

FILE COPY



**CERTIFICATE OF INCORPORATION
OF A
PRIVATE LIMITED COMPANY**

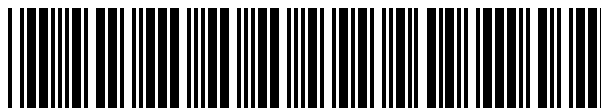
Company Number **13338147**

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

OSTEOLABS UK 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 **15th April 2021**



N13338147H



Companies House



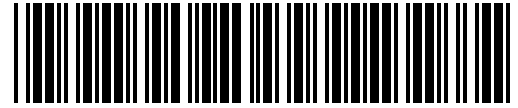
**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**



Companies House

IN01_(ef)

Application to register a company



Received for filing in Electronic Format on the: **14/04/2021**

XA2F8XPM

Company Name in full:

OSTEOLABS UK LIMITED

Company Type:

Private company limited by shares

Situation of Registered Office:

England and Wales

Proposed Registered Office Address:

**COGS ACCOUNTANCY SERVICES, 89 DEDWORTH ROAD
WINDSOR
ENGLAND SL4 5BB**

Sic Codes:

46460

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Company Director *1*

Company Director 2

Type: **Person**
Full Forename(s): **DR STEFAN CARSTEN EWALD**
Surname: **KLOTH**
Service Address: **COGS ACCOUNTANCY SERVICES, 89 DEDWORTH ROAD
WINDSOR
UNITED KINGDOM SL4 5BB**
Country/State Usually Resident: **GERMANY**

Date of Birth: ****/03/1969** Nationality: **GERMAN**
Occupation: **DIRECTOR**

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

Company Director 3

Type: **Person**
Full Forename(s): **MR LUCAS JAN AUGUST**
Surname: **MURMANN**
Service Address: **COGS ACCOUNTANCY SERVICES, 89 DEDWORTH ROAD
WINDSOR
UNITED KINGDOM SL4 5BB**
Country/State Usually Resident: **GERMANY**

Date of Birth: ****/02/1990** Nationality: **GERMAN**
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>	1000
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	1000
<i>Prescribed particulars</i>			

ORDINARY SHARES HAVE 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>	1000
		<i>Total aggregate nominal value:</i>	1000
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **CHRISTOPHER ROBIN
BRAIN**

Class of Shares: **ORDINARY**

Address **COGS ACCOUNTANCY
SERVICES, 89 DEDWORTH
ROAD
WINDSOR
UNITED KINGDOM
SL4 5BB**

Number of shares: **100**
Currency: **GBP**
*Nominal value of each
share:* **1**
Amount unpaid: **0**
Amount paid: **1**

Name: **OSTEOLABS GMBH**

Class of Shares: **ORDINARY**

Address **1-3 WISCHHOFSTRABE
GEBAUDE 1
KIEL
GERMANY
GERMANY
24148**

Number of shares: **900**
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

Individual Person with Significant Control details

Names: **MR CHRISTOPHER ROBIN BRAIN**

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

Date of Birth: ****/09/1980** *Nationality:* **BRITISH**

Service Address: **COGS ACCOUNTANCY SERVICES, 89 DEDWORTH ROAD
WINDSOR
UNITED KINGDOM
SL4 5BB**

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.

Nature of control

The person holds, directly or indirectly, more than 25% but not more than 50% of the shares in the company.

Relevant Legal Entity (RLE) details

Company Name: **OSTEOLABS GMBH**

Service Address: **1-3 WISCHHOFSTRABE
GEBAUDE 1
KIEL
GERMANY
GERMANY
24148**

Legal Form: **GMBH**

Governing Law: **GERMAN LAW**

Register Location: **HANDELSREGISTEREINTRAGUNG**

Country/State: **GERMANY**

Registration Number: **HRB 19474 KI**

<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 holds, directly or indirectly, 75% or more of the voting rights 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.

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

Agent's Name: **COMPANIES MADE SIMPLE A DIVISION OF MADE SIMPLE GROUP LTD**

Agent's Address: **20-22 WENLOCK ROAD
LONDON
ENGLAND
N1 7GU**

Authorisation

Authoriser Designation: **agent** *Authenticated* **YES**

Agent's Name: **COMPANIES MADE SIMPLE A DIVISION OF MADE SIMPLE GROUP LTD**

Agent's Address: **20-22 WENLOCK ROAD
LONDON
ENGLAND
N1 7GU**

COMPANY HAVING A SHARE CAPITAL

Memorandum of Association of OSTEOLABS UK 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
CHRISTOPHER ROBIN BRAIN	Authenticated Electronically
OSTEOLABS GMBH	Authenticated Electronically

Dated: 14/04/2021