

**FILE COPY**



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

Company Number **10409029**

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

**TRAFALGAR ENTERTAINMENT GROUP 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 and Wales

Given at Companies House, Cardiff, on **4th October 2016**



\* N10409029C \*



**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: **03/10/2016**

X5GTPS2Z

*Company Name in  
full:*

**TRAFALGAR ENTERTAINMENT GROUP LIMITED**

*Company Type:*

**Private company limited by shares**

*Situation of  
Registered Office:*

**England and Wales**

*Proposed Registered  
Office Address:*

**ASHCOMBE COURT WOOLSACK WAY  
GODALMING  
UNITED KINGDOM GU7 1LQ**

*Sic Codes:*

**90020  
64209**

*I wish to entirely adopt the following model articles:*

**Private (Ltd by Shares)**

*Company Director* 1

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

*Company Director* 2

*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> |                 |                                 |          |

**CLASS OF SHARE: ORDINARY SHARES OF £1 EACH PRESCRIBED PARTICULARS:**  
**(A) UNDER SECTIONS 284 AND 285 OF THE COMPANIES ACT 2006 (AS AMENDED)**  
**EACH SHARE CARRIES ONE VOTE ON A WRITTEN RESOLUTION; ON A VOTE ON A**  
**RESOLUTION ON A SHOW OF HANDS AT A MEETING, EACH MEMBER PRESENT IN**  
**PERSON (AND EVERY PROXY PRESENT WHO HAS BEEN DULY APPOINTED BY ONE OR**  
**MORE MEMBERS ENTITLED TO VOTE ON THE RESOLUTION) HAS ONE VOTE (BUT A**  
**PROXY HAS ONE VOTE FOR AND ONE VOTE AGAINST THE RESOLUTION IF THE PROXY**  
**HAS BEEN DULY APPOINTED BY MORE THAN ONE MEMBER ENTITLED TO VOTE ON**  
**THE RESOLUTION, AND THE PROXY HAS BEEN INSTRUCTED BY ONE OR MORE OF**  
**THOSE MEMBERS TO VOTE FOR THE RESOLUTION AND BY ONE OR MORE OTHER**  
**OF THOSE MEMBERS TO VOTE AGAINST); AND, ON A VOTE ON A RESOLUTION ON A**  
**POLL TAKEN AT A MEETING, EVERY MEMBER HAS ONE VOTE IN RESPECT OF EACH**  
**SHARE HELD BY HIM (ALL OR ANY OF THE VOTING RIGHTS OF A MEMBER MAY BE**  
**EXERCISED BY ONE OR MORE DULY APPOINTED PROXIES BUT WHERE A MEMBER**  
**APPOINTS MORE THAN ONE PROXY, THIS DOES NOT AUTHORISE THE EXERCISE BY**  
**THE PROXIES TAKEN TOGETHER OF MORE EXTENSIVE VOTING RIGHTS THAN COULD**  
**BE EXERCISED BY THE MEMBER IN PERSON). (B) THE SHARES ALL RANK PARI PASSU**  
**AS RESPECTS DIVIDEND DISTRIBUTIONS. (C) THE SHARES ALL RANK PARI PASSU AS**  
**RESPECTS CAPITAL DISTRIBUTIONS MADE OTHER THAN ON A WINDING UP; ON A**  
**WINDING UP EACH SHARE CARRIES THE RIGHT TO A REPAYMENT OF CAPITAL OF**  
**UP TO £1 PAID UP CAPITAL AND THE SHARES ALL RANK PARI PASSU AS RESPECTS**  
**DISTRIBUTIONS OF ANY SURPLUS REMAINING AFTER ALL SUCH CAPITAL HAS BEEN**  
**REPAID. (D) THE SHARES ARE NOT REDEEMABLE.**

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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>2</b> |

## *Initial Shareholdings*

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*Name:*           **HOWARD PANTER**

*Address*       **ASHCOMBE COURT  
WOOLSACK WAY  
GODALMING  
UNITED KINGDOM  
GU7 1LQ**

*Class of Shares:*       **ORDINARY**

*Number of shares:*       **1**

*Currency:*               **GBP**

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

*Amount unpaid:*       **1**

*Amount paid:*           **0**

*Name:*           **ROSEMARY SQUIRE**

*Address*       **ASHCOMBE COURT  
WOOLSACK WAY  
GODALMING  
UNITED KINGDOM  
GU7 1LQ**

*Class of Shares:*       **ORDINARY**

*Number of shares:*       **1**

*Currency:*               **GBP**

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

*Amount unpaid:*       **1**

*Amount paid:*           **0**

## ***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:* **ROSEMARY SQUIRE**

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

*Date of Birth:* **\*\*/05/1956** *Nationality:* **BRITISH**

*Service Address:* **ASHCOMBE COURT WOOLSACK WAY  
GODALMING  
UNITED KINGDOM  
GU7 1LQ**

*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. |

## ***Individual Person with Significant Control details***

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*Names:* **HOWARD PANTER**

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

*Date of Birth:* **\*\*/05/1949** *Nationality:* **BRITISH**

*Service Address:* **ASHCOMBE COURT WOOLSACK WAY  
GODALMING  
UNITED KINGDOM  
GU7 1LQ**

*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.*

|                          |                                                                                                                      |
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| <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. |

## ***Statement of Compliance***

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

*memorandum delivered by an agent for the subscriber(s):* **YES**

*Agent's Name:* **THE LONDON LAW AGENCY LIMITED**

*Agent's Address:* **THE WHITE HOUSE 57-63 CHURCH ROAD  
WIMBLEDON VILLAGE, LONDON  
UNITED KINGDOM  
SW19 5SB**

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## ***Authorisation***

*Authoriser Designation:* **agent** *Authenticated* **YES**

*Agent's Name:* **THE LONDON LAW AGENCY LIMITED**

*Agent's Address:* **THE WHITE HOUSE 57-63 CHURCH ROAD  
WIMBLEDON VILLAGE, LONDON  
UNITED KINGDOM  
SW19 5SB**

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THE COMPANIES ACT 2006

\_\_\_\_\_

A PRIVATE COMPANY LIMITED BY SHARES

\_\_\_\_\_

MEMORANDUM OF ASSOCIATION

OF

TRAFALGAR ENTERTAINMENT GROUP 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.

| <u>Name of each subscriber</u> | <u>Authentication by each subscriber</u> |
|--------------------------------|------------------------------------------|
|--------------------------------|------------------------------------------|

|               |  |
|---------------|--|
| Howard Panter |  |
|---------------|--|

|                 |  |
|-----------------|--|
| Rosemary Squire |  |
|-----------------|--|

Dated 3 October 2016