

FILE COPY



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

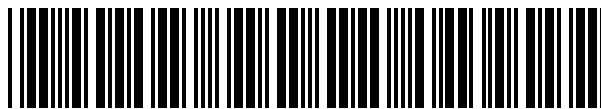
Company Number **700321**

The Registrar of Companies for Scotland, hereby certifies that

VERDANDI (SCOTLAND) 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 Scotland

Given at Companies House, Edinburgh, on **1st June 2021**



NSC7003214



Companies House



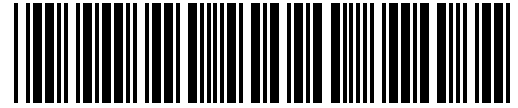
**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**



Companies House

IN01_(ef)

Application to register a company



Received for filing in Electronic Format on the: **31/05/2021**

XA5N9W76

Company Name in full: **VERDANDI (SCOTLAND) LTD**

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

Situation of Registered Office: **Scotland**

Proposed Registered Office Address: **15A MAIN ROAD
PAISLEY
RENFREWSHIRE
UNITED KINGDOM PA2 6AJ**

Sic Codes: **70229**

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

Proposed Officers

Company Director *1*

Type: **Person**

Full Forename(s): **NIALL MACLEAN**

Surname: **OGILVY**

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

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

Date of Birth: ****/02/1955** *Nationality:* **BRITISH**

Occupation: **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> | 1 |
| <i>Currency:</i> | GBP | <i>Aggregate nominal value:</i> | 1 |
| <i>Prescribed particulars</i> | | | |

ORDINARY SHARES HAVE 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> | 1 |
| | | <i>Total aggregate unpaid:</i> | 0 |

Initial Shareholdings

Name: **NIALL OGILVY**

Address **15A MAIN ROAD
PAISLEY
RENFREWSHIRE
UNITED KINGDOM
PA2 6AJ**

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)

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: **NIALL MACLEAN OGILVY**

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

Date of Birth: ****/02/1955** *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.

Nature of control

The person holds, directly or indirectly, 75% or more of the shares in the company.

Statement of Compliance

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

Name: **NIALL OGILVY**
Authenticated **YES**

Authorisation

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

COMPANY HAVING A SHARE CAPITAL

Memorandum of Association of VERDANDI (SCOTLAND) 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 |
|-------------------------|------------------------------|
| NIALL OGILVY | Authenticated Electronically |

Dated: 31/05/2021