date of Birth:* **\*\*/07/1993** *Nationality:* **BRITISH**

*Service Address:* **INTERNATIONAL HOUSE 142 CROMWELL ROAD  
LONDON  
UNITED KINGDOM  
SW7 4EF**

*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 50 % but less than 75% 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:*                      **REGISTERED ADDRESS LTD**

*Agent's Address:*                      **INTERNATIONAL HOUSE 24 HOLBORN VIADUCT  
LONDON  
UNITED KINGDOM  
EC1A 2BN**

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## ***Authorisation***

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

*Agent's Name:*                      **REGISTERED ADDRESS LTD**

*Agent's Address:*                      **INTERNATIONAL HOUSE 24 HOLBORN VIADUCT  
LONDON  
UNITED KINGDOM  
EC1A 2BN**

# Companies Act 2006

## COMPANY HAVING A SHARE CAPITAL Memorandum of Association of

### HIGHLAND VAPES 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 each.

Subscribers:

Darrell Angelo Hynds

Darrell Joseph Hynds

Authentication: Authenticated Electronically

Dated: 26 JULY 2017