

FILE COPY

CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company Number 9189773

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

RETAIL ARBITRATION SERVICE LIMITED

is this day incorporated under the Companies Act 2006 as a private company, that the company is limited by guarantee, and the situation of its registered office is in England and Wales

Given at Companies House on 28th August 2014



N09189773V





In accordance with Section 9 of the Companies Act 2006



ompanies House

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

X What this form is NOT You cannot use this form a limited liability partner this, please use form LL I



28/08/2014

COMPANIES HOUSE *A3ETWOGE*

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22/08/2014

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COMPANIES HOUSE **Company details** Part 1 **A1** Company name → Filling in this form Please complete in typescript or in bold black capitals To check if a company name is available use our WebCHeck service and select the 'Company Name Availability Search' option All fields are mandatory unless specified or indicated by * www.companieshouse.gov.uk/info O Duplicate names Duplicate names are not permitted Please show the proposed company name below A list of registered names can be found on our website There Proposed company RETAIL ARBITRATION SERVICE are various rules that may affect name in full 0 your choice of name More information on this is available in For official use our guidance booklet GP1 at www companieshouse gov uk A2 Company name restrictions of Please tick the box only if the proposed company name contains sensitive **②** Company name restrictions A list of sensitive or restricted or restricted words or expressions that require you to seek comments of a words or expressions that require government department or other specified body consent can be found in our guidance booklet GP1 at I confirm that the proposed company name contains sensitive or restricted www companieshouse gov uk 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 А3 Exemption from name ending with 'Limited' or 'Cyfyngedig' @ Name ending exemption Only private companies that are Please tick the box if you wish to apply for exemption from the requirement to limited by guarantee and meet other have the name ending with 'Limited', Cyfyngedig' or permitted alternative specific requirements are eligible to apply for this. For more details, I confirm that the above proposed company meets the conditions for please go to our website exemption from the requirement to have a name ending with 'Limited', www.companieshouse.gov.uk 'Cyfyngedig' or permitted alternative **A4** Company type® O Company type Please tick the box that describes the proposed company type and members' If you are unsure of your company's liability (only one box must be ticked) type, please go to our website www.companieshouse.gov.uk Public limited by shares Private limited by shares Private limited by guarantee Private unlimited with share capital Private unlimited without share capital

	IN01		
	Application to register a company		
A5	Situation of registered office •		
	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		
	Please give the registered office address of your company	Registered office address You must ensure that the address	
Building name/number	FIELD BARN	shown in this section is consistent with the situation indicated in	
Street	PLUM PARK ESTATE	section A5	
		You must provide an address in England or Wales for companies to	
Post town	PAULERSPURY	be registered in England and Wales	
County/Region	NORTHAMPTONSHIRE	You must provide an address in Wales, Scotland or Northern Ireland	
Postcode	N N 1 2 6 L Q	for companies to be registered in Wales, Scotland or Northern Ireland respectively	
A7	Articles of association o		
	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 attach a copy of the bespoke articles to this application		
A8	Restricted company articles o		
	Please tick the box below if the company's articles are restricted	O Restricted company articles Restricted company articles are those containing provision for entrenchment For more details, please go to our website www.companieshouse.gov.uk	

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	O Corporate appointments For corporate secretary appointments, please complete
Title*		section C1 C5 instead of section 8
Full forename(s)		Additional appointments If you wish to appoint more
Surname		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
Country		registered office If you provide your residential address here it will appear on the public record
В3	Signature o	
	I consent to act as secretary of the proposed company named in Section A1	O Signature The person named above consents
Signature	Signature	to act as secretary of the proposed
	×	Сотграту

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
Building name/number		Registered or principal address 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)? → Yes Complete Section C3 only	
	→ No Complete Section C4 only	
C3	EEA companies ⁹	
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register	A full list of countries of the EEA can be found in our guidance
Where the company/ firm is registered 9		www.companieshouse.gov.uk This is the register mentioned in Article 3 of the First Company Law
Registration number		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.	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 O		
Registration number		
C5	Signature ⊙	
	I consent to act as secretary of the proposed company named in Section A1	⊙ Signature
Signature	Signature X	The person named above consents to act as corporate secretary of the proposed 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*	MR	individual Public companies must appoint at least two directors, one of
Full forename(s)	DEAN PETER	which must be an individual
Surname	DUNHAM	• 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 for business purposes
Country/State of residence 9	UNITED KINGDOM	Country/State of residence
Nationality	BRITISH	This is in respect of your usual residential address as stated in
Date of birth	d2 d0 m0 m6 y1 y9 y7 y6	section D4
Business occupation (if any) •	DIRECTOR	O 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
Building name/number		on the public record This does not have to be your usual residential
Street	PLUM PARK ESTATE	address
		Please state 'The Company's Registered Office' if your service
Post town	PAULERSPURY	address will be recorded in the proposed company's register of
County/Region	NORTHAMPTONSHIRE	 directors as the company's registered office
Postcode	N N 1 2 6 L Q	If you provide your residential address here it will appear on the
Country		public record
D3	Signature [©]	
	I consent to act as director of the proposed company named in Section A1	O Signature
Signature	Signature X	The person named above consents to act as director of the proposed 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)		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. Country/State of residence
Nationality Date of birth	d d m m y y y	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
Building name/number		on the public record This does not have to be your usual residential address
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	Signature o	
	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

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 This is the address that will appear	
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	
Post town		within a full address), DX number or LP (Legal Post in Scotland) number	
County/Region		er (eegar) ose in seonard, namber	
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		
E 3	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		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 9		
	I consent to act as director of the proposed company named in Section A1	Signature	
Signature	Signature X	The person named above consents to act as corporate director of the proposed company	
		1	

Part 3	Statemen	t of capital				
		ny have share capital?				
		implete the sections beloto to Part 4 (Statement				
F1		in pound sterling			1	
Please complete the ta	ible below to show	each class of shares he		1		
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 🛭	Aggregate nominal value €
					- "	£
						£
						£
						£
			Tota	ls	, ,	£
F2	Share capital	in other currencie	S		· · · · · · · · · · · · · · · · · · ·	
Please complete the ta Please complete a sep		v any class of shares he h currency	d in other currencies			
Currency					ü	
Class of shares (E.g. Ordinary/Preference etc	:)	Amount paid up on each share	Amount (if any) unpaid on each share	Number of shares • Aggrega		Aggregate nominal value €
		<u> </u>		<u> </u>		<u> </u>
			Tota	lc		
<u> </u>				<u>"1</u>		<u> </u>
Currency				. <u> </u>		
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 🛭	Aggregate nominal value €
<u> </u>						
			Tota	ls		
F3	Totals	<u>-</u>				
	Please give the t issued share cap		nd total aggregate nomina	al value of	Please	aggregate nominal value e list total aggregate values in
Total number of shares					ent currencies separately For ple £100 + €100 + \$10 etc	
Total aggregate nominal value •						
• Including both the nom share premium		Number of shares iss nominal value of each	h share P	ontinuation Pag lease use a State age if necessary		ipital continuation
② Total number of issued:	shares in this class		p	age II necessary		

	Please give the prescribed particulars of rights attached to shares for each class	• Prescribed particulars of rights
·	of share shown in the statement of capital share tables in Sections F1 and F2	attached to shares
Class of share Prescribed particulars		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

Class of share	⊕ Prescribed particulars of rights
Class of share Prescribed particulars	OPrescribed 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 a distribution (including on winding up), and d whether the shares are 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

IN01

Application to register a company

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

subscriber	s' usual residential addre	SS			continuation page if necessar		
Subscriber's details	Class of share	Number of shares	Currency	Nominal value of each share	Amount (if any) unpaid	Amount paid	
Name							
Address	1						
Name							
Address							
					1		
Name						1	
Address							
Name						-	
Address					<u>i</u>		
Name							
Address							

Part 4	Statement of guarantee	
	Is your company limited by guarantee?	- !
	→ Yes Complete the sections below	
	→ No Go to Part 5 (Statement of compliance)	
G 1	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	 The addresses in this section will appear on the public record. They do not have to be the subscribers' usua residential address.
	- payment of debts and liabilities of the company contracted before to cease to be a member,	Amount guaranteed Any valid currency is permitted
	 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 	Continuation pages Please use a 'Subscribers' continuation page if necessary
	Subscriber's details	-
Forename(s) •	DEAN PETER	-
Surname •	DUNHAM	-
Address 🛮	FIELD BARN, PLUM PARK ESTATE	-
	PAULERSPURY, NORTHAMPTONSHIRE	-
Postcode	N N 1 2 6 L Q	
Amount guaranteed	£100 00	_
	Subscriber's details	-
Forename(s) •		-
Surname 0		-
Address 😉		_ _
Postcode		
Amount guaranteed 1		
	Subscriber's details	-
Forename(s) •		_
Surname •		_
Address 9		_ _
Postcode		
Amount quaranteed®		- [

	Subscriber's details	O Name
Forename(s) o		Please use capital letters • Address
Surname •		The addresses in this section will
Address 9		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 •		
Postcode		
Amount guaranteed 9		
	Subscriber's details	
Forename(s) •		
Surname •		
Address 9		
Postcode		
Amount guaranteed 9		
	Subscriber's details	
Forename(s) •		
Surname •		
Address 2		
		!
Postcode		
Amount guaranteed 9		
	Subscriber's details	
Forename(s) •		
Surname 0		
Address 9		
Postcode		
Amount guaranteed •		
-	1	

Statement of compliance Part 5 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 subscribers) → Yes Go to Section H2 (Statement of compliance delivered by an agent) H1 Statement of compliance delivered by the subscribers • Please complete this section if the application is not delivered by an agent Statement of compliance 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 Subscriber's signature X

Subscriber's signature	Signature	×	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	more subscribers receive sign
Subscriber's signature	Signature	×	
Subscriber's signature	Signature	×	
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	DEBELLO LAW		
Building name/number	33RD FLOOR, 286		
Street	EUSTON ROAD		
Post town	LONDON		
County/Region			
Postcode	N W 1 3 D P		
Country	I confirm that the requirements of the Companies Act 2006 as to registratio have been complied with	n :	
Agent's signature	Signature X ex or behalf of Debellolais	X	

Presenter 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 **ELLA RADBAND DEBELLO LAW** 33RD FLOOR. 286 EUSTON ROAD Post town LONDON County/Region Postcode Ν Country **ENGLAND** DΧ Telephone 0203 137 7126 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) Checklist We may return forms completed incorrectly or with information missing

Please make sure you have remembered the

☐ If the name of the company is the same as one

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

The document has been signed, where indicated

All relevant attachments have been included Tou have enclosed the Memorandum of Association

You have enclosed the correct fee

in guidance on our website

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

already on the register as permitted by The Company and Business Names (Miscellaneous Provisions)

full service address), DX or LP (Legal Post in Scotland)

following

Important information

Please note that all information on this form will appear on the public record, apart from information relating to usual residential addresses

How to pay

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

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 The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ DX 33050 Cardiff

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 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

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

Further information

For further information, please see the guidance notes

This form is available in an www.companieshouse.gov.uk

on the website at www.companieshouse.gov.uk or email enquiries@companieshouse gov uk

alternative format. Please visit the forms page on the website at

COMPANY NOT HAVING A SHARE CAPITAL

Memorandum of association of RETAIL ARBITRATION SERVICE 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

Name of each subscriber

DEAN PETER DUNHAM

Authentication by each subscriber