

FILE COPY



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company Number **11989125**

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

AMPCO 139 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 **10th May 2019**



* N11989125N *



Companies House



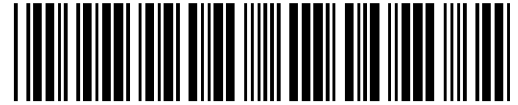
THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

IN01_(ef)

Application to register a company



Received for filing in Electronic Format on the: 09/05/2019

X853GH23

Company Name in full: **AMPCO 139 LIMITED**

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

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

Proposed Registered Office Address: **7 THE ROPEWALK
NOTTINGHAM
UNITED KINGDOM NG1 5DU**

Sic Codes: **86900**

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Proposed Officers

Company Director ***1***

Type: **Person**

Full Forename(s): **MR FREDERICK JAMES**

Surname: **REID**

Former Names:

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

Country/State Usually **UNITED KINGDOM**

Resident:

Date of Birth: ****/11/1988** ***Nationality:*** **BRITISH**

Occupation: **DIRECTOR**

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

Company Director 2

Type: **Person**

Full Forename(s): **MR GEORGE DAVIES**

Surname: **THOMAS**

Former Names:

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

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

Date of Birth: ****/11/1982** *Nationality:* **BRITISH**

Occupation: **DIRECTOR**

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

Statement of Capital (Share Capital)

<i>Class of Shares:</i>	ORDINARY	<i>Number allotted</i>	100
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	100
<i>Prescribed particulars</i>			

**EACH SHARE HAS FULL RIGHTS IN THE COMPANY WITH RESPECT TO VOTING,
DIVIDENDS AND DISTRIBUTIONS.**

Statement of Capital (Totals)

<i>Currency:</i>	GBP	<i>Total number of shares:</i>	100
		<i>Total aggregate nominal value:</i>	100
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **VERTICAL PHARMA
RESOURCES LIMITED**

Class of Shares: **ORDINARY**

Address **41 CENTRAL AVENUE
WEST MOLESEY
SURREY
ENGLAND
KT8 2QZ**

Number of shares: **50**

Currency: **GBP**

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

Amount unpaid: **0**

Amount paid: **1**

Name: **TCOC LTD**

Class of Shares: **ORDINARY**

Address **C/O HAINES WATTS, 10
STADIUM BUSINESS COURT
MILLENNIUM WAY
PRIDE PARK
DERBY
ENGLAND
DE24 8HP**

Number of shares: **50**

Currency: **GBP**

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

Amount unpaid: **0**

Amount paid: **1**

Persons with Significant Control (PSC)

Statement of initial significant control

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

Relevant Legal Entity (RLE) details

Company Name: TCOC LTD

Service Address: C/O HAINES WATTS, 10 STADIUM BUSINESS COURT
MILLENNIUM WAY
PRIDE PARK
DERBY
ENGLAND
DE24 8HP

Legal Form: LIMITED COMPANY

Governing Law: COMPANIES ACT 2006

<i>Nature of control</i>	The relevant legal entity holds, directly or indirectly, more than 25% but not more than 50 % of the shares in the company.
<i>Nature of control</i>	The relevant legal entity holds, directly or indirectly, more than 25% but not more than 50% of the voting rights in the company.

Relevant Legal Entity (RLE) details

Company Name: VERTICAL PHARMA RESOURCES LIMITED

Service Address: 41 CENTRAL AVENUE
WEST MOLESEY
SURREY
ENGLAND
KT8 2QZ

Legal Form: LIMITED COMPANY

Governing Law: COMPANIES ACT 2006

<i>Nature of control</i>	The relevant legal entity holds, directly or indirectly, more than 25% but not more than 50 % of the shares in the company.
<i>Nature of control</i>	The relevant legal entity holds, directly or indirectly, more than 25% but not more than 50% of the voting rights in the company.

Statement of Compliance

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: **AUSTIN MOORE & PARTNERS**

Agent's Address: **7 THE ROPEWALK
NOTTINGHAM
UNITED KINGDOM
NG1 5DU**

Authorisation

Authoriser Designation: **agent**

Authenticated **YES**

Agent's Name: **AUSTIN MOORE & PARTNERS**

Agent's Address: **7 THE ROPEWALK
NOTTINGHAM
UNITED KINGDOM
NG1 5DU**

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of AMPCO 139 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
Vertical Pharma Resources Limited	Authenticated Electronically
TCOC Ltd	Authenticated Electronically

Dated: 09/05/2019