

FILE COPY



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company Number **12398594**

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

HAMILTON ROSE SOLUTIONS LTD

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 **13th January 2020**



* N12398594S *



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: 11/01/2020

X8WFTRL5

Company Name in full: **HAMILTON ROSE SOLUTIONS LTD**

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

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

Proposed Registered Office Address: **5 SOUTHAMPTON PLACE
LONDON
ENGLAND WC1A 2DA**

Sic Codes: **69203**

I wish to entirely adopt the following model articles: **Private (Ltd by Shares)**

Proposed Officers

Company Director ***1***

Type: **Person**

Full Forename(s): **MR JOHN HAMILTON**

Surname: **BRASSEY**

Former Names:

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

Country/State Usually **ENGLAND**

Resident:

Date of Birth: ****/08/1980** ***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): MRS ROSALIND FIONA SUZAN

Surname: **BURNS**

Former Names: ROSALIND ARIF

Service Address: recorded as Company's registered office

Country/State Usually Resident: **ENGLAND**

Date of Birth: ****/10/1989** *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>	800
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	8
<i>Prescribed particulars</i>			

EACH SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. EACH SHARE IS EQUALLY ENTITLED TO A DISTRIBUTION OF DIVIDENDS. EACH SHARE IS EQUALLY ENTITLED TO A DISTRIBUTION OF CAPITAL.

<i>Class of Shares:</i>	ORDINARY	<i>Number allotted</i>	200
	A	<i>Aggregate nominal value:</i>	2
<i>Currency:</i>	GBP		
<i>Prescribed particulars</i>			

EACH SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. 20% OF THE GROSS TURNOVER IN PREFERENCE TO DISTRIBUTION TO OTHER SHAREHOLDERS.. EACH SHARE IS EQUALLY ENTITLED TO A DISTRIBUTION OF CAPITAL.

Statement of Capital (Totals)

<i>Currency:</i>	GBP	<i>Total number of shares:</i>	800
		<i>Total aggregate nominal value:</i>	8
		<i>Total aggregate unpaid:</i>	0
<i>Currency:</i>	GBP	<i>Total number of shares:</i>	200
		<i>Total aggregate nominal value:</i>	2
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: HAMILTON ROSE GROUP LTD

Address 5 SOUTHAMPTON PLACE
LONDON
ENGLAND
WC1A 2DA

Class of Shares: ORDINARY

Number of shares: 800
Currency: GBP
Nominal value of each share: 0.01
Amount unpaid: 0
Amount paid: 0.01

Name: HAMILTON ROSE UK TRUSTEE SERVICES LTD

Address 5 SOUTHAMPTON PLACE
LONDON
ENGLAND
WC1A 2DA

Class of Shares: ORDINARY A

Number of shares: 200
Currency: GBP
Nominal value of each share: 0.01
Amount unpaid: 0
Amount paid: 0.01

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: HAMILTON ROSE GROUP LTD

Service Address: 5 SOUTHAMPTON PLACE
LONDON
ENGLAND
WC1A 2DA

Legal Form: PRIVATE COMPANY LIMITED BY SHARES

Governing Law: COMPANIES ACT 2006

Register Location: UK REGISTER OF COMPANIES

Country/State: UNITED KINGDOM

Registration Number: 11467533

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

Statement of Compliance

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

Name: **HAMILTON ROSE GROUP LTD**

Authenticated **YES**

Name: **HAMILTON ROSE UK TRUSTEE SERVICES LTD**

Authenticated **YES**

Authorisation

Authoriser Designation: **subscriber**

Authenticated **YES**

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of HAMILTON ROSE SOLUTIONS LTD

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
Hamilton Rose Group Ltd	Authenticated Electronically
Hamilton Rose UK Trustee Services Ltd	Authenticated Electronically

Dated: 11/01/2020