

FILE COPY



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

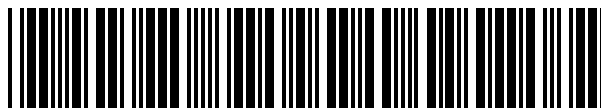
Company Number **13720644**

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

BESPOKE QUARTER 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 **3rd November 2021**



N13720644E



Companies House



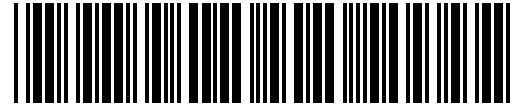
**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**



Companies House

IN01_(ef)

Application to register a company



Received for filing in Electronic Format on the: **02/11/2021**

XAGFI3SI

Company Name in full: **BESPOKE QUARTER LIMITED**

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

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

Proposed Registered Office Address: **48 NORTHAMPTON STREET
BIRMINGHAM
ENGLAND B18 6DX**

Sic Codes: **95250**

I wish to entirely adopt the following model articles: **Private (Ltd by Shares)**

Company Director *1*

Company Director 2

Type:	Person
Full Forename(s):	CARL STUART
Surname:	HUMPHREYS
Former Names:	
Service Address:	recorded as Company's registered office
Country/State Usually Resident:	ENGLAND

Date of Birth: ****/02/1977** *Nationality:* **BRITISH**
Occupation: **COMPANY DIRECTOR**

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

Company Director 3

Type:	Person
Full Forename(s):	DEVAN RILSKI
Surname:	SONI
Former Names:	
Service Address:	recorded as Company's registered office
Country/State Usually Resident:	ENGLAND

Date of Birth: ****/05/1998** *Nationality:* **BRITISH**
Occupation: **COMPANY 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>	100
	A	<i>Aggregate nominal value:</i>	1
<i>Currency:</i>	GBP		
<i>Prescribed particulars</i>			

EACH SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. ANY PROFITS AVAILABLE FOR DISTRIBUTION WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR WILL BE DISTRIBUTED BETWEEN THE RESPECTIVE CLASSES OF SHARES IN SUCH PROPORTIONS AS THE DIRECTORS SHALL DETERMINE FROM TIME TO TIME. EACH DIVIDEND DECLARED ON A PARTICULAR CLASS OF SHARES SHALL BE DISTRIBUTED BETWEEN THE HOLDERS OF THAT CLASS OF SHARE PRO RATA ACCORDING TO THE NUMBER OF SHARES OF SUCH CLASS HELD BY THEM RESPECTIVELY. EACH SHARE IS EQUALLY ENTITLED TO A DISTRIBUTION OF CAPITAL.

<i>Class of Shares:</i>	ORDINARY	<i>Number allotted</i>	100
	B	<i>Aggregate nominal value:</i>	1
<i>Currency:</i>	GBP		
<i>Prescribed particulars</i>			

EACH SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. ANY PROFITS AVAILABLE FOR DISTRIBUTION WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR WILL BE DISTRIBUTED BETWEEN THE RESPECTIVE CLASSES OF SHARES IN SUCH PROPORTIONS AS THE DIRECTORS SHALL DETERMINE FROM TIME TO TIME. EACH DIVIDEND DECLARED ON A PARTICULAR CLASS OF SHARES SHALL BE DISTRIBUTED BETWEEN THE HOLDERS OF THAT CLASS OF SHARE PRO RATA ACCORDING TO THE NUMBER OF SHARES OF SUCH CLASS HELD BY THEM RESPECTIVELY. EACH SHARE IS EQUALLY ENTITLED TO A DISTRIBUTION OF CAPITAL.

<i>Class of Shares:</i>	ORDINARY	<i>Number allotted</i>	100
	C	<i>Aggregate nominal value:</i>	1
<i>Currency:</i>	GBP		
<i>Prescribed particulars</i>			

EACH SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. ANY PROFITS AVAILABLE FOR DISTRIBUTION WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR WILL BE DISTRIBUTED BETWEEN THE RESPECTIVE CLASSES OF SHARES IN SUCH PROPORTIONS AS THE DIRECTORS SHALL DETERMINE FROM TIME TO TIME. EACH DIVIDEND DECLARED ON A PARTICULAR CLASS OF SHARES SHALL BE DISTRIBUTED BETWEEN THE HOLDERS OF THAT CLASS OF SHARE PRO RATA ACCORDING TO THE NUMBER OF SHARES OF SUCH CLASS HELD BY THEM RESPECTIVELY. EACH SHARE IS EQUALLY ENTITLED TO A DISTRIBUTION OF CAPITAL.

Statement of Capital (Totals)

<i>Currency:</i>	GBP	<i>Total number of shares:</i>	100
		<i>Total aggregate nominal value:</i>	1
		<i>Total aggregate unpaid:</i>	0
<i>Currency:</i>	GBP	<i>Total number of shares:</i>	100
		<i>Total aggregate nominal value:</i>	1
		<i>Total aggregate unpaid:</i>	0
<i>Currency:</i>	GBP	<i>Total number of shares:</i>	100
		<i>Total aggregate nominal value:</i>	1
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **ANDREW COWLEY**

Address **48 NORTHAMPTON STREET
BIRMINGHAM
ENGLAND
B18 6DX**

Class of Shares: **ORDINARY A**

Number of shares: **100**
Currency: **GBP**
Nominal value of each share: **0.01**
Amount unpaid: **0**
Amount paid: **0.01**

Name: **CARL HUMPHREYS**

Address **48 NORTHAMPTON STREET
BIRMINGHAM
ENGLAND
B18 6DX**

Class of Shares: **ORDINARY B**

Number of shares: **100**
Currency: **GBP**
Nominal value of each share: **0.01**
Amount unpaid: **0**
Amount paid: **0.01**

Name: **DEVAN SONI**

Address **48 NORTHAMPTON STREET
BIRMINGHAM
ENGLAND
B18 6DX**

Class of Shares: **ORDINARY C**

Number of shares: **100**
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: **ANDREW PAUL COWLEY**

Country/State Usually Resident: **ENGLAND**

Date of Birth: ****/10/1993** *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

Names: **DEVAN RILSKI SONI**

Country/State Usually Resident: **ENGLAND**

Date of Birth: ****/05/1998** *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

Names: **CARL STUART HUMPHREYS**

*Country/State Usually
Resident:* **ENGLAND**

Date of Birth: ****/02/1977** *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.

Statement of Compliance

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

Name: **ANDREW COWLEY**

Authenticated **YES**

Name: **CARL HUMPHREYS**

Authenticated **YES**

Name: **DEVAN SONI**

Authenticated **YES**

Authorisation

Authoriser Designation: **subscriber**

Authenticated **YES**

COMPANY HAVING A SHARE CAPITAL

Memorandum of Association of BESPOKE QUARTER 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
ANDREW COWLEY	Authenticated Electronically
CARL HUMPHREYS	Authenticated Electronically
DEVAN SONI	Authenticated Electronically

Dated: 02/11/2021