

FILE COPY



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

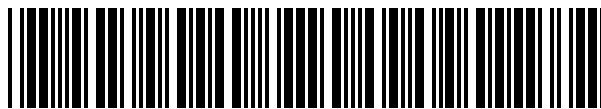
Company Number **14675924**

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

FITZROY VENTURES 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 **20th February 2023**



N14675924P



Companies House



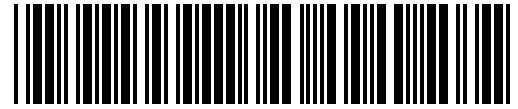
**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**



Companies House

IN01_(ef)

Application to register a company



Received for filing in Electronic Format on the: **18/02/2023**

XBXMLFDT

Company Name in full:

FITZROY VENTURES LTD

Company Type:

Private company limited by shares

Situation of Registered Office:

England and Wales

Proposed Registered Office Address:

**APARTMENT 23 THE COURTYARD 44 GLOUCESTER AVENUE
LONDON
UNITED KINGDOM NW1 8JD**

Sic Codes:

47910

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Company Director *1*

Company Director 2

Type: **Person**

Full Forename(s): **MS PAULA DANIELLE**

Surname: **VASS**

Former Names:

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

Country/State Usually **UNITED KINGDOM**

Resident:

Date of Birth: ****/12/1980** *Nationality:* **ENGLISH**

Occupation: **CHIEF EXECUTIVE**

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>	100
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	1
<i>Prescribed particulars</i>			

EACH SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. EACH SHARE IS EQUALLY ENTITLED TO A DISTRIBUTION OF DIVIDENDS. EACH SHARE IS EQUALLY ENTITLED TO A DISTRIBUTION OF CAPITAL.

<i>Class of Shares:</i>	ORDINARY	<i>Number allotted</i>	100
	A	<i>Aggregate nominal value:</i>	1
<i>Currency:</i>	GBP		
<i>Prescribed particulars</i>			

EACH SHARE IS EQUALLY ENTITLED TO A DISTRIBUTION OF CAPITAL.

Statement of Capital (Totals)

<i>Currency:</i>	GBP	<i>Total number of shares:</i>	100
		<i>Total aggregate nominal value:</i>	1
		<i>Total aggregate unpaid:</i>	0
<i>Currency:</i>	GBP	<i>Total number of shares:</i>	100
		<i>Total aggregate nominal value:</i>	1
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **ANDREW VASS**

Address **APARTMENT 23 THE
COURTYARD 44
GLOUCESTER AVENUE
LONDON
UNITED KINGDOM
NW1 8JD**

Class of Shares: **ORDINARY A**

Number of shares: **100**
Currency: **GBP**
Nominal value of each share: **0.01**
Amount unpaid: **0**
Amount paid: **0.01**

Name: **PAULA VASS**

Address **APARTMENT 23 THE
COURTYARD 44
GLOUCESTER AVENUE
LONDON
UNITED KINGDOM
NW1 8JD**

Class of Shares: **ORDINARY**

Number of shares: **100**
Currency: **GBP**
Nominal value of each share: **0.01**
Amount unpaid: **0**
Amount paid: **0.01**

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 ANDREW NICHOLAS VASS**

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

Date of Birth: ****/09/1979** *Nationality:* **ENGLISH**

Service address recorded as Company's registered office

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>	The person holds, directly or indirectly, more than 25% but not more than 50% of the shares in the company.
<i>Nature of control</i>	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: **MS PAULA DANIELLE VASS**

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

Date of Birth: ****/12/1980** *Nationality:* **ENGLISH**

Service address recorded as Company's registered office

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>	The person holds, directly or indirectly, 75% or more of the voting rights in the company.
<i>Nature of control</i>	The person holds, directly or indirectly, more than 25% but not more than 50% of the shares in the company.
<i>Nature of control</i>	The person 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: **ANDREW VASS**

Authenticated **YES**

Name: **PAULA VASS**

Authenticated **YES**

Authorisation

Authoriser Designation: **subscriber**

Authenticated **YES**

COMPANY HAVING A SHARE CAPITAL

Memorandum of Association of FITZROY VENTURES 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 and to take at least one share.

Name of each subscriber	Authentication
ANDREW VASS	Authenticated Electronically
PAULA VASS	Authenticated Electronically

Dated: 18/02/2023