

# FILE COPY



## CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company Number **11983351**

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

**ICEBLUE HOLDINGS 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 **8th May 2019**



\* N11983351I \*



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: **07/05/2019**

X84Y1469

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<i>Company Name in full:</i>	<b>ICEBLUE HOLDINGS LIMITED</b>
<i>Company Type:</i>	<b>Private company limited by shares</b>
<i>Situation of Registered Office:</i>	<b>England and Wales</b>
<i>Proposed Registered Office Address:</i>	<b>FINCH HOUSE 28-30 WOLVERHAMPTON STREET DUDLEY WEST MIDLANDS UNITED KINGDOM DY1 1DB</b>
<i>Sic Codes:</i>	<b>64209</b>

*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):** **JENNIFER ANNE**

**Surname:** **LONG**

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

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

**Date of Birth:** **\*\*/04/1975** **Nationality:** **BRITISH**

**Occupation:** **MARKETING  
DIRECTOR**

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

### ***Company Director      2***

**Type:** **Person**

**Full Forename(s):** **DAVID EDWARD**

**Surname:** **PRICE**

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

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

**Date of Birth:** **\*\*/09/1947** **Nationality:** **BRITISH**

**Occupation:** **CHARTERED  
ACCOUNTANT**

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



***Company Director*** 5

Type:	Person		
Full Forename(s):	RACHEL CLARE		
Surname:	COMMON		
Service Address:	recorded as Company's registered office		
Country/State Usually Resident:	UNITED KINGDOM		
Date of Birth:	**/02/1982	Nationality:	BRITISH
Occupation:	ACCOUNTANT		

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

**Company Director** 6

Type:	Person		
Full Forename(s):	GLORIA DAWN		
Surname:	PRICE		
Service Address:	recorded as Company's registered office		
Country/State Usually Resident:	UNITED KINGDOM		
Date of Birth:	**/05/1951	Nationality:	BRITISH
Occupation:	DIRECTOR		

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

***Company Director*** 7

Type:	Person		
Full Forename(s):	PAUL KENNETH		
Surname:	LONG		
Service Address:	recorded as Company's registered office		
Country/State Usually Resident:	UNITED KINGDOM		
Date of Birth:	**/09/1972	Nationality:	BRITISH
Occupation:	DIRECTOR		

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

*Company Director* 8

Type:	Person		
Full Forename(s):	AMY LOUISE		
Surname:	REASON		
Service Address:	recorded as Company's registered office		
Country/State Usually Resident:	UNITED KINGDOM		
Date of Birth:	**/05/1985	Nationality:	BRITISH
Occupation:	ACCOUNTANT		

*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>1000</b>
<i>Currency:</i>	<b>GBP</b>	<i>Aggregate nominal value:</i>	<b>1000</b>
<i>Prescribed particulars</i>			

**CLASS OF SHARE: ORDINARY SHARES OF £1 EACH PRESCRIBED PARTICULARS:**  
**(A) UNDER SECTIONS 284 AND 285 OF THE COMPANIES ACT 2006 (AS AMENDED)**  
**EACH SHARE CARRIES ONE VOTE ON A WRITTEN RESOLUTION; ON A VOTE ON A**  
**RESOLUTION ON A SHOW OF HANDS AT A MEETING, EACH MEMBER PRESENT IN**  
**PERSON (AND EVERY PROXY PRESENT WHO HAS BEEN DULY APPOINTED BY ONE OR**  
**MORE MEMBERS ENTITLED TO VOTE ON THE RESOLUTION) HAS ONE VOTE (BUT A**  
**PROXY HAS ONE VOTE FOR AND ONE VOTE AGAINST THE RESOLUTION IF THE PROXY**  
**HAS BEEN DULY APPOINTED BY MORE THAN ONE MEMBER ENTITLED TO VOTE ON**  
**THE RESOLUTION, AND THE PROXY HAS BEEN INSTRUCTED BY ONE OR MORE OF**  
**THOSE MEMBERS TO VOTE FOR THE RESOLUTION AND BY ONE OR MORE OTHER**  
**OF THOSE MEMBERS TO VOTE AGAINST); AND, ON A VOTE ON A RESOLUTION ON A**  
**POLL TAKEN AT A MEETING, EVERY MEMBER HAS ONE VOTE IN RESPECT OF EACH**  
**SHARE HELD BY HIM (ALL OR ANY OF THE VOTING RIGHTS OF A MEMBER MAY BE**  
**EXERCISED BY ONE OR MORE DULY APPOINTED PROXIES BUT WHERE A MEMBER**  
**APPOINTS MORE THAN ONE PROXY, THIS DOES NOT AUTHORISE THE EXERCISE BY**  
**THE PROXIES TAKEN TOGETHER OF MORE EXTENSIVE VOTING RIGHTS THAN COULD**  
**BE EXERCISED BY THE MEMBER IN PERSON). (B) THE SHARES ALL RANK PARI PASSU**  
**AS RESPECTS DIVIDEND DISTRIBUTIONS. (C) THE SHARES ALL RANK PARI PASSU AS**  
**RESPECTS CAPITAL DISTRIBUTIONS MADE OTHER THAN ON A WINDING UP; ON A**  
**WINDING UP EACH SHARE CARRIES THE RIGHT TO A REPAYMENT OF CAPITAL OF**  
**UP TO £1 PAID UP CAPITAL AND THE SHARES ALL RANK PARI PASSU AS RESPECTS**  
**DISTRIBUTIONS OF ANY SURPLUS REMAINING AFTER ALL SUCH CAPITAL HAS BEEN**  
**REPAID. (D) THE SHARES ARE NOT REDEEMABLE.**

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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>1000</b>
		<i>Total aggregate nominal value:</i>	<b>1000</b>
		<i>Total aggregate unpaid:</i>	<b>1000</b>

## ***Initial Shareholdings***

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*Name:* **JENNIFER ANNE LONG**

*Address* **FINCH HOUSE 28-30  
WOLVERHAMPTON  
STREET  
DUDLEY  
WEST MIDLANDS  
UNITED KINGDOM  
DY1 1DB**

*Class of Shares:* **ORDINARY**

*Number of shares:* **167**

*Currency:* **GBP**

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

*Amount unpaid:* **1**

*Amount paid:* **0**

*Name:* **DAVID EDWARD PRICE**

*Address* **FINCH HOUSE 28-30  
WOLVERHAMPTON  
STREET  
DUDLEY  
WEST MIDLANDS  
UNITED KINGDOM  
DY1 1DB**

*Class of Shares:* **ORDINARY**

*Number of shares:* **220**

*Currency:* **GBP**

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

*Amount unpaid:* **1**

*Amount paid:* **0**

*Name:* **CHRISTOPHER COOPER**

*Address* **FINCH HOUSE 28-30  
WOLVERHAMPTON  
STREET  
DUDLEY  
WEST MIDLANDS  
UNITED KINGDOM  
DY1 1DB**

*Class of Shares:* **ORDINARY**

*Number of shares:* **50**

*Currency:* **GBP**

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

*Amount unpaid:* **1**

*Amount paid:* **0**

*Name:* **SANDRA GARRINGTON**

*Address* **FINCH HOUSE 28-30  
WOLVERHAMPTON  
STREET  
DUDLEY  
WEST MIDLANDS  
UNITED KINGDOM  
DY1 1DB**

*Class of Shares:* **ORDINARY**

*Number of shares:* **50**

*Currency:* **GBP**

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

*Amount unpaid:* **1**

*Amount paid:* **0**



*Name:* **ASHLEY LESLIE PAYNE**

*Address* **FINCH HOUSE 28-30  
WOLVERHAMPTON  
STREET  
DUDLEY  
WEST MIDLANDS  
UNITED KINGDOM  
DY1 1DB**

*Class of Shares:* **ORDINARY**

*Number of shares:* **100**

*Currency:* **GBP**

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

*Amount unpaid:* **1**

*Amount paid:* **0**

*Name:* **EMMA JAYNE BLOOR**

*Address* **FINCH HOUSE 28-30  
WOLVERHAMPTON  
STREET  
DUDLEY  
WEST MIDLANDS  
UNITED KINGDOM  
DY1 1DB**

*Class of Shares:* **ORDINARY**

*Number of shares:* **150**

*Currency:* **GBP**

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

*Amount unpaid:* **1**

*Amount paid:* **0**

*Name:* **RACHEL CLARE COMMON**

*Address* **FINCH HOUSE 28-30  
WOLVERHAMPTON  
STREET  
DUDLEY  
WEST MIDLANDS  
UNITED KINGDOM  
DY1 1DB**

*Class of Shares:* **ORDINARY**

*Number of shares:* **50**

*Currency:* **GBP**

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

*Amount unpaid:* **1**

*Amount paid:* **0**

*Name:* **GLORIA DAWN PRICE**

*Address* **FINCH HOUSE 28-30  
WOLVERHAMPTON  
STREET  
DUDLEY  
WEST MIDLANDS  
UNITED KINGDOM  
DY1 1DB**

*Class of Shares:* **ORDINARY**

*Number of shares:* **63**

*Currency:* **GBP**

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

*Amount unpaid:* **1**

*Amount paid:* **0**

*Name:* **PAUL KENNETH LONG**

*Address* **FINCH HOUSE 28-30  
WOLVERHAMPTON  
STREET  
DUDLEY  
WEST MIDLANDS  
UNITED KINGDOM  
DY1 1DB**

*Class of Shares:* **ORDINARY**

*Number of shares:* **50**

*Currency:* **GBP**

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

*Amount unpaid:* **1**

*Amount paid:* **0**

*Name:* **AMY LOUISE REASON**

*Address* **FINCH HOUSE 28-30  
WOLVERHAMPTON  
STREET  
DUDLEY  
WEST MIDLANDS  
UNITED KINGDOM  
DY1 1DB**

*Class of Shares:* **ORDINARY**

*Number of shares:* **50**

*Currency:* **GBP**

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

*Amount unpaid:* **1**

*Amount paid:* **0**

*Name:* **JODY ANNE YARDLEY**

*Address* **FINCH HOUSE 28-30  
WOLVERHAMPTON  
STREET  
DUDLEY  
WEST MIDLANDS  
UNITED KINGDOM  
DY1 1DB**

*Class of Shares:* **ORDINARY**

*Number of shares:* **50**

*Currency:* **GBP**

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

*Amount unpaid:* **1**

*Amount paid:* **0**

## ***Persons with Significant Control (PSC)***

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### **Statement of no PSC**

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**The company knows or has reason to believe that there will be no registerable Person with Significant Control or Relevant Legal Entity (RLE) in relation to the company**

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## ***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:*      **THE LONDON LAW AGENCY LIMITED**

*Agent's Address:*      **COLLINGHAM HOUSE 6-12 GLADSTONE ROAD  
WIMBLEDON, LONDON  
UNITED KINGDOM  
SW19 1QT**

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## ***Authorisation***

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

*Agent's Name:*      **THE LONDON LAW AGENCY LIMITED**

*Agent's Address:*      **COLLINGHAM HOUSE 6-12 GLADSTONE ROAD  
WIMBLEDON, LONDON  
UNITED KINGDOM  
SW19 1QT**

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THE COMPANIES ACT 2006

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A PRIVATE COMPANY LIMITED BY SHARES

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MEMORANDUM OF ASSOCIATION

OF

ICEBLUE HOLDINGS 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.

<u>Name of each subscriber</u>	<u>Authentication by each subscriber</u>
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Jennifer Anne Long	
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David Edward Price	
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Christopher Cooper	
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Sandra Garrington	
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Ashley Leslie Payne	
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Emma Jayne Bloor

Rachel Clare Common

Gloria Dawn Price

Paul Kenneth Long

Amy Louise Reason

Jody Anne Yardley

Dated 2 May 2019