

# FILE COPY



## CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company Number **10942811**

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

**SUTURA 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 **1st September 2017**



\* N10942811D \*



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: **31/08/2017**

X6E0KCRV

*Company Name in full:*

**SUTURA GROUP LIMITED**

*Company Type:*

**Private company limited by shares**

*Situation of Registered Office:*

**England and Wales**

*Proposed Registered Office Address:*

**SUITE 2E SKYVIEW BUSINESS CENTRE 9 CHURCHFIELD ROAD  
SUDBURY  
SUFFOLK  
UNITED KINGDOM CO10 2YA**

*Sic Codes:*

**87200**

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

**Private (Ltd by Shares)**

*Company Director* 1

## *Company Director*      2

*Type:*                                      **Person**

*Full Forename(s):*                      **MR IAN**

*Surname:*                                **CLAYBOURN**

*Former Names:*

*Service Address:*                      **recorded as Company's registered office**

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

*Date of Birth:*    **\*\*/04/1967**                                      *Nationality:*      **BRITISH**

*Occupation:*    **CHILDREN  
SERVICES &  
RESPONSIBLE  
INDIVIDUAL**

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

## *Company Director*      3

*Type:*                                      **Person**

*Full Forename(s):*                      **MS MARIA HELEN**

*Surname:*                                **MARQUES - NEVES**

*Former Names:*

*Service Address:*                      **recorded as Company's registered office**

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

*Date of Birth:*    **\*\*/01/1967**                                      *Nationality:*      **BRITISH**

*Occupation:*      **OPERATIONS &  
HR**

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

*Company Director* 4

Type:	Person
Full Forename(s):	MR JAMES
Surname:	FISCHER II
Former Names:	
Service Address:	recorded as Company's registered office
Country/State Usually Resident:	UNITED KINGDOM

<i>Date of Birth:</i>	<b>**/12/1979</b>	<i>Nationality:</i>	<b>BRITISH</b>
<i>Occupation:</i>	<b>CHILDREN SERVICES &amp; RESPONSIBLE INDIVIDUAL</b>		

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

*Company Director* 5

Type:	Person
Full Forename(s):	MR JAMES
Surname:	REED
Former Names:	
Service Address:	recorded as Company's registered office
Country/State Usually Resident:	UNITED KINGDOM

*Date of Birth:*   **\*\*/08/1977**

*Nationality:*     **BRITISH**

*Occupation:*    **FINANCE**

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

## *Company Director*      6

*Type:*                                      **Person**

*Full Forename(s):*                      **MR MARK**

*Surname:*                                **GARNER**

*Former Names:*

*Service Address:*                      **recorded as Company's registered office**

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

*Date of Birth:*    **\*\*/12/1965**                                      *Nationality:*      **BRITISH**

*Occupation:*    **NON-  
EXECUTIVE**

*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>25000</b>
<i>Currency:</i>	<b>GBP</b>	<i>Aggregate nominal value:</i>	<b>25000</b>
<i>Prescribed particulars</i>			

**ORDINARY SHARES WITH FULL AND EQUAL RIGHTS TO PARTICIPATE IN VOTING IN ALL CIRCUMSTANCES AND IN DIVIDENDS AND CAPITAL DISTRIBUTIONS, WHETHER ON A WINDING UP OR OTHERWISE. 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>25000</b>
		<i>Total aggregate nominal value:</i>	<b>25000</b>
		<i>Total aggregate unpaid:</i>	<b>0</b>



## *Initial Shareholdings*

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*Name:* **KATHERINE YARBO**

*Address* **4 ABBEY ROAD  
SHERINGHAM  
UNITED KINGDOM  
NR26 8HH**

*Class of Shares:* **ORDINARY**

*Number of shares:* **12750**

*Currency:* **GBP**

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

*Amount unpaid:* **0**

*Amount paid:* **1**

*Name:* **IAN CLAYBOURN**

*Address* **1 NEWTON CLOSE  
TROWSE  
NORWICH  
UNITED KINGDOM  
NR14 8TX**

*Class of Shares:* **ORDINARY**

*Number of shares:* **3750**

*Currency:* **GBP**

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

*Amount unpaid:* **0**

*Amount paid:* **1**

*Name:* **JAMES FISCHER II**

*Address* **8 STOCKERS BROW  
STOCKERS HILL ROAD  
RODMERSHAM  
SITTINGBOURNE  
UNITED KINGDOM  
ME9 0PJ**

*Class of Shares:* **ORDINARY**

*Number of shares:* **1750**

*Currency:* **GBP**

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

*Amount unpaid:* **0**

*Amount paid:* **1**

*Name:* **MARIA MARQUES - NEVES**

*Address* **38 PRIORY STREET  
GORLESTON  
GREAT YARMOUTH  
UNITED KINGDOM  
NR31 6NG**

*Class of Shares:* **ORDINARY**

*Number of shares:* **1750**

*Currency:* **GBP**

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

*Amount unpaid:* **0**

*Amount paid:* **1**

<i>Name:</i>	<b>JAMES REED</b>	<i>Class of Shares:</i>	<b>ORDINARY</b>
<i>Address</i>	<b>55 BRAEBURN ROAD GREAT HORKESELEY COLCHESTER UNITED KINGDOM CO6 4FH</b>	<i>Number of shares:</i>	<b>1750</b>
		<i>Currency:</i>	<b>GBP</b>
		<i>Nominal value of each share:</i>	<b>1</b>
		<i>Amount unpaid:</i>	<b>0</b>
		<i>Amount paid:</i>	<b>1</b>

<i>Name:</i>	<b>TONY CHANCELLOR</b>	<i>Class of Shares:</i>	<b>ORDINARY</b>
<i>Address</i>	<b>RIVERMEAD RINGLAND LANE COSTESSEY NORWICH UNITED KINGDOM NR8 5BG</b>	<i>Number of shares:</i>	<b>1250</b>
		<i>Currency:</i>	<b>GBP</b>
		<i>Nominal value of each share:</i>	<b>1</b>
		<i>Amount unpaid:</i>	<b>0</b>
		<i>Amount paid:</i>	<b>1</b>

<i>Name:</i>	<b>MARK GARNER</b>	<i>Class of Shares:</i>	<b>ORDINARY</b>
<i>Address</i>	<b>GARDEN HOUSE 1A CHRISTCHURCH ROAD NORWICH UNITED KINGDOM NR2 2AD</b>	<i>Number of shares:</i>	<b>1250</b>
		<i>Currency:</i>	<b>GBP</b>
		<i>Nominal value of each share:</i>	<b>1</b>
		<i>Amount unpaid:</i>	<b>0</b>
		<i>Amount paid:</i>	<b>1</b>

<i>Name:</i>	<b>BRIAN TEATHER</b>	<i>Class of Shares:</i>	<b>ORDINARY</b>
<i>Address</i>	<b>8 CROMER ROAD SHERINGHAM UNITED KINGDOM NR26 8RR</b>	<i>Number of shares:</i>	<b>750</b>
		<i>Currency:</i>	<b>GBP</b>
		<i>Nominal value of each share:</i>	<b>1</b>
		<i>Amount unpaid:</i>	<b>0</b>
		<i>Amount paid:</i>	<b>1</b>

## ***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:* **MS KATHERINE YARBO**

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

*Date of Birth:* **\*\*/07/1968** *Nationality:* **BRITISH**

*Service address recorded as Company's registered office*

*The subscribers confirm that each person named as an individual PSC in this application knows that their particulars are being supplied as part of this application.*

<i>Nature of control</i>	The person holds, directly or indirectly, more than 50 % but less than 75% of the shares in the company.
<i>Nature of control</i>	The person holds, directly or indirectly, more than 50 % but less than 75% 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:* **ASHTONS LEGAL**

*Agent's Address:* **4 TRAFALGAR HOUSE MERIDIAN WAY, MERIDIAN BUSINESS  
PARK  
NORWICH  
UNITED KINGDOM  
NR7 0TA**

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## ***Authorisation***

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

*Agent's Name:* **ASHTONS LEGAL**

*Agent's Address:* **4 TRAFALGAR HOUSE MERIDIAN WAY, MERIDIAN BUSINESS  
PARK  
NORWICH  
UNITED KINGDOM  
NR7 0TA**

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# COMPANY HAVING A SHARE CAPITAL

## Memorandum of association of SUTURA 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.

Name of each subscriber	Authentication
KATHERINE YARBO	Authenticated Electronically
IAN CLAYBOURN	Authenticated Electronically
JAMES FISCHER II	Authenticated Electronically
MARIA MARQUES - NEVES	Authenticated Electronically
JAMES REED	Authenticated Electronically
TONY CHANCELLOR	Authenticated Electronically
MARK GARNER	Authenticated Electronically
BRIAN TEATHER	Authenticated Electronically

Dated: 31/08/2017