

# FILE COPY



## CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company Number **12807347**

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

**THE ROCK GROUP (ESTATES) 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 **12th August 2020**



\* N12807347J \*



Companies House



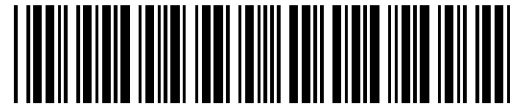
THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



Companies House

**IN01**<sub>(ef)</sub>

**Application to register a company**



Received for filing in Electronic Format on the: **11/08/2020**

**X9B8G429**

*Company Name in full:*

**THE ROCK GROUP (ESTATES) LTD**

*Company Type:*

**Private company limited by shares**

*Situation of Registered Office:*

**England and Wales**

*Proposed Registered Office Address:*

**UNIT 10 ACORN FARM BUSINESS CENTRE CUBLINGTON  
ROAD, WING  
LEIGHTON BUZZARD  
BEDS  
UNITED KINGDOM LU7 0LB**

*Sic Codes:*

**68100**

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

**Private (Ltd by Shares)**

## ***Proposed Officers***

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### ***Company Director      1***

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

***Full Forename(s):***        **MRS CLARE KATHRYN**

***Surname:***                **ROCK**

***Service Address:***        **39A BRUNSWICK SQUARE  
HOVE  
EAST SUSSEX  
UNITED KINGDOM BN3 1EE**

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

***Date of Birth:***    **\*\*/04/1970**                      ***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<br/>SHARES<br/>A</b> | <i>Number allotted</i>          | <b>50</b> |
|                               |                                  | <i>Aggregate nominal value:</i> | <b>50</b> |
| <i>Currency:</i>              | <b>GBP</b>                       |                                 |           |
| <i>Prescribed particulars</i> |                                  |                                 |           |

**EACH SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. EACH SHARE RANKS EQUALLY FOR DIVIDEND PAYMENTS OR ANY OTHER DISTRIBUTION VOTED ON THE A SHARES, BUT NOT FOR THOSE VOTED ON THE ORDINARY SHARES OR OTHER CLASS OF SHARES EACH SHARE IS ENTITLED NON AEQUE TO PARTICIPATE IN A DISTRIBUTION ARISING FROM A WINDING UP OF THE COMPANY**

|                               |                                  |                                 |           |
|-------------------------------|----------------------------------|---------------------------------|-----------|
| <i>Class of Shares:</i>       | <b>ORDINARY<br/>SHARES<br/>B</b> | <i>Number allotted</i>          | <b>50</b> |
|                               |                                  | <i>Aggregate nominal value:</i> | <b>50</b> |
| <i>Currency:</i>              | <b>GBP</b>                       |                                 |           |
| <i>Prescribed particulars</i> |                                  |                                 |           |

**EACH SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. EACH SHARE RANKS EQUALLY FOR DIVIDEND PAYMENTS OR ANY OTHER DISTRIBUTION VOTED ON THE B SHARES, BUT NOT FOR THOSE VOTED ON THE ORDINARY SHARES OR OTHER CLASS OF SHARES EACH SHARE IS ENTITLED NON AEQUE TO PARTICIPATE IN A DISTRIBUTION ARISING FROM A WINDING UP OF THE COMPANY**

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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>100</b> |
|                  |            | <i>Total aggregate nominal value:</i> | <b>100</b> |
|                  |            | <i>Total aggregate unpaid:</i>        | <b>0</b>   |

## ***Initial Shareholdings***

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*Name:* **CLARE ROCK**

*Address* **39A BRUNSWICK SQUARE  
HOVE  
EAST SUSSEX  
UNITED KINGDOM  
BN3 1EE**

*Class of Shares:* **ORDINARY SHARES A**

*Number of shares:* **50**

*Currency:* **GBP**

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

*Amount unpaid:* **0**

*Amount paid:* **1**

*Name:* **WILLIAM ROCK**

*Address* **39A BRUNSWICK SQUARE  
HOVE  
EAST SUSSEX  
UNITED KINGDOM  
BN3 1EE**

*Class of Shares:* **ORDINARY SHARES B**

*Number of shares:* **50**

*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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## ***Individual Person with Significant Control details***

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***Names:*** MRS CLARE KATHRYN ROCK

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

***Date of Birth:*** \*\*/04/1970 ***Nationality:*** BRITISH

***Service Address:*** 39A BRUNSWICK SQUARE  
HOVE  
EAST SUSSEX  
UNITED KINGDOM  
BN3 1EE

*The subscribers confirm that each person named as an individual PSC in this application knows that their particulars are being supplied as part of this application.*

|                          |  |
|--------------------------|--|
| <i>Nature of control</i> | <b>The person holds, directly or indirectly, more than 25% but not more than 50 % of the shares in the company.</b>                |
| <i>Nature of control</i> | <b>The person holds, directly or indirectly, more than 25% but not more than 50 % of the voting rights in the company.</b>         |
| <i>Nature of control</i> | <b>The person has the right, directly or indirectly, to appoint or remove a majority of the board of directors of the company.</b> |



## ***Individual Person with Significant Control details***

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***Names:*** MR WILLIAM JAMES ROCK

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

***Date of Birth:*** \*\*/02/1966 ***Nationality:*** BRITISH

***Service Address:*** 39A BRUNSWICK SQUARE  
HOVE  
EAST SUSSEX  
UNITED KINGDOM  
BN3 1EE

*The subscribers confirm that each person named as an individual PSC in this application knows that their particulars are being supplied as part of this application.*

|                          |  |
|--------------------------|--|
| <i>Nature of control</i> | <b>The person holds, directly or indirectly, more than 25% but not more than 50 % of the shares in the company.</b>                |
| <i>Nature of control</i> | <b>The person holds, directly or indirectly, more than 25% but not more than 50 % of the voting rights in the company.</b>         |
| <i>Nature of control</i> | <b>The person 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.*

*memorandum delivered by an agent for the subscriber(s):*      **YES**

*Agent's Name:*                      **IAIN LIVINGSTONE**

*Agent's Address:*                      **UNIT 10, ACORN BUSINESS CENTRE CUBLINGTON ROAD, WING  
LEIGHTON BUZZARD  
BEDFORDSHIRE  
UNITED KINGDOM  
LU7 0LB**

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## ***Authorisation***

*Authoriser Designation:*    **agent**

*Authenticated*    **YES**

*Agent's Name:*                      **IAIN LIVINGSTONE**

*Agent's Address:*                      **UNIT 10, ACORN BUSINESS CENTRE CUBLINGTON ROAD, WING  
LEIGHTON BUZZARD  
BEDFORDSHIRE  
UNITED KINGDOM  
LU7 0LB**

# COMPANY HAVING A SHARE CAPITAL

## Memorandum of association of The Rock Group (Estates) 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 to take at least one share.

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*Name of each subscriber*

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Clare Rock

William Rock

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Dated 11/08/2020