

FILE COPY

OF A PRIVATE LIMITED COMPANY

Company No. 7960820

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

TEP EVENTS INTERNATIONAL 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 22nd February 2012



N07960820J

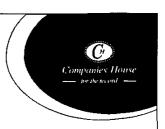




In accordance with Section 9 of the Companies Act 2006

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

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What this form is NOT for You cannot use this form to registi a limited liability partnership To di this, please use form LL IN01 *L1379V1K*

LD1 22/02/2012 COMPANIES HOUSE

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Filing in this form
Please complete in typescript or in bold black capitals

	`	bold black capitals			
		All fields are mandatory unless specified or indicated by *			
A1	Company details				
	Please show the proposed company name below	Duplicate names Duplicate names are not permitted A			
Proposed company name in full •	TEP EVENTS INTERNATIONAL LIMITED	list of registered names can be found on our website There are various rules that may affect your choice of name			
For official use	7960820	More information is available at www.companieshouse.gov.uk			
A2	Company name restrictions o				
	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	② Company name restrictions A list of sensitive or restricted words or expressions that require consent can be found in quidance 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			
А3	Exemption from name ending with 'Limited' or 'Cyfyngedig' 🛭				
	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 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	O Name ending exemption Only private companies that are limited by guarantee and meet other specific requirements are eligible to apply for this For more details, please go to our website www.companieshouse.gov.uk			
A4	Company type®				
	Please tick the box that describes the proposed company type and members' 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	O Company type If you are unsure of your company's type, please go to our website www.companieshouse.gov.uk			

	INO1 Application to register a company	
A5.	Situation of registered office o	
	Please tick the appropriate box below that describes the situation of the proposed registered office (only one box must be ticked) England and Wales Wales Scotland Northern Ireland	• Registered office Every company must have a registered office and this is the address to which the Registrar will send correspondence For England and Wales companies, the address must be in England or
		Wales For Welsh, Scottish or Northern Ireland companies, the address must be in Wales, Scotland or Northern Ireland respectively
A6	Registered office address o	
Building name/number	Please give the registered office address of your company THIRD FLOOR	Registered office address You must ensure that the address shown in this section is consistent
Street	55 GOWER STREET	with the situation indicated in section A5 You must provide an address in
Post town	LONDON	England or Wales for companies to be registered in England and Wales
County/Region Postcode	W C 1 E 6 H Q	You must provide an address in Wales, Scotland or Northern Ireland for companies to be registered in Wales, Scotland or Northern Ireland respectively
Α7	Articles of association •	1 respectively
	Please choose one option only and tick one box only	● For details of which company type
Option 1	I wish to adopt one of the following model articles in its entirety. Please tick only one box Private limited by shares Private limited by guarantee Public company	can adopt which model articles, please go to our website www.companieshouse gov uk
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

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

B1	Secretary appointments •					
	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) 2		the 'Secretary appointments' continuation page				
		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				
County/Region		Registered Office' if your service 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				
B3	Signature o					
	I consent to act as secretary of the proposed company named in Section A1	OSignature The person named above consents				
Signature	Signature	to act as secretary of the proposed				
	×	,				

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	BLOOMSBURY COMPANY SECRETARIES LIMITED	'Corporate secretary appointments' continuation page				
Building name/number	THIRD FLOOR	Registered or principal address This is the address that will appear				
Street	55 GOWER 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 within a full address), DX number or				
Post town	LONDON	LP (Legal Post in Scotland) number				
County/Region						
Postcode	W C 1 E 6 H Q					
Country	UNITED KINGDOM					
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					
С3	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 €	ENGLAND AND WALES Www.companieshouse This is the register men Article 3 of the First Coi					
Registration number	6351591	Directive (68/151/EEC)				
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						
f applicable, where the company/firm is registered •						
Registration number						
C5	Signature 9					
	I consent to act as secretary of the proposed company named in Section A1	Signature The person named above consents				
Signature	For Bloomsbury Company Secretaries Ud	to act as corporate secretary of the proposed company				
	For Bloomsbury Company Secretaries Ud	CUEDOOO				

Application to register a 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)	DOMINIC	which must be an individual				
Surname	TRAYNOR	• Former name(s) 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 •	UNITED KINGDOM	for business purposes				
Nationality	BRITISH	Country/State of residence This is in respect of your usual				
Date of birth	d d	residential address as stated in section D4				
Business occupation (if any) •	SOLICITOR	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	⊗ Service address				
	usual residential address in Section D4	This is the address that will appear on the public record. This does not				
Building name/number	THE COMPANY'S REGISTERED OFFICE	have to be your usual residential				
Street		Please state 'The Company's Registered Office' if your service address will be recorded in the				
Post town		proposed company's register of directors as the company's registered				
County/Region		office				
Postcode		If you provide your residential address here it will appear on the				
Country		public record				
D3		<u> </u>				
	Signature [©]					
	Signature © I consent to act as director of the proposed company named in Section A1	♂ Signature The person named above consents				

Application to register a 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
Title*		at least one director who is an individual Public companies must appoint at least two directors, one of
Full forename(s)		which must be an individual
Surname		• Former name(s) 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 9		for business purposes
Nationality Date of birth	d d m m y y y	Country/State of residence This is in respect of your usual residential address as stated in 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 on the public record This does not
Building name/number		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 ⁶	
	I consent to act as director of the proposed company named in Section A1	O Signature The person named above consents
Signature	Signature X	to act as director of the proposed company

Application to register a 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				
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 ®					
	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/		www companieshouse gov uk				
firm is registered		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						
E 5	Signature [©]					
	I consent to act as director of the proposed company named in Section A1	Signature The person pamed above consents				
Signature	Signature X	The person named above consents to act as corporate director of the proposed company				

Part 3	Statement	of capital				
	→ Yes Com	y have share capital? iplete the sections below to Part 4 (Statement o				
F1	Share capital in	pound sterling (£)			
		each class of shares held complete Section F1 ar	in pound sterling and then go to Section F4			
Class of shares (E g Ordinary/Preference etc	:)	Amount paid up on each share •	Amount (if any) unpaid on each share	Number of sha	res Ø	Aggregate nominal value
Ordinary		£1	Nil	2		£ 2 00
	- · · · · · · · · · · · · · · · · · · ·					£
						£
						£
			Totals	2		£ 200
F2	Share capital in	other currencies				
Please complete the ta Please complete a sep		iny class of shares held currency	n other currencies			
Currency						
Class of shares (E.g. Ordinary/Preference etc)	Amount paid up on each share 1	Amount (if any) unpaid on each share	Number of sha	res 0	Aggregate nominal value €
			_	1 		
			Totals			
				1		
Currency						
Class of shares (E.g. Ordinary/Preference etc)	Amount paid up on each share	Amount (if any) unpaid on each share	Number of sha	es 🕖	Aggregate nominal value €
		1	Totals			
_						
3	Totals					
	issued share capital Please list total aggre					ggregate nominal value list total aggregate values in it currencies separately For
otal number of shares					e £100 + €100 + \$10 etc	
otal aggregate ominal value •	£2 00					. 840-144
 Including both the noming share premium Total number of issued s 	-	Number of shares issued nominal value of each sh	are Plea	tinuation Page se use a Statem e if necessary		ital continuation

Application to register a company

Application to register a company

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 Sections F1 and F2	OPrescribed particulars of rights attached to shares
Class of share	Ordinary	The particulars are a particulars of any voting rights,
Class of share Prescribed particulars O	Ordinary - One voting right per share - One equal right per share in any ordinary dividend declared - One equal right per share in the distribution of any surplus due to the ordinary shareholders on a 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 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

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Class of share Prescribed particulars O	The particulars of rights 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 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

Application to register a company

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

,			r	· · · · · · · · · · · · · · · · · · ·		
Subscriber's details	Class of share	Number of shares	Currency	Nominal value of each share	Amount (if any) unpaid	Amount paid
Bloomsbury Nominees Limited	Ordinary	1	Pound Sterling	£1 00	Nil	£1 00
Address Third Floor 55 Gower Street London WC1E 6HQ						
Name Bloomsbury Company Secretaries Limited	Ordinary	1	Pound Sterling	£1 00	Nil	£1 00
Third Floor 55 Gower Street London WC1E 6HQ						
Name						
Address						
Name						
Address						
Name						
Address						1

	INO1 Application to register a company				
Part 4	Statement of guarantee	1			
	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 •		-			
Address •		-			
Postcode					
Amount guaranteed		-			
	Subscriber's details	-			
Forename(s) •		_			
Surname •		-			
Address 9		- - (
Postcode					
Amount guaranteed •		-			
	Subscriber's details	-			
Forename(s) o		-			
Surname •		_			
Address 9		-			
Postcode		-			
Amount guaranteed O					

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	Subscriber's details	⊙ Name
Forename(s) •		Please use capital letters
Surname •		• 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		
	Subscriber's details	
Forename(s) •		
Surname •		
Address 2		
Postcode		
Amount guaranteed •		
	Subscriber's details	
Forename(s) •		
Surname •		
Address •		
Down-d-	<u> </u>	
Postcode		
Amount guaranteed		
	Subscriber's details	
Forename(s) •		
Surname •		
Address •		
Postcode		
Amount guaranteed		
	1	

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? → No 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 X For Bloomsbury Nominees Subscriber's signature X For Bloomsbu Subscriber's signature X Subscriber's signature X Subscriber's signature X X Subscriber's signature X Subscriber's signature X Subscriber's signature X X

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Subscriber's signature	Sugnature	×	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	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			
treet			
Post town			
County/Region			
Postcode			
Country			
	I confirm that the requirements of the Companies Act 2006 as to registration have been complied with	1 1	
Agent's signature	Signature	×	

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 Ronaldsons LLP Company name	2 How to pay		
Address 55 Gower 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		
	☑ Where to send		
Post town London County/Region W C 1 E 6 H Q	You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below For companies registered in England and Wales		
Country DX	The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ DX 33050 Cardiff		
Telephone 020-7580 6075	For any management of the Continued		
✓ Certificate 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)	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 1 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,		
We may return forms completed incorrectly or with information missing	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	<i>i</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	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	alternative format. Please visit the		
☐ The document has been signed, where indicated ☐ All relevant attachments have been included	forms page on the website at		

www.companieshouse.gov.uk

☐ You have enclosed the correct fee

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

PRIVATE COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

TEP EVENTS INTERNATIONAL 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

Names of subscriber

Authentication by subscriber

Bloomsbury Nominees Limited

For Bloomsbury Nominees Limited

Bloomsbury Company Secretaries Limited

For Bloomsbury Company Secretaries Limited

Dated 22nd February 2012