

**FILE COPY**



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

Company Number **11435316**

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

**CODELICIOUS 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 June 2018**



\* N11435316B \*



**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: **26/06/2018**

X78XOAGP

*Company Name in full:*

**CODELICIOUS LTD**

*Company Type:*

**Private company limited by shares**

*Situation of Registered Office:*

**England and Wales**

*Proposed Registered Office Address:*

**124 CROESONEN PARC CROESONEN PARC  
ABERGAVENNY  
UNITED KINGDOM NP7 6PF**

*Sic Codes:*

**85200**

*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):*                      **MR JOHN EDWARD**

*Surname:*                                **GALLACHER**

*Former Names:*

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

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

*Date of Birth:*    **\*\*/09/1969**                                      *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):* MS SALLY-ANN

Surname: **COOPER**

*Former Names:*

*Service Address:* **ST ENODOC GLASLLWCH LANE  
NEWPORT  
UNITED KINGDOM NP20 3PR**

Country/State Usually Resident: UNITED KINGDOM

*Date of Birth:*   **\*\*/06/1968**                      *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>2</b>
<i>Currency:</i>	<b>GBP</b>	<i>Aggregate nominal value:</i>	<b>2</b>
<i>Prescribed particulars</i>			

### **FULL RIGHTS REGARDING VOTING, PAYMENT OF 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>2</b>
		<i>Total aggregate nominal value:</i>	<b>2</b>
		<i>Total aggregate unpaid:</i>	<b>0</b>

## *Initial Shareholdings*

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*Name:*           **JOHN GALLACHER**

*Address*       **124 CROESONEN PARC  
CROESONEN PARC  
ABERGAVENNY  
UNITED KINGDOM  
NP7 6PF**

*Class of Shares:*       **ORDINARY**

*Number of shares:*       **1**

*Currency:*               **GBP**

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

*Amount unpaid:*       **0**

*Amount paid:*           **1**

*Name:*           **SALLY-ANN COOPER**

*Address*       **ST ENODOC GLASLLWCH  
LANE  
NEWPORT  
UNITED KINGDOM  
NP20 3PR**

*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)***

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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:* **MR JOHN EDWARD GALLACHER**

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

*Date of Birth:* **\*\*/09/1969** *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, more than 25% but not more than 50% of the voting rights in the company.
<i>Nature of control</i>	The person holds, directly or indirectly, more than 25% but not more than 50% 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.

## *Individual Person with Significant Control details*

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*Names:* **MS SALLY-ANN COOPER**

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

*Date of Birth:* **\*\*/06/1968** *Nationality:* **BRITISH**

*Service Address:* **ST ENODOC GLASLLWCH LANE  
NEWPORT  
UNITED KINGDOM  
NP20 3PR**

*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, more than 25% but not more than 50% of the voting rights in the company.
<i>Nature of control</i>	The person holds, directly or indirectly, more than 25% but not more than 50% 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.

## ***Statement of Compliance***

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

*Name:* **JOHN GALLACHER**  
*Authenticated* **YES**  
*Name:* **SALLY-ANN COOPER**  
*Authenticated* **YES**

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## ***Authorisation***

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

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# COMPANY HAVING A SHARE CAPITAL

## Memorandum of association of CODELICIOUS 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.

Name of each subscriber	Authentication
John Gallacher	Authenticated Electronically
Sally-Ann Cooper	Authenticated Electronically

Dated: 26/06/2018