

**FILE COPY**



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

Company Number **11104651**

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

**WILLOUGHBY PROFESSIONAL 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 **11th December 2017**



\* N111046516 \*



**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: **08/12/2017**

X6KTSMMY

*Company Name in full:*

**WILLOUGHBY PROFESSIONAL LTD**

*Company Type:*

**Private company limited by shares**

*Situation of Registered Office:*

**England and Wales**

*Proposed Registered Office Address:*

**WILLOUGHBY HOUSE WILLOUGHBY HOUSE  
2 BROAD STREET  
STAMFORD  
UNITED KINGDOM PE9 1PB**

*Sic Codes:*

**78109**

*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):*        **MICHAEL**

*Surname:*                **SMITH**

*Former Names:*

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

*Country/State Usually*    **UNITED KINGDOM**

*Resident:*

*Date of Birth:*    **\*\*/03/1981**                      *Nationality:*    **BRITISH**

*Occupation:*    **DIRECTOR**

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

## *Company Director*      2

*Type:*                      **Person**

*Full Forename(s):*        **SORAYA**

*Surname:*                **SMITH**

*Former Names:*

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

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

*Date of Birth:*    **\*\*/10/1984**                      *Nationality:*    **BRITISH**

*Occupation:*    **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:*           **MICHAEL SMITH**

*Address*       **WILLOUGHBY HOUSE 2  
BROAD STREET  
STAMFORD  
UNITED KINGDOM  
PE9 1PB**

*Class of Shares:*       **ORDINARY**

*Number of shares:*       **1**

*Currency:*               **GBP**

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

*Amount unpaid:*           **0**

*Amount paid:*             **1**

*Name:*           **SORAYA SMITH**

*Address*       **WILLOUGHBY HOUSE 2  
BROAD STREET  
STAMFORD  
UNITED KINGDOM  
PE9 1PB**

*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:* **MICHAEL SMITH**

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

*Date of Birth:* **\*\*/03/1981** *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 shares in the company.               |
| <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 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:* **SORAYA SMITH**

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

*Date of Birth:* **\*\*/10/1984** *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 shares in the company.               |
| <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 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:* **MICHAEL SMITH**

*Authenticated* **YES**

*Name:* **SORAYA SMITH**

*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 WILLOUGHBY PROFESSIONAL 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               |
|-------------------------|------------------------------|
| Michael Smith           | Authenticated Electronically |
| Soraya Smith            | Authenticated Electronically |

Dated: 08/12/2017