

# **FILE COPY**

# OF A PRIVATE LIMITED COMPANY

Company No. 7854923

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

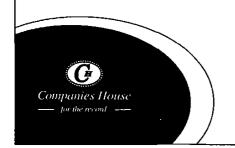
# PRUDENTIAL REGULATION AUTHORITY LIMITED

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/Wales

Given at Companies House on 21st November 2011



\*N07854923P\*





002607/40

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

liability (only one box must be ticked)

Public limited by shares

Private limited by shares
Private limited by guarantee
Private unlimited with share capital
Private unlimited without share capital

✓ What this form is for

You may use this form to register a
private or public company

What this form is You cannot use this a limited liability pa this, please use forn



A06

A25

18/11/2011 COMPANIES HOUSE \*AO96WZ5D\* 11/11/2011

**COMPANIES HOUSE** 

244

262

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 \*

		specified or indicated by "	
A1	Company details		
<del></del>	Please show the proposed company name below	Ouplicate names  Duplicate names are not permitted A	
Proposed company name in full •	Prudential Regulation Authority Limited	list of registered names can be found on our website There are various rules that may affect your choice of name More information is available at	
For official use		www.companieshouse.gov.uk	
A2	Company name restrictions ❷		
	Please tick the box only if the proposed company name contains sensitive or restricted words or expressions that require you to seek comments of a government department or other specified body	● Company name restrictions A list of sensitive or restricted words or expressions that require consent can be found in guidance available	
	I confirm that the proposed company name contains sensitive or restricted 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	on our website www.companieshouse.gov.uk	
A3	Exemption from name ending with 'Limited' or 'Cyfyngedig' o	· · · · · · · · · · · · · · · · · · ·	
	Please tick the box if you wish to apply for exemption from the requirement to have the name ending with 'Limited', Cyfyngedig' or permitted alternative	Name ending exemption     Only private companies that are     Iimited by guarantee and meet other	
	I confirm that the above proposed company meets the conditions for exemption from the requirement to have a name ending with 'Limited', 'Cyfyngedig' or permitted alternative	specific requirements are eligible to apply for this For more details, please go to our website www.companieshouse.gov.uk	
A4	Company type <sup>©</sup>		
<del></del>	Please tick the box that describes the proposed company type and members'	Company type  If you are unsure of your company's	

 $\checkmark$ 

type, please go to our website www.companieshouse.gov.uk

**IN01** Application to register a company Situation of registered office o A5 • 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 For Welsh, Scottish or Northern Ireland companies, the address must be in Wales, Scotland or Northern Ireland respectively A6 Registered office address @ Registered office address Please give the registered office address of your company You must ensure that the address shown in this section is consistent Building name/number with the situation indicated in Street Lothbury section A5 You must provide an address in England or Wales for companies to be registered in England and Wales Post town London You must provide an address in County/Region Wales, Scotland or Northern Ireland for companies to be registered in E | C | 2 | R | 7 | H | H Postcode Wales, Scotland or Northern Ireland respectively Articles of association 9 Α7 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  $\mathbf{Z}$ 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 • • Restricted company articles Please tick the box below if the company's articles are restricted Restricted company articles are those containing provision for entrenchment. For more details, please go to our website

> CHFP000 04/11 Version 4.1

www companieshouse gov uk

Application to register a company

# 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

Jeen eta. y		
B1	Secretary appointments •	· <del></del>
	Please use this section to list all the secretary appointments taken on formation For a corporate secretary, complete Sections C1-C5	OCorporate 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) •		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 This is the address that will appear
Street		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 proposed company's register
Postcode		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 @	
	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	

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  Registered or principal address
Building name/number		This is the address that will appear 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)?	
	<ul> <li>→ Yes Complete Section C3 only</li> <li>→ No Complete Section C4 only</li> </ul>	
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
Where the company/ firm is registered <b>9</b>		www.companieshouse.gov.uk  This is the register mentioned in
Registration number		Article 3 of the First Company Law Directive (68/151/EEC)
_	Non FFA companies	
C4	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.	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		
C5	Signature <b>9</b>	
	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

Application to register a company

Director				
D1	Director appointments •	<u> </u>		
	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 of		
Full forename(s)	Graham Beattle	which must be an individual		
Surname	Nicholson	Please provide any previous names		
Former name(s) <b>②</b>		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 9	United Kingdom	for business purposes		
Nationality	British	<b>❸</b> Country/State of residence This is in respect of your usual residential address as stated in		
Date of birth	d2 d2 m0 m2 y1 y9 y4 y9	section D4		
Business occupation (if any) •	Solicitor	O Business occupation If you have a business occupation, please enter here If you do not, please leave blank		
D2	Director's service address <sup>©</sup>			
	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 on the public record This does not		
Building name/number	8	have to be your usual residential		
Street	Lothbury	address  Please state 'The Company's		
		Registered Office' if your service address will be recorded in the		
Post town	London	proposed company's register of directors as the company's registered		
County/Region		office		
Postcode	EC2R7HH	If you provide your residential address here it will appear on the		
Country	United Kingdom	public record		
D3	Signature <sup>6</sup>			
	I consent to act as director of the proposed company named in Section A1	O Signature The person named above consents		
Signature	× LU _ X	to act as director of the proposed company		

Application to register a company

	Director appointments 6		
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	
Full forename(s)	John Richard Evelegh	<ul> <li>appoint at least two directors, one of which must be an individual</li> </ul>	
Surname	Footman	Please provide any previous names	
Former name(s) 2		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 •	United Kingdom	for business purposes  O Country/State of residence	
Nationality	British	This is in respect of your usual residential address as stated in	
Date of birth	<sup>d</sup> 0 <sup>d</sup> 6 <sup>m</sup> 0 <sup>m</sup> 9 <sup>y</sup> 1 <sup>y</sup> 9 <sup>y</sup> 5 <sup>y</sup> 2	Section D4	
Business occupation	Executive Director	Business occupation     If you have a business occupation,	
(if any) 🖸		please enter here If you do not, please leave blank	
D2	Director's service address®	one director, please use the 'Director appointments' continuation page	
<i>52</i>	Please complete the service address below You must also fill in the director's	<u> </u>	
Building name/number	usual residential address in Section D4	Service address This is the address that will appear	
building name/number		This is the address that will appear on the public record. This does not have to be your usual residential.	
Street		This is the address that will appear on the public record This does not have to be your usual residential address	
	8	This is the address that will appear on the public record. This does not have to be your usual residential address.  Please state 'The Company's Registered Office' if your service.	
	8	This is the address that will appear on the public record. This does not have to be your usual residential address.  Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of	
Street	8 Lothbury	This is the address that will appear on the public record. This does not have to be your usual residential address.  Please state 'The Company's Registered Office' if your service address will be recorded in the	
Street Post town	8 Lothbury	This is the address that will appear on the public record. This does not have to be your usual residential address.  Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of directors as the company's registered office.  If you provide your residential	
Post town County/Region	8 Lothbury London	This is the address that will appear on the public record. This does not have to be your usual residential address.  Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of directors as the company's register office.	
Post town County/Region Postcode	Lothbury  London  E C 2 R 7 H H	This is the address that will appear on the public record. This does not have to be your usual residential address.  Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of directors as the company's registere office.  If you provide your residential address here it will appear on the	

Application to register a company

# **Corporate director**

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E1	Corporate director appointments •	<del></del>
<del></del>	Please use this section to list all the corporate directors taken on formation	• Additional appointments
Name of corporate body or firm		If you wish to appoint more than one corporate director, please use the 'Corporate director appointments' continuation page
Building name/number		Registered or principal address
Street		This is the address that will appear on the public record. This address must be a physical location for the delivery of documents. It cannot be
Post town		a PO box number (unless contained 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 <sup>®</sup>	
	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
Registration number		Directive (68/151/EEC)
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.	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 •		
If applicable, the registration number		
E5	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 corporate director of the proposed company

Part 3	Statement	of capital				
		have share capital? plete the sections below Part 4 (Statement of				
F1	Share capital in	pound sterling (£)				-
		ach class of shares held omplete <b>Section F1</b> and	in pound sterling d 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	Number of shar	es <b>0</b>	Aggregate nominal value 3
Ordinary		£1	0	1		£ 1
						£
						£
						£
			Totals	1		£ 1
F2	Share capital in	other currencies				
Please complete the ta Please complete a sep		ny class of shares held in urrency	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 shares 2		Aggregate nominal value 3
	<del></del>		Totals			
Currency						
Class of shares (E g Ordinary/Preference etc	)	Amount paid up on each share <b>①</b>	Amount (if any) unpaid on each share	Number of share	es <b>0</b>	Aggregate nominal value 9
And the state of t			Totals			
F3	Totals					
	Please give the total issued share capital	number of shares and t	otal aggregate nominal v	value of		gregate nominal value st total aggregate values in
Total number of shares	different currencies senarately F					
Total aggregate nominal value <b>©</b>	£1					
• Including both the noming share premium  • Total number of issued s	nominal value of each share Please use a Statement of Capital continuation				al continuation	

Application to register a company

	re the prescribed particulars of rights attached to shares for each class hown in the statement of capital share tables in Sections F1 and F2	• Prescribed particulars of rights
Class of share Ordinary		attached to shares
		a particulars of any voting rights,
terms of dividend	is are non-redeemable ordinary shares and rank equally in voting rights, rights to participate in any distribution of s and rights to participate in any distribution of capital g on winding up)	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 the next page or a 'Statement of Capital (Prescribed particulars of rights attached to shares)' continuation page if necessary

Class of share	• Prescribed particulars of rights
Prescribed particulars  •	attached to shares  The 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

		<del></del>		. <del>[ </del>		
Subscriber's details	Class of share	Number of shares	Currency	Nominal value of each share	Amount (if any) unpaid	Amount paid
The Governor and Company of the Bank of England	ordinary	1	sterling	£1	0	£1
Address Threadneedle Street London						
EC2R 8AH						
Name						
Address						
Name						
Address						
Name						
Address						
Name						
Address	-					
	<u> </u>		1			<u> </u>

	Application to register a company	
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 guarantee. The following statement is being made by each and every person named below.	Name     Please use capital letters     Address
	I confirm that if the company is wound up while I am a member, or within one year after I cease to be a member, I will contribute to the assets of the company by such amount as may be required for  - payment of debts and liabilities of the company contracted before I cease to be a member,  - payment of costs, charges and expenses of winding up, and,  - adjustment of the rights of the contributors among ourselves, not exceeding the specified amount below	The addresses in this section will appear on the public record. They do not have to be the subscribers' usual residential address.  Amount guaranteed Any valid currency is permitted.  Continuation pages. Please use a 'Subscribers' continuation page if necessary.
	Subscriber's details	-
Forename(s) •		_
Surname <b>0</b>		_
Address <b>9</b>		-
Postcode		
Amount guaranteed 6		_
-	Subscriber's details	-
Forename(s) •		-
Surname •		_
Address <b>②</b>		-
Postcode		_
Amount guaranteed		_
	Subscriber's details	_
Forename(s) •		_
Surname <b>0</b>		_
Address <b>②</b>		-
Postcode		
Amount guaranteed 6		-

	Subscriber's details	Name
Forename(s) •		Please use capital letters
Surname •		② Address The addresses in this section will
Address <b>②</b>		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 9		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 <b>①</b>		
Address <b>②</b>		
Postcode		
Amount guaranteed		
	Subscriber's details	
Forename(s) •		
Surname •		
Address 2		
Postcode		
Amount guaranteed 6		
	Subscriber's details	
Forename(s) •		
Surname •		
Address 🖸		
Postcode		
Amount guaranteed		
	•	
		<u> </u>

Application to register a company

# Part 5 Statement of compliance 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 subscribers) → 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 Subscriber's signature X X Subscriber's signature X

**IN01** Application to register a company Subscriber's signature \_Signature **Continuation pages** X 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 X X Subscriber's signature X X 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 Country I confirm that the requirements of the Companies Act 2006 as to registration have been complied with Agent's signature X X

Application to register a company

Presenter information	Important 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 Emma Fitzgibbons	C III
Company name Bank of England	How to pay
Address Threadneedle Street	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 London  County/Region  Postcode	You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below
E   C   2   R   8   A   H	For companies registered in England and Wales The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ DX 33050 Cardiff
Telephone +44 20 7601 3961	For some suite and the Continued
We will send your certificate to the presenters address (shown above) or if indicated to another address shown below	For companies registered in Scotland The Registrar of Companies, Companies House, Fourth floor, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh, Scotland, EH3 9FF DX ED235 Edinburgh
☐ At the registered office address (Given in Section A6) ☐ At the agents address (Given in Section H2)	or LP - 4 Edinburgh 2 (Legal Post)  For companies registered in Northern Ireland
✓ Checklist	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
We may return forms completed incorrectly or with information missing	
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	<i>t</i> 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 They cannot be a PO Box number (unless part of a	For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk  This form is available in an
full service address), DX or LP (Legal Post in Scotland) number	alternative format. Please visit the
☐ The document has been signed, where indicated	forms page on the website at

www.companieshouse.gov.uk

☐ You have enclosed the correct fee

☐ You have enclosed the Memorandum of Association

### **COMPANY HAVING A SHARE CAPITAL**

# Memorandum of association of Prudential Regulation Authority 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	
The Governor and Company of the Bank of England	Immin	

Dated 16 November 2011