

FILE COPY



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

Company Number **10931123**

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

IMMETACYTE 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 **24th August 2017**



* N109311237 *



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:***23/08/2017**

X6DEHCU3

*Company Name in
full:*

IMMETACYTE LIMITED

Company Type:

Private company limited by shares

*Situation of
Registered Office:*

England and Wales

*Proposed Registered
Office Address:*

**48 GRAFTON STREET
MANCHESTER
UNITED KINGDOM M13 9XX**

Sic Codes:

72110

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Proposed Officers

Company Director *1*

Type: **Person**

Full Forename(s): **DR NEILL MORAY**

Surname: **MACKENZIE**

Former Names:

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

Country/State Usually **UNITED KINGDOM**

Resident:

Date of Birth: ****/12/1953** *Nationality:* **BRITISH**

Occupation: **DOCTOR**

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>	0.01
<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>	1
		<i>Total aggregate nominal value:</i>	0.01
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **DR NEILL MORAY
MACKENZIE**

Class of Shares: **ORDINARY**

Address **48 GRAFTON STREET
MANCHESTER
UNITED KINGDOM
M13 9XX**

Number of shares: **1**

Currency: **GBP**

*Nominal value of each
share:* **0.01**

Amount unpaid: **0**

Amount paid: **0.01**

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: **NEILL MORAY MACKENZIE**

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

Date of Birth: ****/12/1953** *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, 75% or more of the shares in the company.
<i>Nature of control</i>	The person has the right, directly or indirectly, to appoint or remove a majority of the board of directors of the company.
<i>Nature of control</i>	The person 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.

memorandum delivered by an agent for the subscriber(s): **YES**

Agent's Name: **COVINGTON & BURLING LLP**

Agent's Address: **265 STRAND
LONDON
UNITED KINGDOM
WC2R 1BH**

Authorisation

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

Agent's Name: **COVINGTON & BURLING LLP**

Agent's Address: **265 STRAND
LONDON
UNITED KINGDOM
WC2R 1BH**

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of IMMETACYTE 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
Dr Neill Moray Mackenzie	Authenticated Electronically

Dated: 23/08/2017