

FILE COPY



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

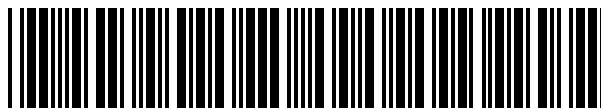
Company Number **14239291**

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

NCF1 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 **18th July 2022**



N14239291



Companies House



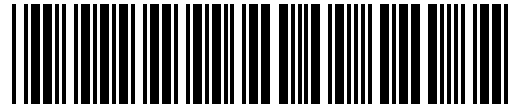
**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**



Companies House

IN01_(ef)

Application to register a company



Received for filing in Electronic Format on the: **15/07/2022**

XB8AWY4W

Company Name in full:

NCF1 LIMITED

Company Type:

Private company limited by shares

Situation of Registered Office:

England and Wales

Proposed Registered Office Address:

**109-123 CLIFTON STREET
LONDON
ENGLAND EC2A 4LD**

Sic Codes:

60200

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Company Director *1*

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

Company Director 2

Type: **Person**

Full Forename(s): **TORQUIL DUMUZI ROE**

Surname: **JONES**

Former Names:

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

Country/State Usually **ENGLAND**

Resident:

Date of Birth: ****/03/1984** *Nationality:* **BRITISH**

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>	3
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	3
<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>	3
		<i>Total aggregate nominal value:</i>	3
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

<i>Name:</i>	NOAH MEDIA GROUP LIMITED	<i>Class of Shares:</i>	ORDINARY
<i>Address</i>	109-123 CLIFTON STREET LONDON ENGLAND EC2A 4LD	<i>Number of shares:</i>	1
		<i>Currency:</i>	GBP
		<i>Nominal value of each share:</i>	1
		<i>Amount unpaid:</i>	0
		<i>Amount paid:</i>	1

<i>Name:</i>	MAWGAN FOX LIMITED	<i>Class of Shares:</i>	ORDINARY
<i>Address</i>	HILL HOUSE 1 LITTLE NEW STREET LONDON ENGLAND EC4A 3TR	<i>Number of shares:</i>	1
		<i>Currency:</i>	GBP
		<i>Nominal value of each share:</i>	1
		<i>Amount unpaid:</i>	0
		<i>Amount paid:</i>	1

<i>Name:</i>	CEDAR TREE HOLDINGS LIMITED	<i>Class of Shares:</i>	ORDINARY
<i>Address</i>	RED HOUSE GROVE ROAD BROCKDISH DISS ENGLAND IP21 4JP	<i>Number of shares:</i>	1
		<i>Currency:</i>	GBP
		<i>Nominal value of each share:</i>	1
		<i>Amount unpaid:</i>	0
		<i>Amount paid:</i>	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

Relevant Legal Entity (RLE) details

Company Name: **CEDAR TREE HOLDINGS LIMITED**

Service Address: **RED HOUSE GROVE ROAD
BROCKDISH
DISS
ENGLAND
IP21 4JP**

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

Governing Law: **COMPANIES ACT 2006**

Register Location: **UK REGISTER OF COMPANIES**

Country/State: **UNITED KINGDOM**

Registration Number: **10785755**

<i>Nature of control</i>	The relevant legal entity holds, directly or indirectly, more than 25% but not more than 50% of the voting rights in the company.
<i>Nature of control</i>	The relevant legal entity holds, directly or indirectly, more than 25% but not more than 50% 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.

Relevant Legal Entity (RLE) details

Company Name: **MAWGAN FOX LIMITED**

Service Address: **HILL HOUSE 1 LITTLE NEW STREET
LONDON
ENGLAND
EC4A 3TR**

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

Governing Law: **COMPANIES ACT 2006**

Register Location: **UK REGISTER OF COMPANIES**

Country/State: **UNITED KINGDOM**

Registration Number: **10726485**

<i>Nature of control</i>	The relevant legal entity holds, directly or indirectly, more than 25% but not more than 50% of the voting rights in the company.
<i>Nature of control</i>	The relevant legal entity holds, directly or indirectly, more than 25% but not more than 50% 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.

Relevant Legal Entity (RLE) details

Company Name: **NOAH MEDIA GROUP LIMITED**

Service Address: **109-123 CLIFTON STREET
LONDON
ENGLAND
EC2A 4LD**

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

Governing Law: **COMPANIES ACT 2006**

Register Location: **UK REGISTER OF COMPANIES**

Country/State: **UNITED KINGDOM**

Registration Number: **09462615**

<i>Nature of control</i>	The relevant legal entity holds, directly or indirectly, more than 25% but not more than 50% of the voting rights in the company.
<i>Nature of control</i>	The relevant legal entity holds, directly or indirectly, more than 25% but not more than 50% 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: **NOAH MEDIA GROUP LIMITED**

Authenticated **YES**

Name: **MAWGAN FOX LIMITED**

Authenticated **YES**

Name: **CEDAR TREE HOLDINGS LIMITED**

Authenticated **YES**

Authorisation

Authoriser Designation: **subscriber**

Authenticated **YES**

COMPANY HAVING A SHARE CAPITAL

Memorandum of Association of NCF1 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
NOAH MEDIA GROUP LIMITED	Authenticated Electronically
MAWGAN FOX LIMITED	Authenticated Electronically
CEDAR TREE HOLDINGS LIMITED	Authenticated Electronically

Dated: 15/07/2022