

FILE COPY



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

Company Number **10928286**

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

RENISHAW MEDICAL 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 **22nd August 2017**



* N10928286N *



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:***22/08/2017**

X6DCUYM1

Company Name in full: **RENISHAW MEDICAL LIMITED**

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

Situation of Registered Office: **England and Wales**

Proposed Registered Office Address: **NEW MILLS
WOTTON-UNDER-EDGE
GLOUCESTERSHIRE
UNITED KINGDOM GL12 8JR**

Sic Codes: **64209**

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Proposed Officers

Company Secretary ***1***

Type: **Person**

Full Forename(s): **MS VILMA CONSTANZA**

Surname: **RICHARDS-GARCIA**

Service Address: **RENISHAW PLC WOTTON ROAD**
 CHARFIELD
 WOTTON-UNDER-EDGE
 UNITED KINGDOM GL12 8SP

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

Company Director 1

Type:	Person		
Full Forename(s):	MR ALLEN CHRISTOPHER GEORGE		
Surname:	ROBERTS		
Service Address:	NEW MILLS WOTTON-UNDER-EDGE GLOUCESTERSHIRE UNITED KINGDOM GL12 8JR		
Country/State Usually Resident:	UNITED KINGDOM		
Date of Birth:	**/05/1949	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):	MR RUPERT PEREGRIN
Surname:	JONES
Service Address:	NEW MILLS WOTTON-UNDER-EDGE GLOUCESTERSHIRE UNITED KINGDOM GL12 8JR
Country/State Usually Resident:	UNITED KINGDOM

Date of Birth: ****/01/1967**

Nationality: **BRITISH**

Occupation: **MANAGING
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>	1
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	1
<i>Prescribed particulars</i>			

THE 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>	1
		<i>Total aggregate nominal value:</i>	1
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **RENISHAW PLC**

Address **NEW MILLS
WOTTON-UNDER-EDGE
GLOUCESTERSHIRE
UNITED KINGDOM
GL12 8JR**

Class of Shares: **ORDINARY**

Number of shares: **1**

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

Relevant Legal Entity (RLE) details

Company Name: **RENISHAW PLC**

Service Address: **NEW MILLS
WOTTON-UNDER-EDGE
GLOUCESTERSHIRE
UNITED KINGDOM
GL12 8JR**

Legal Form: **PUBLIC LIMITED COMPANY**

Governing Law: **UNITED KINGDOM (ENGLAND)**

Register Location: **COMPANIES HOUSE**

Country/State: **ENGLAND**

Registration Number: **01106260**

<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.
<i>Nature of control</i>	The relevant legal entity has the right, directly or indirectly, to appoint or remove a majority of the board of directors of the company.

Statement of Compliance

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

Name: **RENISHAW PLC**
Authenticated **YES**

Authorisation

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

COMPANY HAVING A SHARE CAPITAL

MEMORANDUM OF ASSOCIATION OF

Renishaw Medical 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 each.

Name of each subscriber

Authentication by each subscriber

Renishaw plc

Dated this

day of