

# FILE COPY



## CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company Number **12791293**

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

**CLS PRIORY PLACE 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 **4th August 2020**



\* N12791293L \*



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: **03/08/2020**

**X9ANDG8H**

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<i>Company Name in full:</i>	<b>CLS PRIORY PLACE LIMITED</b>
<i>Company Type:</i>	<b>Private company limited by shares</b>
<i>Situation of Registered Office:</i>	<b>England and Wales</b>
<i>Proposed Registered Office Address:</i>	<b>16 TINWORTH STREET LONDON UNITED KINGDOM SE11 5AL</b>
<i>Sic Codes:</i>	<b>68209</b>

*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):***        **MR DAVID FRANCIS**

***Surname:***                **FULLER**

***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 FREDRIK JONAS
Surname:	WIDLUND
Former Names:	
Service Address:	recorded as Company's registered office
Country/State Usually Resident:	UNITED KINGDOM

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

*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 ANDREW MICHAEL DAVID
Surname:	KIRKMAN
Former Names:	
Service Address:	recorded as Company's registered office
Country/State Usually Resident:	UNITED KINGDOM

*Date of Birth:* **\*\*/07/1972** *Nationality:* **BRITISH**

*Occupation:* **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>			

**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:* **CLS HOLDINGS PLC**

*Address* **16 TINWORTH STREET  
LONDON  
ENGLAND  
SE11 5AL**

*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:*** CLS HOLDINGS PLC

***Service Address:*** PO Box SE11 5AL  
16 TINWORTH STREET  
LONDON  
UNITED KINGDOM  
SE11 5AL

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

***Governing Law:*** COMPANIES ACT 2006

***Register Location:*** COMPANIES HOUSE

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

***Registration Number:*** 02714781

<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 has the right to exercise, or actually exercises, significant influence or control over the activities of a trust, and the trustees of that trust (in their capacity as such) have the right to appoint or remove, directly or indirectly, a majority of the board of directors of 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>

## ***Statement of Compliance***

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

*Name:* **CLS HOLDINGS PLC**  
*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 CLS PRIORY PLACE 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
CLS HOLDINGS PLC	Authenticated Electronically

Dated: 03/08/2020