

**FILE COPY**



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

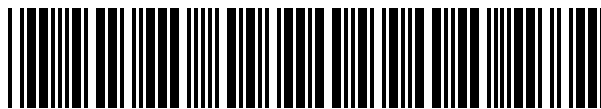
Company Number **13476863**

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

**HELICAL BICYCLE 2 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 **25th June 2021**



\*N13476863P\*



**Companies House**



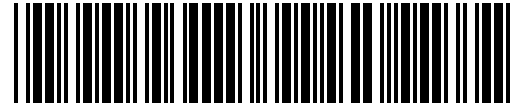
**THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES**



Companies House

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

**Application to register a company**



Received for filing in Electronic Format on the: **24/06/2021**

XA7CXNUP

*Company Name in full:*

**HELICAL BICYCLE 2 LIMITED**

*Company Type:*

**Private company limited by shares**

*Situation of Registered Office:*

**England and Wales**

*Proposed Registered Office Address:*

**5 HANOVER SQUARE  
LONDON  
ENGLAND W1S 1HQ**

*Sic Codes:*

**68209**

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

**Private (Ltd by Shares)**

## ***Proposed Officers***

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### ***Company Secretary 1***

Type: **Corporate**  
Name: **HELICAL REGISTRARS LIMITED**  
Principal / Business Address: **5 HANOVER SQUARE  
LONDON  
ENGLAND W1S 1HQ**

### ***UK Limited Company***

Registration Number: **04701446**

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

*Company Director*      *1*

*Type:* **Person**

*Full Forename(s):* **TIMOTHY JOHN**

*Surname:* **MURPHY**

*Former Names:*

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

Country/State Usually Resident: **ENGLAND**

*Date of Birth:*     **\*\*/12/1959**

*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):* **GERALD ANTHONY**

Surname: **KAYE**

*Former Names:*

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

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

*Date of Birth:*     **\*\*/03/1958**

*Nationality:* **BRITISH**

*Occupation:*       **DIRECTOR**

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

*Company Director* 3

Type:	Person
Full Forename(s):	ROBIN PAVLOS
Surname:	CLIFTON
Former Names:	PAVLOS CLIFTON
Service Address:	recorded as Company's registered office
Country/State Usually Resident:	UNITED KINGDOM

*Date of Birth:*    **\*\*/03/1972**                      *Nationality:*        **BRITISH**  
*Occupation:*     **DIRECTOR**

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

*Company Director* 4

Type:	Person
Full Forename(s):	MATTHEW CHARLES
Surname:	BONNING-SNOOK
Former Names:	
Service Address:	recorded as Company's registered office
Country/State Usually Resident:	ENGLAND

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

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

# *Company Director*      5

*Type:*                                      **Person**

*Full Forename(s):*                      **ROBERT CHRISTOPHER**

*Surname:*                                **SIMS**

*Former Names:*

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

*Country/State Usually*                **ENGLAND**

*Resident:*

*Date of Birth:*      **\*\*/06/1988**

*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>			

### **FULL RIGHTS REGARDING VOTING, PAYMENT OF 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:* **HELICAL PLC**

*Address* **5 HANOVER SQUARE  
LONDON  
ENGLAND  
W1S 1HQ**

*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:* **HELICAL PLC**

*Service Address:* **5 HANOVER SQUARE  
LONDON  
ENGLAND  
W1S 1HQ**

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

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

*Register Location:* **UK REGISTER OF COMPANIES**

*Country/State:* **UNITED KINGDOM**

*Registration Number:* **156663**

<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>
<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, 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.*

*Name:* **HELICAL 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 HELICAL BICYCLE 2 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.

<b>Name of each subscriber</b>	<b>Authentication</b>
HELICAL PLC	Authenticated Electronically

Dated: 24/06/2021