

#### **FILE COPY**

# CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company No. 429498

The Registrar of Companies for Scotland hereby certifies that

#### ADVANCED CARS TRAVEL SOLUTIONS 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 Scotland

Given at Companies House on 1st August 2012



\*NSC429498R\*

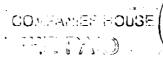




In accordance with Section 9 of the Companies Act 2006.

## **IN01**

Application to register a company





A fee is payable with this form. Please see 'How to pay' on the last page.

What this form is for You may use this form to register a private or public company.

X What this form is NOT You cannot use this form a limited liability partners this, please use form LL II



SCT 01/08/2012 **COMPANIES HOUSE** 

Part 1 **Company details** 

> Filling in this form Please complete in typescript or in bold black capitals.

All fields are mandatory unless

specified or indicated by **A1** Company details Please show the proposed company name below. O Duplicate names Duplicate names are not permitted. A ADVANCEDCARS TRAVEL SOLUTIONS Proposed company list of registered names can be found on our website. There are various rules name in full • that may affect your choice of name. More information is available at: For official use SICY9 4 www.companieshouse.gov.uk A2 Company name restrictions of Please tick the box only if the proposed company name contains sensitive Company name restrictions A list of sensitive or restricted words or restricted words or expressions that require you to seek comments of a or expressions that require consent government department or other specified body. can be found in guidance available on our website: I confirm that the proposed company name contains sensitive or restricted www.companieshouse.gov.uk words or expressions and that approval, where appropriate, has been sought of a government department or other specified body and I attach a copy of their response. А3 Exemption from name ending with 'Limited' or 'Cyfyngedig' o Name ending exemption Please tick the box if you wish to apply for exemption from the requirement to Only private companies that are have the name ending with 'Limited', Cyfyngedig' or permitted alternative. limited by guarantee and meet other I confirm that the above proposed company meets the conditions for specific requirements are eligible to apply for this. exemption from the requirement to have a name ending with 'Limited', For more details, please go to our 'Cyfyngedig' or permitted alternative. website: www.companieshouse.gov.uk **A4** Company type® Company type Please tick the box that describes the proposed company type and members' If you are unsure of your company's liability (only one box must be ticked): type, please go to our website: Public limited by shares www.companieshouse.gov.uk Private limited by shares Private limited by guarantee Private unlimited with share capital Private unlimited without share capital

#### Application to register a company A5 Situation of registered office o • Registered office Please tick the appropriate box below that describes the situation of the Every company must have a proposed registered office (only one box must be ticked): registered office and this is the **England and Wales** address to which the Registrar will Wales send correspondence. Scotland For England and Wales companies, the address must be in England or Northern Ireland Wales. For Welsh, Scottish or Northern Ireland companies, the address must be in Wales, Scotland or Northern treland respectively. Α6 Registered office address @ Registered office address Please give the registered office address of your company. You must ensure that the address Building name/number shown in this section is consistent with the situation indicated in REDCRAIG ROAD Street section A5. You must provide an address in England or Wales for companies to EAST CALDER be registered in England and Wales. Post town You must provide an address in WEST LOTHIAN County/Region Wales, Scotland or Northern Ireland for companies to be registered in Postcode Wales, Scotland or Northern Ireland respectively. Α7 Articles of association o Please choose one option only and tick one box only. For details of which company type can adopt which model articles, I wish to adopt one of the following model articles in its entirety. Please tick Option 1 please go to our website: only one box. www.companieshouse.gov.uk Private limited by shares Private limited by guarantee **Public company** Option 2 I wish to adopt the following model articles with additional and/or amended provisions. I attach a copy of the additional and/or amended provision(s). Please tick only one box. Private limited by shares Private limited by guarantee **Public company** Option 3 I wish to adopt entirely bespoke articles. I attach a copy of the bespoke articles to this application. **A8** Restricted company articles • Please tick the box below if the company's articles are restricted. Restricted company articles Restricted company articles are those containing provision for entrenchment. For more details, please go to our website: www.companieshouse.gov.uk

**IN01** 

#### Part 2 **Proposed officers**

For private companies the appointment of a secretary is optional, however, if you do decide to appoint a company secretary you must provide the relevant details. Public companies are required to appoint at least one secretary.

Private companies must appoint at least one director who is an individual. Public companies must appoint at least two directors, one of which must be an individual.

For a secretary who is an individual, go to Section B1; For a corporate secretary, go to Section C1; For a director who is an individual, go to Section D1; For a corporate director, go to Section E1.

Secretary			
B1	Secretary appointments •		
	Please use this section to list all the secretary appointments taken on formation. For a corporate secretary, complete Sections C1-C5.	• Corporate appointments For corporate secretary appointments, please complete	
Title*		section C1-C5 instead of section B.	
Full forename(s)		Additional appointments	
Surname		If you wish to appoint more than one secretary, please use	
Former name(s) 2		the 'Secretary appointments' continuation page.	
		Promer name(s) Please provide any previous names which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes.	
B2	Secretary's service address ®		
Building name/number		Service address	
Street		This is the address that will appear on the public record. This does not have to be your usual residential address.	
Post town		Please state 'The Company's Registered Office' if your service	
County/Region		address will be recorded in the	
Postcode		proposed company's register of secretaries as the company's registered office.	
Country		If you provide your residential address here it will appear on the public record.	
В3	Signature o	<u> </u>	
	I consent to act as secretary of the proposed company named in Section A1.	Signature The person named above consents	
Signature	Signature	to act as secretary of the proposed	
	X	company.	

### IN01

Application to register a company

### **Corporate secretary**

C1	Corporate secretary appointments •			
	Please use this section to list all the corporate secretary appointments taken on formation.	Additional appointments     If you wish to appoint more than one corporate secretary, please use the		
Name of corporate body/firm		'Corporate secretary appointments' continuation page.		
Building name/number		Registered or principal addres This is the address that will appea on the public record. This address		
Street		must be a physical location for the delivery of documents. It cannot be a PO box number (unless contained within a full address), DX number or		
Post town		LP (Legal Post in Scotland) number.		
County/Region				
Postcode				
Country				
C2	Location of the registry of the corporate body or firm			
_	Is the corporate secretary registered within the European Economic Area (EEA)?			
	→ Yes Complete Section C3 only			
	→ No Complete Section C4 only			
C3	EEA companies ®			
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register.	♠ EEA A full list of countries of the EEA can be found in our guidance: www.companieshouse.gov.uk		
Where the company/ firm is registered <b>9</b>		This is the register mentioned in Article 3 of the First Company Law		
Registration number		Directive (68/151/EEC).		
C4	Non-EEA companies	1		
	Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register.	O Non-EEA Where you have provided details of the register (including state) where the company or firm is registered,		
Legal form of the corporate body or firm		you must also provide its number in that register.		
Governing law				
If applicable, where the company/firm is registered •				
Registration number				
<b>C</b> 5	Signature ூ			
	I consent to act as secretary of the proposed company named in Section A1.	<b>⊘</b> Signature		
Signature	Signature X	The person named above consents to act as corporate secretary of the proposed company.		

#### Director

D1	Director appointments •			
	Please use this section to list all the director appointments taken on formation. For a corporate director, complete Sections E1-E5.	Appointments     Private companies must appoint     at least one director who is an		
Title*	MR	individual. Public companies must appoint at least two directors, one		
Full forename(s)	BRIAN	which must be an individual.		
Surname	STOUT	Please provide any previous names		
Former name(s)  ●		which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used		
Country/State of residence €	ScotLAND	for business purposes.		
Nationality	SCOTTISH	Country/State of residence This is in respect of your usual		
Date of birth	1 5 m, 5 7/ 19 14 16.	residential address as stated in section D4		
Business occupation (if any) 👁	SELF EMPLOYED	Business occupation     If you have a business occupation,     please enter here. If you do not,     please leave blank.		
,		Additional appointments If you wish to appoint more than one director, please use the 'Director appointments' continuation page.		
D2	Director's service address®			
	Please complete the service address below. You must also fill in the director's usual residential address in <b>Section D4</b> .	Service address This is the address that will appear		
Building name/number	SAME AS REGISTERED OFFICE	on the public record. This does not have to be your usual residential		
Street		address.  Please state 'The Company's Registered Office' if your service		
Post town		address will be recorded in the proposed company's register of		
County/Region		directors as the company's registered office.		
Postcode		If you provide your residential		
Country		address here it will appear on the public record.		
D3	Signature <sup>©</sup>			
	I consent to act as director of the proposed company named in Section A1.	<b>©</b> Signature		
Signature	Signature X	The person named above consents to act as director of the proposed company.		

#### Director

D1	Director appointments •				
	Please use this section to list all the director appointments taken on formation.  For a corporate director, complete Sections E1-E5.	Appointments     Private companies must appoint     at least one director who is an			
Title*		individual. Public companies must appoint at least two directors, one of			
Full forename(s)		which must be an individual.			
Surname		<b>ூ Former name(s)</b> Please provide any previous names			
Former name(s)		which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used			
Country/State of residence •		for business purposes.  • Country/State of residence			
Nationality	d d m m y y y	This is in respect of your usual residential address as stated in			
Date of birth		Section D4			
Business occupation (if any) •		Business occupation If you have a business occupation, please enter here. If you do not, please leave blank.			
		Additional appointments If you wish to appoint more than one director, please use the 'Director appointments' continuation page.			
D2	Director's service address®				
	Please complete the service address below. You must also fill in the director's usual residential address in Section D4.	Service address This is the address that will appear			
Building name/number		on the public record. This does not have to be your usual residential address.			
Street		Please state 'The Company's Registered Office' if your service			
Post town		address will be recorded in the proposed company's register of			
County/Region		directors as the company's registered office.			
Postcode		If you provide your residential address here it will appear on the			
Country		public record.			
D3	Signature <sup>©</sup>				
	I consent to act as director of the proposed company named in Section A1.	<b>©</b> Signature The person named above consents			
Signature	Signature X	to act as director of the proposed company.			

### **Corporate director**

E1	Corporate director appointments •				
	Please use this section to list all the corporate directors taken on formation.	Additional appointments     If you wish to appoint more than one			
Name of corporate body or firm		corporate director, please use the 'Corporate director appointments' continuation page.			
Building name/number		Registered or principal address This is the address that will appear			
Street		on the public record. This address must be a physical location for the delivery of documents. It cannot be a PO box number (unless contained			
Post town		within a full address), DX number or			
County/Region		LP (Legal Post in Scotland) number.			
Postcode					
Country					
E2	Location of the registry of the corporate body or firm				
	Is the corporate director registered within the European Economic Area (EEA)?  → Yes Complete Section E3 only  → No Complete Section E4 only				
E3	EEA companies ®				
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register.	● EEA  A full list of countries of the EEA can be found in our guidance:			
Where the company/ firm is registered €		www.companieshouse.gov.uk			
		This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC).			
Registration number					
E4	Non-EEA companies	,			
	Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register.	Mon-EEA     Where you have provided details of the register (including state) where the company or firm is registered,			
Legal form of the corporate body or firm		you must also provide its number in that register.			
Governing law					
If applicable, where the company/firm is registered •					
If applicable, the registration number					
E5	Signature 6				
	I consent to act as director of the proposed company named in Section A1.	<b>9</b> Signature			
Signature	Signature X	The person named above consents to act as corporate director of the proposed company.			

IN01

Part 3	Statement	of capital				
	•	have share capital? plete the sections below Part 4 (Statement o				
F1	Share capital in	pound sterling (£	<u>:</u> )			_
Please complete the ta If all your issued capita			d in pound sterling. Ind then go to <b>Section F4</b> .			-
Class of shares (E.g. Ordinary/Preference etc.	)	Amount paid up on each share	Amount (if any) unpaid on each share <b>①</b>	Number of shar	es 0	Aggregate nominal value
OFDINA	ary	£1		100		£100 - 00
						£
						£
						£
			Totals	100		£ 100
F2	Share capital in	other currencies		· · · · · · · · · · · · · · · · · · ·		
Please complete the ta Please complete a sepa			in other currencies.			
Currency						
Class of shares (E.g. Ordinary/Preference etc.	)	Amount paid up on each share	Amount (if any) unpaid on each share	Number of shar	es •	Aggregate nominal value
<u>.</u>		<u></u>				
			Totals			
Currency						
Class of shares (E.g. Ordinary/Preference etc.	)	Amount paid up on each share	Amount (if any) unpaid on each share	Number of shar	es 🥹 	Aggregate nominal value 9
		<u> </u>				
· · · · · · · · · · · · · · · · · · ·			Totals			
F3	Totals					
	Please give the total number of shares and total aggregate nominal value of issued share capital.  Total aggregate nominal value Please list total aggregate values in				gregate nominal value It total aggregate values in Currencies separately. For	
Total number of shares			<del></del>			£100 + €100 + \$10 etc.
Total aggregate nominal value <b>0</b>						
<ul> <li>Including both the nomir share premium.</li> <li>Total number of issued sl</li> </ul>		<ul> <li>Number of shares issued nominal value of each sl</li> </ul>	hare. Plea	tinuation Page se use a Statem e if necessary.		al continuation

F4	Statement of capital (Prescribed particulars of rights attached to shares)		
	Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in <b>Sections F1</b> and <b>F2</b> .	• Prescribed particulars of rights attached to shares	
Class of share	OLDINALY	The particulars are: a. particulars of any voting rights,	
Prescribed particulars 0	ORDINALY  I SHARE = IVOTE  EQUAL SHARES TO DIVIDENDS	including rights that arise only in certain circumstances; b. particulars of any rights, as respects dividends, to participate in a distribution; c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder and any terms or conditions relating to redemption of these shares.  A separate table must be used for each class of share.  Continuation pages Please use the next page or a 'Statement of Capital (Prescribed particulars of rights attached to shares)' continuation page if necessary.	

Class of share	
Class of share  Prescribed particulars  •	The particulars of rights attached to shares  The particulars are:  a. particulars of any voting rights, including rights that arise only in certain circumstances;  b. particulars of any rights, as respects dividends, to participate in a distribution;  c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and  d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder and any terms or conditions relating
	to redemption of these shares.  A separate table must be used for each class of share.
	Continuation pages Please use a 'Statement of capital (Prescribed particulars of rights attached to shares)' continuation page if necessary.
-	

#### F5

#### Initial shareholdings

This section should only be completed by companies incorporating with share capital.

Please complete the details below for each subscriber.

The addresses will appear on the public record. These do not need to be the subscribers' usual residential address.

Initial shareholdings

Please list the company's subscribers in alphabetical order.

Please use an 'Initial shareholdings' continuation page if necessary.

Subscriber's details	Class of share	Number of shares	Currency	Nominal value of each share	Amount (if any)	Amount paid
Name C C	002 1001	108	1	1,		1100
BRIAN STOUT Address 85 REDCRAIG-6AD	ORDIN ARY	100	£	<i>f</i> '		7.00
85 (E) CLA16-10AD			:			
EAST CALDER						
EH S3 DQX.						
Name						
Address	,					
				<u> </u>		
Name						
Address		<u> </u>				
			l	<u> </u>	<u> </u>	
Name						
Address						1
			<u> </u>	<u>.  </u>		
Name						
Address						
	<u> </u>		<u> </u>	<u> </u>	<u> </u>	

#### Part 4 Statement of guarantee Is your company limited by guarantee? → Yes Complete the sections below. → No Go to Part 5 (Statement of compliance). G1 **Subscribers** Please complete this section if you are a subscriber of a company limited by **O** Name guarantee. The following statement is being made by each and every person Please use capital letters. named below. The addresses in this section will I confirm that if the company is wound up while I am a member, or within appear on the public record. They do not have to be the subscribers' usual one year after I cease to be a member, I will contribute to the assets of the residential address. company by such amount as may be required for: payment of debts and liabilities of the company contracted before I Amount guaranteed Any valid currency is permitted. cease to be a member; Continuation pages payment of costs, charges and expenses of winding up, and; Please use a 'Subscribers' adjustment of the rights of the contributors among ourselves, continuation page if necessary. not exceeding the specified amount below. Subscriber's details Forename(s) • Surname • Address @ Postcode Amount guaranteed € Subscriber's details Forename(s) • Surname • Address @ Postcode Amount guaranteed 6 Subscriber's details Forename(s) • Surname Address @ **Postcode** Amount guaranteed 9

**IN01** 

	Subscriber's details	• Name
Forename(s) •		Please use capital letters.
Surname <b>•</b>		② Address  The addresses in this section will
Address 2		appear on the public record. They do not have to be the subscribers' usual
		residential address.
Postcode		♠ Amount guaranteed Any valid currency is permitted.
Amount guaranteed		Continuation pages Please use a 'Subscribers'
	Subscriber's details	continuation page if necessary.
Forename(s) •		
Surname		
Address 2		
		·
Postcode		
Amount guaranteed 9		
	Subscriber's details	
Forename(s) •		
Surname •		
Address 2	·	
Postcode		
Amount guaranteed	·	
	Subscriber's details	
Forename(s) •		
Surname •		
Address 2		
Postcode		
Amount guaranteed 9		
	Subscriber's details	
Forename(s) •		
Surname <b>0</b>		
Address 2		
Postcode		
Amount guaranteed 9		
	•	

### **Statement of compliance** Part 5 This section must be completed by all companies. Is the application by an agent on behalf of all the subscribers? Go to Section H1 (Statement of compliance delivered by the → Yes Go to Section H2 (Statement of compliance delivered by an agent). H1 Statement of compliance delivered by the subscribers • • Statement of compliance Please complete this section if the application is not delivered by an agent delivered by the subscribers for the subscribers of the memorandum of association. Every subscriber to the memorandum of association must sign the statement of compliance. I confirm that the requirements of the Companies Act 2006 as to registration have been complied with. Subscriber's signature X Subscriber's signature X X Subscriber's signature X Subscriber's signature X Subscriber's signature X Subscriber's signature X X Subscriber's signature X X Signature Subscriber's signature X

Subscriber's signature	Signature	X	Continuation pages Please use a 'Statement of compliance delivered by the subscribers' continuation page if more subscribers need to sign.
Subscriber's signature	Signature X	X	•
Subscriber's signature	Signature	×	
Subscriber's signature	Signature	×	
H2	Statement of compliance delivered by an agent		
	Please complete this section if this application is delivered by an agent for the subscribers to the memorandum of association.		
Agent's name			
Building name/number		_	
Street			
Post town			
County/Region			
Postcode			
	<u>-                                    </u>		
Country			
Country	I confirm that the requirements of the Companies Act 2006 as to registratio have been complied with.	 n	

#### **IN01**

Application to register a company

**Presenter information** 

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.	Please note that all information on this form will appear on the public record, apart from information relating to usual residential addresses.		
Contact name	£ How to pay		
Address	A fee is payable on this form. Make cheques or postal orders payable to 'Companies House'. For information on fees, go to: www.companieshouse.gov.uk		
	<b>☑</b> Where to send		
Post town  County/Region	You may return this form to any Companies House address, however for expediency we advise you to		
Postcode  Country  DX	return it to the appropriate address below:  For companies registered in England and Wales: The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ. DX 33050 Cardiff.		
Certificate	For companies registered in Scotland: The Registrar of Companies, Companies House,		
We will send your certificate to the presenters address (shown above) or if indicated to another address shown below:  At the registered office address (Given in Section A6).  At the agents address (Given in Section H2).	Fourth floor, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh, Scotland, EH3 9FF. DX ED235 Edinburgh 1 or LP - 4 Edinburgh 2 (Legal Post).  For companies registered in Northern Ireland:		
We may return forms completed incorrectly or with information missing.	The Registrar of Companies, Companies House, Second Floor, The Linenhall, 32-38 Linenhall Street, Belfast, Northern Ireland, BT2 8BG. DX 481 N.R. Belfast 1.		
Please make sure you have remembered the following:  You have checked that the proposed company name is available as well as the various rules that may affect your choice of name. More information can be found in guidance on our website.	Section 243 exemption If you are applying for, or have been granted a section 243 exemption, please post this whole form to the different postal address below: The Registrar of Companies, PO Box 4082, Cardiff, CF14 3WE.		
If the name of the company is the same as one already on the register as permitted by The Company	<b>7</b> Further information		
and Business Names (Miscellaneous Provisions) Regulations 2008, please attach consent.  ☐ You have used the correct appointment sections. ☐ Any addresses given must be a physical location.	For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk		
They cannot be a PO Box number (unless part of a full service address), DX or LP (Legal Post in Scotland)	This form is available in an		
number.  The document has been signed, where indicated.	alternative format. Please visit the		
All relevant attachments have been included.	forms page on the website at		

www.companieshouse.gov.uk

Important information

You have enclosed the correct fee.

 $\hfill \square$  You have enclosed the Memorandum of Association.

#### COMPANY HAVING A SHARE CAPITAL

Memorandum of association of ADVANCEDCARS TRAVEL SOLUTIONS 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 by each subscriber

BRIAN STOUT

1/8/2012 Dated