

FILE COPY



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

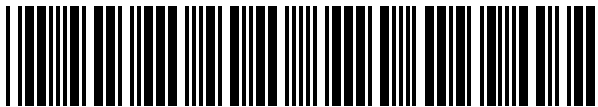
Company Number **13537508**

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

DEFACTOMED LEARNING SOLUTIONS 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 **29th July 2021**



N13537508J



Companies House



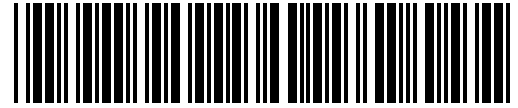
**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**



Companies House

IN01_(ef)

Application to register a company



Received for filing in Electronic Format on the: **28/07/2021**

XA9O6OZV

Company Name in full:

DEFACTOMED LEARNING SOLUTIONS LIMITED

Company Type:

Private company limited by shares

Situation of Registered Office:

England and Wales

Proposed Registered Office Address:

**SAVANAKE HOUSE CARDIGAN ROAD
MARLBOROUGH
ENGLAND SN8 1LB**

Sic Codes:

85600

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Proposed Officers

Company Director *1*

Type: **Person**

Full Forename(s): **DR EMMANUEL OLOCHE**

Surname: **AKO**

Former Names:

Service Address: **18 KNELLA GREEN
WELWYN GARDEN CITY
ENGLAND AL7 3NL**

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

Date of Birth: ****/08/1979** *Nationality:* **BRITISH**

Occupation: **CARDIOLOGIST**

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

Company Director 2

Type: **Person**

Full Forename(s): **DR TANIKA KAUR**

Surname: **KELAY**

Former Names:

Service Address: **2 DAIRY FARM BARNS LITTLE SAREDON
WOLVERHAMPTON
ENGLAND WV10 7LJ**

Country/State Usually Resident: **ENGLAND**

Date of Birth: ****/12/1976** Nationality: **BRITISH**

Occupation: **PSYCHOLOGIST**

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

Company Director 3

Type: **Person**

Full Forename(s): **MR DAVID GEORGE**

Surname: **KNIGHT**

Former Names:

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

Country/State Usually Resident: **ENGLAND**

Date of Birth: ****/12/1955** Nationality: **BRITISH**

Occupation: **COMPANY DIRECTOR**

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

Company Director 4

Type: **Person**

Full Forename(s): **MR TIMOTHY DUNCAN RICHARD**

Surname: **FIELD**

Former Names:

Service Address: **SWAN HOUSE SOUTH CHAILEY
LEWES
ENGLAND BN8 4AS**

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

Date of Birth: ****/09/1968** *Nationality:* **BRITISH**

Occupation: **COMPANY 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>	100
<i>Prescribed particulars</i>			

FULL RIGHTS REGARDING VOTING, PAYMENT OF DIVIDENDS AND DISTRIBUTIONS

Statement of Capital (Totals)

<i>Currency:</i>	GBP	<i>Total number of shares:</i>	1000
		<i>Total aggregate nominal value:</i>	100
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **EMMANUEL AKO**

Address **18 KNELLA GREEN
WELWYN GARDEN CITY
ENGLAND
AL7 3NL**

Class of Shares: **ORDINARY**

Number of shares: **245**

Currency: **GBP**

Nominal value of each share: **0.1**

Amount unpaid: **0**

Amount paid: **0.1**

Name: **TANIKA KELAY**

Address **2 DAIRY FARM BARNS
LITTLE SAREDON
WOLVERHAMPTON
ENGLAND
WV10 7LJ**

Class of Shares: **ORDINARY**

Number of shares: **245**

Currency: **GBP**

Nominal value of each share: **0.1**

Amount unpaid: **0**

Amount paid: **0.1**

Name: **DEFACTO LEARNING
SOLUTIONS LIMITED**

Address **SAVANAKE HOUSE
CARDIGAN ROAD
MARLBOROUGH
ENGLAND
SN8 1LB**

Class of Shares: **ORDINARY**

Number of shares: **510**

Currency: **GBP**

Nominal value of each share: **0.1**

Amount unpaid: **0**

Amount paid: **0.1**

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: **DR EMMANUEL OLOCHE AKO**

Country/State Usually Resident: **ENGLAND**

Date of Birth: ****/08/1979** *Nationality:* **BRITISH**

Service Address: **18 KNELLA GREEN
WELWYN GARDEN CITY
ENGLAND
AL7 3NL**

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 has the right, directly or indirectly, to appoint or remove a majority of the board of directors of the company.

Individual Person with Significant Control details

Names: **DR TANIKA KAUR KELAY**

Country/State Usually Resident: **ENGLAND**

Date of Birth: ****/12/1976** *Nationality:* **BRITISH**

Service Address: **2 DAIRY FARM BARNS LITTLE SAREDON
WOLVERHAMPTON
ENGLAND
WV10 7LJ**

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 has the right, directly or indirectly, to appoint or remove a majority of the board of directors of the company.

Relevant Legal Entity (RLE) details

Company Name: **DEFACTO LEARNING SOLUTIONS LIMITED**

Service Address: **SAVANAKE HOUSE CARDIGAN ROAD
MARLBOROUGH
ENGLAND
SN8 1LB**

Legal Form: **PRIVATE COMPANY LIMITED BY SHARES**

Governing Law: **COMPANIES ACT 2006**

Register Location: **UK REGISTER OF COMPANIES**

Country/State: **UNITED KINGDOM**

Registration Number: **10992777**

<i>Nature of control</i>	The relevant legal entity holds, directly or indirectly, more than 50% but less than 75% of the voting rights in the company.
<i>Nature of control</i>	The relevant legal entity holds, directly or indirectly, more than 50% but less than 75% 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: **EMMANUEL AKO**

Authenticated **YES**

Name: **TANIKA KELAY**

Authenticated **YES**

Name: **DEFACTO LEARNING SOLUTIONS LIMITED**

Authenticated **YES**

Authorisation

Authoriser Designation: **subscriber**

Authenticated **YES**

COMPANY HAVING A SHARE CAPITAL

Memorandum of Association of

DEFACTO MED LEARNING SOLUTIONS 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
EMMANUEL AKO	Authenticated Electronically
TANIKA KELAY	Authenticated Electronically
DEFACTO LEARNING SOLUTIONS LIMITED	Authenticated Electronically

Dated: 28/07/2021