

FILE COPY



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

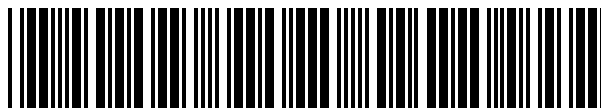
Company Number **723403**

The Registrar of Companies for Scotland, hereby certifies that

REP GYM 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 Scotland

Given at Companies House, Edinburgh, on **16th February 2022**



NSC723403A



Companies House



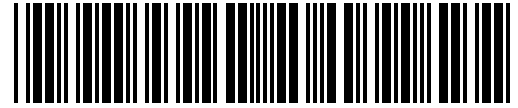
**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**



Companies House

IN01_(ef)

Application to register a company



Received for filing in Electronic Format on the: **16/02/2022**

XAXZTJXG

Company Name in full:

REP GYM LTD

Company Type:

Private company limited by shares

Situation of Registered Office:

Scotland

Proposed Registered Office Address:

**66/2 LINLITHGOW ROAD
BO'NESS
SCOTLAND EH51 0HX**

Sic Codes:

93130

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): **MR STUART**

Surname: **CALDER**

Former Names:

Service Address: **32 CRAIGALLAN PARK
BO'NESS
SCOTLAND EH51 9QY**

*Country/State Usually
Resident:* **SCOTLAND**

Date of Birth: ****/03/1994** *Nationality:* **SCOTTISH**

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 JO**

Surname: **LESLIE**

Former Names:

Service Address: **105 DEAN ROAD
BO'NESS
SCOTLAND EH51 9BA**

*Country/State Usually
Resident:* **SCOTLAND**

Date of Birth: ****/06/1994** *Nationality:* **SCOTTISH**

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>	48
	A	<i>Aggregate nominal value:</i>	48
<i>Currency:</i>	GBP		
<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>	42
	B	<i>Aggregate nominal value:</i>	42
<i>Currency:</i>	GBP		
<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>	10
	C	<i>Aggregate nominal value:</i>	10
<i>Currency:</i>	GBP		
<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.

Statement of Capital (Totals)

<i>Currency:</i>	GBP	<i>Total number of shares:</i>	48
		<i>Total aggregate nominal value:</i>	48
		<i>Total aggregate unpaid:</i>	0
<i>Currency:</i>	GBP	<i>Total number of shares:</i>	42
		<i>Total aggregate nominal value:</i>	42
		<i>Total aggregate unpaid:</i>	0
<i>Currency:</i>	GBP	<i>Total number of shares:</i>	10
		<i>Total aggregate nominal value:</i>	10
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **GARETH BUCHAN**

Address **10 KILN VIEW
BO'NESS
SCOTLAND
EH51 9FA**

Class of Shares: **ORDINARY A**

Number of shares: **48**

Currency: **GBP**

Nominal value of each share: **1**

Amount unpaid: **0**

Amount paid: **1**

Name: **STUART CALDER**

Address **32 CRAIGALLAN PARK
BO'NESS
SCOTLAND
EH51 9QY**

Class of Shares: **ORDINARY B**

Number of shares: **42**

Currency: **GBP**

Nominal value of each share: **1**

Amount unpaid: **0**

Amount paid: **1**

Name: **JO LESLIE**

Address **105 DEAN ROAD
BO'NESS
SCOTLAND
EH51 9BA**

Class of Shares: **ORDINARY C**

Number of shares: **10**

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 GARETH ALAN BUCHAN**

Country/State Usually Resident: **SCOTLAND**

Date of Birth: ****/11/1994** *Nationality:* **SCOTTISH**

Service Address: **10 KILN VIEW
BO'NESS
SCOTLAND
EH51 9FA**

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 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.

Individual Person with Significant Control details

Names: **MR STUART CALDER**

Country/State Usually Resident: **SCOTLAND**

Date of Birth: ****/03/1994** *Nationality:* **SCOTTISH**

Service Address: **32 CRAIGALLAN PARK
BO'NESS
SCOTLAND
EH51 9QY**

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 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: **GARETH BUCHAN**

Authenticated **YES**

Name: **STUART CALDER**

Authenticated **YES**

Name: **JO LESLIE**

Authenticated **YES**

Authorisation

Authoriser Designation: **subscriber**

Authenticated **YES**

COMPANY HAVING A SHARE CAPITAL

Memorandum of Association of REP GYM 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
GARETH BUCHAN	Authenticated Electronically
STUART CALDER	Authenticated Electronically
JO LESLIE	Authenticated Electronically

Dated: 16/02/2022