

# FILE COPY



## CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company Number **12324765**

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

**DBW INVESTMENTS (MIMS) 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 **20th November 2019**



\* N12324765H \*



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: 19/11/2019*

*X8IJSVIQ*

*Company Name in full:* **DBW INVESTMENTS (MIMS) LIMITED**

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

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

*Proposed Registered Office Address:* **UNIT J YALE BUSINESS VILLAGE  
ELLICE WAY  
WREXHAM  
UNITED KINGDOM LL13 7YL**

*Sic Codes:* **64303**

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

**Private (Ltd by Shares)**

## ***Proposed Officers***

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### ***Company Secretary    1***

***Type:***                                **Person**

***Full Forename(s):***                **MRS JUDI MAY**

***Surname:***                         **OATES**

***Former Names:***

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

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

***Company Director*** *1*

**Type:** Person

**Full Forename(s):** MR ROBERT WILLIAM

**Surname:** HUNTER

***Former Names:***

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

**Country/State Usually Resident:** **WALES**

*Date of Birth:* **\*\*/08/1965** *Nationality:* **BRITISH**

**Occupation:** DIRECTOR OF STRATEGY

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

## *Company Director*      2

*Type:*                                      **Person**

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

*Surname:*                                **MAGUINNESS**

*Former Names:*

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

*Country/State Usually  
Resident:*                                **WALES**

*Date of Birth:*    **\*\*/03/1968**                                      *Nationality:*    **BRITISH**

*Occupation:*    **DIRECTOR  
RISK,  
COMPLIANCE &  
LEGAL**

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



## *Company Director*      5

*Type:*                                      **Person**

*Full Forename(s):*                      **MR GILES ALEXANDER**

*Surname:*                                **THORLEY**

*Former Names:*

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

*Country/State Usually  
Resident:*                                **ENGLAND**

*Date of Birth:*    **\*\*/06/1967**                                      *Nationality:*    **BRITISH**

*Occupation:*    **CEO**

*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> |                 |                                 |          |

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

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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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*Name:* **DBW HOLDINGS LIMITED**

*Address* **UNIT J YALE BUSINESS  
VILLAGE  
ELLICE WAY  
WREXHAM  
UNITED KINGDOM  
LL13 7YL**

*Class of Shares:* **ORDINARY**

*Number of shares:* **1**

*Currency:* **GBP**

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

*Amount unpaid:* **0**

*Amount paid:* **1**

## ***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:*** DEVELOPMENT BANK OF WALES PLC

***Service Address:*** PO Box LL13 7YL  
UNIT J YALE BUSINESS VILLAGE  
ELLICE WAY  
WREXHAM  
UNITED KINGDOM  
LL13 7YL

***Legal Form:*** PUBLIC LIMITED COMPANY

***Governing Law:*** COMPANIES ACT

***Register Location:*** ENGLAND AND WALES

***Country/State:*** ENGLAND & WALES

***Registration Number:*** 4055414

***Nature of control***

**The relevant legal entity has the right to exercise, or actually exercises, significant influence or control over the company.**

## ***Relevant Legal Entity (RLE) details***

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***Company Name:*** DBW HOLDINGS LIMITED

***Service Address:*** PO Box LL13 7YL  
YALE BUSINESS VILLAGE YALE BUSINESS VILLAGE  
ELlice WAY  
WREXHAM  
UNITED KINGDOM  
LL13 7YL

***Legal Form:*** LIMITED COMPANY

***Governing Law:*** COMPANIES ACT

***Register Location:*** ENGLAND AND WALES

***Country/State:*** ENGLAND & WALES

***Registration Number:*** 10965662

***Nature of control***

**The relevant legal entity holds, directly or indirectly, 75% or more of the shares 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.*

*Name:* **DBW HOLDINGS LIMITED**  
*Authenticated* **YES**

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## ***Authorisation***

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

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# COMPANY HAVING A SHARE CAPITAL

## Memorandum of association of DBW INVESTMENTS (MIMS) 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               |
|-------------------------|------------------------------|
| DBW Holdings Limited    | Authenticated Electronically |

Dated: 19/11/2019