

FILE COPY



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company Number **12391157**

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

CELESTIAL LABS 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 **8th January 2020**



* N12391157G *



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: 07/01/2020

X8W58VIO

Company Name in full: **CELESTIAL LABS LTD**

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

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

Proposed Registered Office Address: **13 SOMERSET ROAD
FROME
ENGLAND BA11 1HB**

Sic Codes: **90030**

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Company Director *1*

Type:	Person		
Full Forename(s):	MR JOHN CABELL LIVINGSTON		
Surname:	HOPKINS		
Former Names:			
Service Address:	recorded as Company's registered office		
Country/State Usually Resident:	UNITED KINGDOM		
Date of Birth:	**/09/1979	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>	1000000
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	10000
<i>Prescribed particulars</i>			

FULL RIGHTS REGARDING VOTING, PAYMENT OF DIVIDENDS AND DISTRIBUTIONS

Statement of Capital (Totals)

<i>Currency:</i>	GBP	<i>Total number of shares:</i>	1000000
		<i>Total aggregate nominal value:</i>	10000
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **JOHN HOPKINS**

Address **13 SOMERSET ROAD
FROME
ENGLAND
BA11 1HB**

Class of Shares: **ORDINARY**

Number of shares: **500000**

Currency: **GBP**

*Nominal value of each
share:* **0.01**

Amount unpaid: **0**

Amount paid: **0.01**

Name: **NICK KOWALSKI**

Address **13 SOMERSET ROAD
FROME
ENGLAND
BA11 1HB**

Class of Shares: **ORDINARY**

Number of shares: **500000**

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: **MR JOHN CABELL LIVINGSTON HOPKINS**

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

Date of Birth: ****/09/1979** ***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: **MR NICK KOWALSKI**

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

Date of Birth: ****/03/1980** ***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.

Statement of Compliance

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

Name: **JOHN HOPKINS**

Authenticated **YES**

Name: **NICK KOWALSKI**

Authenticated **YES**

Authorisation

Authoriser Designation: **subscriber**

Authenticated **YES**

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of CELESTIAL LABS 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
John Hopkins	Authenticated Electronically
Nick Kowalski	Authenticated Electronically

Dated: 07/01/2020