

FILE COPY



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

Company Number **11565664**

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

**BARWOOD CAPITAL (RIPDM1) 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 **12th September 2018**



\* N11565664L \*



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: **12/09/2018**

X7ECBC7S

*Company Name in full:* **BARWOOD CAPITAL (RIPDM1) LIMITED**

*Company Type:* **Private company limited by shares**

*Situation of Registered Office:* **England and Wales**

*Proposed Registered Office Address:* **4 WATERSIDE WAY, THE LAKES  
BEDFORD ROAD  
NORTHAMPTON  
UNITED KINGDOM NN4 7XD**

*Sic Codes:* **66300**

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

**Private (Ltd by Shares)**

## ***Proposed Officers***

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### ***Company Secretary 1***

**Type:** Corporate

**Name:** EMW SECRETARIES LIMITED

**Principal / Business Address:** SEEBECK HOUSE 1 SEEBECK PLACE  
KNOWLHILL  
MILTON KEYNES  
BUCKINGHAMSHIRE  
UNITED KINGDOM MK5 8FR

### ***European Economic Area (EEA) Company***

**Register Location:** UNITED KINGDOM

**Registration Number:** 03512570

***The subscribers confirm that the corporate body named has consented to act as a secretary.***

***Company Director***      ***1***

**Type:** Person

**Full Forename(s):** MRS JOANNA AVRIL

**Surname:** GREENSLADE

**Former Names:** **HARFORD**

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

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

*Date of Birth:* **\*\*/06/1971** *Nationality:* **BRITISH**

**Occupation:** FINANCE  
DIRECTOR

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

***Company Director***      **2**

Type:	Person		
Full Forename(s):	HUGH MAXWELL		
Surname:	ELRINGTON		
Service Address:	4 WATERSIDE WAY, THE LAKES BEDFORD ROAD NORTHAMPTON UNITED KINGDOM NN4 7XD		
Country/State Usually Resident:	UNITED KINGDOM		
Date of Birth:	**/05/1967	Nationality:	BRITISH
Occupation:	REAL ESTATE INVESTMENT		

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

***Company Director*** 3

Type:	Person		
Full Forename(s):	ALAN JAMES		
Surname:	RUDGE		
Service Address:	recorded as Company's registered office		
Country/State Usually Resident:	UNITED KINGDOM		
Date of Birth:	**/10/1947	Nationality:	BRITISH
Occupation:	COMPANY DIRECTOR		

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

***Company Director***      **4**

Type:	Person		
Full Forename(s):	EDWARD GUY		
Surname:	HENSON		
Service Address:	recorded as Company's registered office		
Country/State Usually Resident:	UNITED KINGDOM		
Date of Birth:	**/03/1978	Nationality:	BRITISH
Occupation:	INVESTMENT DIRECTOR		

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

*Company Director* 5

Type:	Person		
Full Forename(s):	STEPHEN JOHN		
Surname:	CHAMBERS		
Service Address:	recorded as Company's registered office		
Country/State Usually Resident:	UNITED KINGDOM		
Date of Birth:	**/09/1951	Nationality:	BRITISH
Occupation:	COMPANY DIRECTOR		

*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>1</b>
<i>Currency:</i>	<b>GBP</b>	<i>Aggregate nominal value:</i>	<b>1</b>
<i>Prescribed particulars</i>			

**THE SHARES HAVE ATTACHED TO THEM FULL VOTING, DIVIDEND AND CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) RIGHTS; THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.**

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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>1</b>
		<i>Total aggregate nominal value:</i>	<b>1</b>
		<i>Total aggregate unpaid:</i>	<b>0</b>

## ***Initial Shareholdings***

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<i>Name:</i>	<b>BARWOOD CAPITAL LIMITED</b>	<i>Class of Shares:</i>	<b>ORDINARY</b>
<i>Address</i>	<b>4 WATERSIDE WAY, THE LAKES BEDFORD ROAD NORTHAMPTON UNITED KINGDOM NN4 7XD</b>	<i>Number of shares:</i>	<b>1</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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## ***Relevant Legal Entity (RLE) details***

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***Company Name:*** BARWOOD CAPITAL LIMITED

***Service Address:*** 4 WATERSIDE WAY, THE LAKES  
BEDFORD ROAD  
NORTHAMPTON  
UNITED KINGDOM  
NN4 7XD

***Legal Form:*** LIMITED BY SHARES

***Governing Law:*** UNITED KINGDOM (ENGLAND AND WALES)

***Register Location:*** COMPANIES HOUSE

***Country/State:*** ENGLAND AND WALES

***Registration Number:*** 06884336

<i>Nature of control</i>	<b>The relevant legal entity holds, directly or indirectly, 75% or more of the shares in the company.</b>
<i>Nature of control</i>	<b>The relevant legal entity holds, directly or indirectly, 75% or more of the voting rights in the company.</b>
<i>Nature of control</i>	<b>The relevant legal entity has the right, directly or indirectly, to appoint or remove a majority of the board of directors of the company.</b>

## ***Statement of Compliance***

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

*Name:* **BARWOOD CAPITAL LIMITED**  
*Authenticated* **YES**

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## ***Authorisation***

*Authoriser Designation:* **subscriber** *Authenticated* **YES**

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**COMPANY HAVING A SHARE CAPITAL**

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**MEMORANDUM OF ASSOCIATION OF**

**Barwood Capital (RIPDM1) 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 each.

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Name of each subscriber

Authentication by each subscriber

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Barwood Capital Limited

Dated: 11 September 2018