

LL IN01

Application for the incorporation of a Limited Liability Partnership (LLP)



Companies House

A fee is payable with this form
Please see 'How to pay' on the last page.

110065 £100

☒ **What this form is for**
You may use this form to
incorporate a Limited Liability
Partnership.

☒ **What this form is NOT for**
You cannot use this form to
incorporate a company. To
please use form IN01 'App
to register a company'. Do
use this form if any individ
PSC is applying or has app
for protection from having
details disclosed on the public
register. Contact enquiries@
companieshouse.gov.uk to get a
separate form.



TUESDAY

SCT 29/05/2018 #301
COMPANIES HOUSE

Part 1 LLP details

A1

LLP details

Check if an LLP name is available by using our name availability search:

www.companieshouse.gov.uk/info

Please show the proposed LLP name below.

LLP name in full ¹

A&D Corporate Holdings

Name ending ²

LLP/~~Limited Liability Partnership~~

For official use

--	--	--	--	--	--	--	--

→ Filling in this form

Please complete in typescript or in
bold black capitals.
All fields are mandatory unless
specified or indicated by *

• Duplicate names

Duplicate names are not permitted.
A list of registered names can be
found on our website. There are
various rules that may affect your
choice of name. More information is
available in our guidance at
www.gov.uk/companieshouse

• Name ending

You must delete either LLP or
Limited Liability Partnership.
If the LLP is situated in Wales and
you chose to have a Welsh ending
(PAC or Partneriaeth Atebolrwydd
Cyfyngedig), please use form LL
IN01c.

A2

LLP name restrictions

Please tick the box only if the proposed LLP name contains sensitive or
restricted words or expressions that require you to seek comments of a
government department or other specified body.

☐ I confirm that the proposed LLP name contains sensitive or restricted
words or expressions and that approval, where appropriate, has been
sought of a government department or other specified body and I attach
a copy of their response.

LLP name restrictions

A list of sensitive or restricted words
or expressions that require consent
can be found in guidance available
on our website:
www.gov.uk/companieshouse

COMPANIES HOUSE

29 MAY 2018

EDINBURGH FRONT DESK

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A3

Situation of registered office ●

Please tick the appropriate box below that describes the situation of the proposed registered office (only one box must be ticked):

- ☐ England and Wales
☐ Wales
☒ Scotland
☐ Northern Ireland

● Registered office

Every LLP must have a registered office and this is the address to which the Registrar will send correspondence.

For England and Wales LLPs, the address must be in England or Wales.

For Welsh, Scottish or Northern Ireland LLPs, the address must be in Wales, Scotland or Northern Ireland respectively.

A4

Registered office address ●

Please give the registered office address of your LLP.

Building name/number

1

Street

Exchange Crescent

Conference Square

Post town

Edinburgh

County/Region

Postcode

E H 3 8 U L

● Registered office address

You must ensure that the address shown in this section is consistent with the situation indicated in section A3.

You must provide an address in England or Wales for LLPs to be registered in England and Wales.

You must provide an address in Wales, Scotland or Northern Ireland for LLPs to be registered in Wales, Scotland or Northern Ireland respectively.

A5

Members' designation

Will all members from time to time be designated members? ●

- ☐ Yes
☒ No

● Members' designation

If 'Yes' all members named will be designated. If 'No' at least two members named must be designated.

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Part 2**Proposed officers**

- For a member who is an individual, go to **Section B1**.
 → For a corporate member, go to **Section C1**.

There must be two designated members at all times. Unless there are at least two designated members all members will be designated.

Member

B1	Member appointments ●	
	Please use this section to list all the member appointments taken on formation. For a corporate member complete C1-C4.	
Title*	Mr	
Full forename(s)	David Thomas	
Surname	Milloy	
Former name(s) ●		
Country/State of residence ●	Scotland	
Month/year of birth ●	<div> <div>X</div> <div>X</div> <div>0</div> <div>5</div> <div>1</div> <div>9</div> <div>6</div> <div>5</div> </div>	
Designated member ●	Please tick this box if the person is consenting to act as a designated member. <input checked="" type="checkbox"/>	
	● Appointments For corporate member appointments, please complete section C1-C4 instead of section B. ● Former name(s) Please provide any previous names (including maiden or married names) which have been used for business purposes in the last 20 years. ● Country/State of residence This is in respect of your usual residential address as stated in section B4. ● Month and year of birth Please provide month and year only. ● Designated member There must be at least two designated members at all times. Additional appointments If you wish to appoint more members, please use the 'Member appointments' continuation page.	

B2	Member's service address ●	
	Please complete the service address below. You must also fill in the member's usual residential address in Section B4 .	
Building name/number	The LLP's Registered Office	
Street		
Post town		
County/Region		
Postcode	<div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> </div>	
Country		
	● Service address This is the address that will appear on the public record. This does not have to be your usual residential address. Please state 'The LLP's Registered Office' if your service address will be recorded in the LLP's register of members' particulars as the LLP's registered office. If you provide your residential address here it will appear on the public record.	

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Member

B1	Member appointments ^①	
	Please use this section to list all the member appointments taken on formation. For a corporate member complete C1-C4.	
Title*	Mrs	
Full forename(s)	Fiona	
Surname	Milloy	
Former name(s) ^②		
Country/State of residence ^③	Scotland	
Month/year of birth ^④	X X 0 5 1 9 6 0	
Designated member ^⑤	Please tick this box if the person is consenting to act as a designated member. <input type="checkbox"/>	<p>① Appointments For corporate member appointments, please complete section C1-C4 instead of section B.</p> <p>② Former name(s) Please provide any previous names (including maiden or married names) which have been used for business purposes in the last 20 years.</p> <p>③ Country/State of residence This is in respect of your usual residential address as stated in section B4.</p> <p>④ Month and year of birth Please provide month and year only.</p> <p>⑤ Designated member There must be at least two designated members at all times.</p> <p>Additional appointments If you wish to appoint more members, please use the 'Member appointments' continuation page.</p>

B2	Member's service address ^⑥	
	Please complete the service address below. You must also fill in the member's usual residential address in Section B4 .	
Building name/number	The LLP's Registered Office	
Street		
Post town		
County/Region		
Postcode		
Country		
		<p>⑥ Service address This is the address that will appear on the public record. This does not have to be your usual residential address.</p> <p>Please state 'The LLP's Registered Office' if your service address will be recorded in the LLP's register of members' particulars as the LLP's registered office.</p> <p>If you provide your residential address here it will appear on the public record.</p>

LL IN01 - continuation page

Application for the incorporation of a Limited Liability Partnership (LLP)

Member

B1

Member appointments ^①

Please use this section to list all the member appointments taken on formation.
For a corporate member complete C1-C4.

Title*	Mrs
Full forename(s)	Jan Maureen
Surname	Sutherland
Former name(s) ^②	
Country/State of residence ^③	Scotland
Month/year of birth ^④	X X m0 m2 y1 y9 y6 y2
Designated member ^⑤	Please tick this box if the person is consenting to act as a designated member . <input type="checkbox"/>

① Appointments

For corporate member appointments, please complete section C1-C4 instead of section B.

② Former name(s)

Please provide any previous names (including maiden or married names) which have been used for business purposes in the last 20 years.

③ Country/State of residence

This is in respect of your usual residential address as stated in section B4.

④ Month and year of birth

Please provide month and year only.

⑤ Designated member

There must be at least two designated members at all times.

Additional appointments

If you wish to appoint more members, please use the 'Member appointments' continuation page.

B2

Member's service address ^⑥

Please complete the service address below. You must also fill in the member's usual residential address in **Section B4**.

Building name/number	The LLP's Registered Address
Street	
Post town	
County/Region	
Postcode	
Country	

⑥ Service address

This is the address that will appear on the public record. This does not have to be your usual residential address.

Please state 'The LLP's Registered Office' if your service address will be recorded in the LLP's register of members' particulars as the LLP's registered office.

If you provide your residential address here it will appear on the public record.

Application for the incorporation of a Limited Liability Partnership (LLP)

B1 Member appointments ①

Please use this section to list all the member appointments taken on formation. For a corporate member complete C1-C4.	
Title*	Mr
Full forename(s)	Andrew
Surname	Sutherland
Former name(s) ●	
Country/State of residence ●	Scotland
Month/year of birth ●	<div> <div> <div></div> <div></div> </div> <div> <div></div> <div></div> </div> <div> <div>m</div> <div>0</div> </div> <div> <div>m</div> <div>1</div> </div> <div> <div>y</div> <div>1</div> </div> <div> <div>y</div> <div>9</div> </div> <div> <div>y</div> <div>6</div> </div> <div> <div>y</div> <div>1</div> </div> </div>
Designated member ●	Please tick this box if the person is consenting to act as a designated member. <input checked="" type="checkbox"/>

● **Appointments**
For corporate member appointments, please complete section C1-C4 instead of section B.

● **Former name(s)**
Please provide any previous names (including maiden or married names) which have been used for business purposes in the last 20 years.

● **Country/State of residence**
This is in respect of your usual residential address as stated in section B4.

● **Month and year of birth**
Please provide month and year only.

● **Designated member**
There must be at least two designated members at all times.

Additional appointments
If you wish to appoint more members, please use the 'Member appointments' continuation page.

B2	Member's service address ^(*)

Please complete the service address below. You must also fill in the member's usual residential address in Section B4 .	
Building name/number	The LLP's Registered Address
Street	
Post town	
County/Region	
Postcode	<input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>
Country	

Service address

This is the address that will appear on the public record. This does not have to be your usual residential address.

Please state 'The LLP's Registered Office' if your service address will be recorded in the LLP's register of members' particulars as the LLP's registered office.

If you provide your residential address here it will appear on the public record.

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Corporate member**C1****Corporate member appointments ^①**

Please use this section to list all the corporate members of the LLP.

Name of corporate body or firm

DTM CORPORATE HOLDINGS LIMITED

Building name/number

1

Street

EXCHANGE CRESCENT
CONFERENCE SQUARE

Post town

County/Region

EDINBURGH

Postcode

E H 3 8 U L

Country

SCOTLAND

Designated member ^②Please tick this box if the person is consenting to act as a **designated member**.
☐

① Registered or principal address
This is the address that will appear on the public record. This address must be a physical location for the delivery of documents. It cannot be a PO box number (unless contained within a full address), DX number or LP (Legal post in Scotland) number.

② Designated member
There must be at least two designated members at all times.

Additional appointments
If you wish to appoint more than one corporate member, please use the 'Corporate member appointments' continuation page.

C2**Location of the registry of the corporate body or firm**

Is the corporate member registered within the European Economic Area (EEA)?

→ Yes Complete **Section C3 only**→ No Complete **Section C4 only****C3****EEA companies ^③**

Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register.

Where the company/firm is registered ^④

REGISTRAR OF COMPANIES (SCOTLAND)

Registration number

SC590907

③ EEA
A full list of countries of the EEA can be found in our guidance: www.companieshouse.gov.uk

④ This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC).

C4**Non-EEA companies**

Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register.

Legal form of the corporate body or firm

Governing law

If applicable, where the company/firm is registered ^⑤

If applicable, the registration number

⑤ Non-EEA
Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register.

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Corporate member**C1****Corporate member appointments ①**

Please use this section to list all the corporate members of the LLP.

Name of corporate body or firm	PENNYFIELD HOLDINGS LIMITED				
Building name/number	1				
Street	EXCHANGE CRESCENT CONFERENCE SQUARE				
Post town	EDINBURGH				
County/Region					
Postcode	E	H	3		8 U L
Country	SCOTLAND				
Designated member ②	Please tick this box if the person is consenting to act as a designated member . <input type="checkbox"/>				

① Registered or principal address
This is the address that will appear on the public record. This address must be a physical location for the delivery of documents. It cannot be a PO box number (unless contained within a full address), DX number or LP (Legal post in Scotland) number.

② Designated member
There must be at least two designated members at all times.

Additional appointments
If you wish to appoint more than one corporate member, please use the 'Corporate member appointments' continuation page.

C2**Location of the registry of the corporate body or firm**

Is the corporate member registered within the European Economic Area (EEA)?

→ Yes Complete **Section C3 only**→ No Complete **Section C4 only****C3****EEA companies ①**

Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register.

Where the company/firm is registered ①	REGISTRAR OF COMPANIES (SCOTLAND)
Registration number	SC590905

① EEA
A full list of countries of the EEA can be found in our guidance:
www.companieshouse.gov.uk

② This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC).

C4**Non-EEA companies**

Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register.

Legal form of the corporate body or firm	
Governing law	
If applicable, where the company/firm is registered ③	
If applicable, the registration number	

③ Non-EEA
Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register

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Part 3

People with significant control (PSC)

Use this Part to tell us about people with significant control or registrable relevant legal entities in respect of the LLP. Do not use this Part to tell us about any individual people with significant control whose particulars must not be disclosed on the public record. You must use a separate form, which you can get by contacting us enquiries@companieshouse.gov.uk

If on incorporation there will be someone who will count as a person with significant control (either a registrable person or registrable relevant legal entity (RLE)) in relation to the LLP, tick the box in D1 and complete any relevant sections. If there will be no registrable person or RLE tick the box in D2 and go to Part 4 Election to keep information on the public register.

D1

Statement of initial significant control ^①

☒ On incorporation, there will be someone who will count as a person with significant control (either a registrable person or registrable RLE) in relation to the LLP.

① Statement of initial significant control
If there will be a registrable person (which includes 'other registrable persons') or RLE, please complete the appropriate details in sections D, E & F.
Please use the PSC continuation pages if necessary.

D2

Statement of no PSC

(Please tick the statement below if appropriate)

☐ The LLP knows or has reason to believe that there will be no person with significant control (either a registrable person or RLE) in relation to the LLP.

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Individual PSC

D3**Individual's details**

Use sections D3-D9 as appropriate to tell us about individuals with significant control who are registrable persons and the nature of their control in relation to the LLP.

1 Country/State of residence
This is in respect of the usual residential address as stated in section D6.

2 Month and year of birth
Please provide month and year only.

Title*	
Full forename(s)	David Thomas
Surname	Milloy
Country/State of residence ¹	Scotland
Nationality	British
Month/year of birth ²	X X 0 5 1 9 6 5

D4**Individual's service address ³**

Please complete the individual's service address below. You must also complete the individual's usual residential address in **Section D6**.

3 Service address
This is the address that will appear on the public record. This does not have to be the individual's usual residential address.

If you provide the individual's residential address here it will appear on the public record.

Building name/number	1
Street	Exchange Crescent Conference Square
Post town	Edinburgh
County/Region	
Postcode	E H 3 8 U L
Country	Scotland

D7**Nature of control for an individual ^①**

Please indicate how the individual is a person with significant control over the LLP.

① Tick each that apply.

Share of assets

The individual holds or is treated as holding, directly or indirectly, the right to share in the following percentage of any surplus assets of the LLP on a winding up (tick only one):

- ☐ more than 25% but not more than 50%
- ☐ more than 50% but less than 75%
- ☐ 75% or more

Ownership of voting rights

The individual holds, directly or indirectly, the following percentage of the LLP voting rights in the LLP (tick only one):

- ☐ more than 25% but not more than 50%
- ☐ more than 50% but less than 75%
- ☐ 75% or more

Ownership of right to appoint/remove LLP management

- ☐ The individual holds, directly or indirectly, the right to appoint or remove a majority of the members who are entitled to take part in the management of the LLP.

Significant influence or control (Only tick if none of the above apply)

- ☒ The individual has the right to exercise, or actually exercises, significant influence or control over the LLP.

D8**Nature of control by a firm over which the individual has significant control ^②**

The individual has the right to exercise or actually exercises significant influence or control over the activities of a firm that is not a legal person under its governing law, and:

② Tick each that apply.

the members of that firm (in their capacity as such) hold or are treated as holding, directly or indirectly, the right to share in the following percentage of any surplus assets on a winding up of the LLP (tick only one):

- ☐ more than 25% but not more than 50%
- ☐ more than 50% but less than 75%
- ☐ 75% or more

the members of that firm (in their capacity as such) hold, directly or indirectly, the following percentage of the voting rights in the LLP (tick only one):

- ☐ more than 25% but not more than 50%
- ☐ more than 50% but less than 75%
- ☐ 75% or more

- ☐ the members of that firm (in their capacity as such) hold the right, directly or indirectly, to appoint or remove a majority of the members who are entitled to take part in the management of the LLP.

- ☐ the members of that firm (in their capacity as such) have the right to exercise, or actually exercise, significant influence or control over the LLP.

D9

Nature of control by a trust over which the individual has significant control¹

The individual has the right to exercise or actually exercises significant influence or control over the activities of a trust and:

the trustees of that trust (in their capacity as such) hold or are treated as holding, directly or indirectly, the right to share in the following percentage of any surplus assets on a winding up of the LLP (tick only one):

- ☐ more than 25% but not more than 50%
- ☐ more than 50% but less than 75%
- ☐ 75% or more

the trustees of that trust (in their capacity as such) hold, directly or indirectly, the following percentage of the voting rights in the LLP (tick only one):

- ☐ more than 25% but not more than 50%
- ☐ more than 50% but less than 75%
- ☐ 75% or more

☐ the trustees of that trust (in their capacity as such) hold the right, directly or indirectly, to appoint or remove a majority of the members who are entitled to take part in the management of the LLP.

☐ the trustees of that trust (in their capacity as such) have the right to exercise, or actually exercise, significant influence or control over the LLP.

¹ Tick each that apply.

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Individual PSC

D3

Individual's details

Use sections D3-D9 as appropriate to tell us about individuals with significant control who are registrable persons and the nature of their control in relation to the LLP.

Title*	
Full forename(s)	Andrew
Surname	Sutherland
Country/State of residence ^①	Scotland
Nationality	British
Month/year of birth ^②	X X 0 1 1 9 6 1

① Country/State of residence

This is in respect of the usual residential address as stated in section D6.

② Month and year of birth

Please provide month and year only.

D4

Individual's service address ^③

Please complete the individual's service address below. You must also complete the individual's usual residential address in Section D6.

Building name/number	1
Street	Exchange Crescent Conference Square
Post town	Edinburgh
County/Region	
Postcode	E H 3 8 U L
Country	Scotland

③ Service address

This is the address that will appear on the public record. This does not have to be the individual's usual residential address.

If you provide the individual's residential address here it will appear on the public record.

D7

Nature of control for an individual ^①

Please indicate how the individual is a person with significant control over the LLP.

Share of assets

The individual holds or is treated as holding, directly or indirectly, the right to share in the following percentage of any surplus assets of the LLP on a winding up (tick only one):

- ☐ more than 25% but not more than 50%
- ☐ more than 50% but less than 75%
- ☐ 75% or more

Ownership of voting rights

The individual holds, directly or indirectly, the following percentage of the LLP voting rights in the LLP (tick only one):

- ☐ more than 25% but not more than 50%
- ☐ more than 50% but less than 75%
- ☐ 75% or more

Ownership of right to appoint/remove LLP management

- ☐ The individual holds, directly or indirectly, the right to appoint or remove a majority of the members who are entitled to take part in the management of the LLP.

Significant influence or control (Only tick if none of the above apply)

- ☒ The individual has the right to exercise, or actually exercises, significant influence or control over the LLP.

① Tick each that apply.

D8

Nature of control by a firm over which the individual has significant control ^②

The individual has the right to exercise or actually exercises significant influence or control over the activities of a firm that is not a legal person under its governing law, and:

the members of that firm (in their capacity as such) hold or are treated as holding, directly or indirectly, the right to share in the following percentage of any surplus assets on a winding up of the LLP (tick only one):

- ☐ more than 25% but not more than 50%
- ☐ more than 50% but less than 75%
- ☐ 75% or more

the members of that firm (in their capacity as such) hold, directly or indirectly, the following percentage of the voting rights in the LLP (tick only one):

- ☐ more than 25% but not more than 50%
- ☐ more than 50% but less than 75%
- ☐ 75% or more

- ☐ the members of that firm (in their capacity as such) hold the right, directly or indirectly, to appoint or remove a majority of the members who are entitled to take part in the management of the LLP.

- ☐ the members of that firm (in their capacity as such) have the right to exercise, or actually exercise, significant influence or control over the LLP.

② Tick each that apply.

D9

Nature of control by a trust over which the individual has significant control ^❶

The individual has the right to exercise or actually exercises significant influence or control over the activities of a trust and:

the trustees of that trust (in their capacity as such) hold or are treated as holding, directly or indirectly, the right to share in the following percentage of any surplus assets on a winding up of the LLP (tick only one):

- ☐ more than 25% but not more than 50%
- ☐ more than 50% but less than 75%
- ☐ 75% or more

the trustees of that trust (in their capacity as such) hold, directly or indirectly, the following percentage of the voting rights in the LLP (tick only one):

- ☐ more than 25% but not more than 50%
- ☐ more than 50% but less than 75%
- ☐ 75% or more

☐ the trustees of that trust (in their capacity as such) hold the right, directly or indirectly, to appoint or remove a majority of the members who are entitled to take part in the management of the LLP.

☐ the trustees of that trust (in their capacity as such) have the right to exercise, or actually exercise, significant influence or control over the LLP.

❶ Tick each that apply.

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Relevant legal entity (RLE)

E1	RLE details	
Corporate or firm name		
Building name/number		
Street		
Post town		
County/Region		
Postcode		
Country		

E2	Legal form and governing law	
	Please give details of the legal form of the RLE and the law by which it is governed. If applicable, please also give details of the register of companies in which it is entered (including the country/state) and its registration number in that register.	
Legal form		
Governing law		
If applicable, register in which RLE is entered ❶		
Country/State		
Registration number		

❶ **Registration number**
Where you have provided details of the register (including country/state) where the RLE is registered, you must also provide its number in that register.

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E3

Nature of control for the RLE ^①

Please indicate how the RLE has significant control over the LLP.

① Tick each that apply.

Share of assets

The RLE holds or is treated as holding, directly or indirectly, the right to share in the following percentage of any surplus assets of the LLP on a winding up (tick only one):

- ☐ more than 25% but not more than 50%
- ☐ more than 50% but less than 75%
- ☐ 75% or more

Ownership of voting rights

The RLE holds, directly or indirectly, the following percentage of the LLP voting rights in the LLP (tick only one):

- ☐ more than 25% but not more than 50%
- ☐ more than 50% but less than 75%
- ☐ 75% or more

Ownership of right to appoint/remove LLP management

- ☐ The RLE holds, directly or indirectly, the right to appoint or remove a majority of the members who are entitled to take part in the management of the LLP.

Significant influence or control (Only tick if none of the above apply)

- ☐ The RLE has the right to exercise, or actually exercises, significant influence or control over the LLP.

E4

Nature of control by a firm over which the RLE has significant control ^②

The RLE has the right to exercise or actually exercises significant influence or control over the activities of a firm that is not a legal person under its governing law, and:

② Tick each that apply.

the members of that firm (in their capacity as such) hold or are treated as holding, directly or indirectly, the right to share in the following percentage of any surplus assets on a winding up of the LLP (tick only one):

- ☐ more than 25% but not more than 50%
- ☐ more than 50% but less than 75%
- ☐ 75% or more

the members of that firm (in their capacity as such) hold, directly or indirectly, the following percentage of the voting rights in the LLP (tick only one):

- ☐ more than 25% but not more than 50%
- ☐ more than 50% but less than 75%
- ☐ 75% or more

- ☐ the members of that firm (in their capacity as such) hold the right, directly or indirectly, to appoint or remove a majority of the members who are entitled to take part in the management of the LLP.

- ☐ the members of that firm (in their capacity as such) have the right to exercise, or actually exercise, significant influence or control over the LLP.

E5

Nature of control by a trust over which the RLE has significant control¹

The RLE has the right to exercise or actually exercises significant influence or control over the activities of a trust and:

the trustees of that trust (in their capacity as such) hold or are treated as holding, directly or indirectly, the right to share in the following percentage of any surplus assets on a winding up of the LLP (tick only one):

- ☐ more than 25% but not more than 50%
- ☐ more than 50% but less than 75%
- ☐ 75% or more

the trustees of that trust (in their capacity as such) hold, directly or indirectly, the following percentage of the voting rights in the LLP (tick only one):

- ☐ more than 25% but not more than 50%
- ☐ more than 50% but less than 75%
- ☐ 75% or more

☐ the trustees of that trust (in their capacity as such) hold the right, directly or indirectly, to appoint or remove a majority of the members who are entitled to take part in the management of the LLP.

☐ the trustees of that trust (in their capacity as such) have the right to exercise, or actually exercise, significant influence or control over the LLP.

¹ Tick each that apply.

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Other registrable person (ORP)

F1	ORP details	
	An 'other registrable person' is: <ul style="list-style-type: none">• a corporation sole• a government or government department of a country or territory or a part of a country or territory• an international organisation whose members include two or more countries or territories (or their governments)• a local authority or local government body in the UK or elsewhere	
Name of ORP	<div></div> <div></div>	

F2	Principal office address ●	
Building name/number	<div></div>	● Principal office address This is the address that will appear on the public record.
Street	<div></div> <div></div>	
Post town	<div></div>	
County/Region	<div></div>	
Postcode	<div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div>	
Country	<div></div>	

F3	Legal form and governing law	
Legal form	<div></div> <div></div>	
Governing law	<div></div>	

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F4

Nature of control [●]

Please show how the ORP has significant control over the LLP.

Share of assets

The ORP holds or is treated as holding, directly or indirectly, the right to share in the following percentage of any surplus assets of the LLP on a winding up (tick only one):

- ☐ more than 25% but not more than 50%
- ☐ more than 50% but less than 75%
- ☐ 75% or more

Ownership of voting rights

The ORP holds, directly or indirectly, the following percentage of the LLP voting rights in the LLP

- ☐ more than 25% but not more than 50%
- ☐ more than 50% but less than 75%
- ☐ 75% or more

Ownership of right to appoint/remove LLP management

- ☐ The ORP holds, directly or indirectly, the right to appoint or remove a majority of the members who are entitled to take part in the management of the LLP.

Significant influence or control (Only tick if none of the above apply)

- ☐ The ORP has the right to exercise, or actually exercises, significant influence or control over the LLP.

● Tick each that apply.

F5

Nature of control by a firm over which the ORP has significant control [●]

The ORP has the right to exercise or actually exercises significant influence or control over the activities of a firm that is not a legal person under its governing law, and:

the members of that firm (in their capacity as such) hold or are treated as holding, directly or indirectly, the right to share in the following percentage of any surplus assets on a winding up of the LLP (tick only one):

- ☐ more than 25% but not more than 50%
- ☐ more than 50% but less than 75%
- ☐ 75% or more

the members of that firm (in their capacity as such) hold, directly or indirectly, the following percentage of the voting rights in the LLP (tick only one):

- ☐ more than 25% but not more than 50%
- ☐ more than 50% but less than 75%
- ☐ 75% or more

- ☐ the members of that firm (in their capacity as such) hold the right, directly or indirectly, to appoint or remove a majority of the members who are entitled to take part in the management of the LLP.

- ☐ the members of that firm (in their capacity as such) have the right to exercise, or actually exercise, significant influence or control over the LLP.

● Tick each that apply.

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Application for the incorporation of a Limited Liability Partnership (LLP)

F6

Nature of control by a trust over which the ORP has significant control ●

The ORP has the right to exercise or actually exercises significant influence or control over the activities of a trust and:

the trustees of that trust (in their capacity as such) hold or are treated as holding, directly or indirectly, the right to share in the following percentage of any surplus assets on a winding up of the LLP (tick only one):

- ☐ more than 25% but not more than 50%
- ☐ more than 50% but less than 75%
- ☐ 75% or more

the trustees of that trust (in their capacity as such) hold, directly or indirectly, the following percentage of the voting rights in the LLP (tick only one):

- ☐ more than 25% but not more than 50%
- ☐ more than 50% but less than 75%
- ☐ 75% or more

☐ the trustees of that trust (in their capacity as such) hold the right, directly or indirectly, to appoint or remove a majority of the members who are entitled to take part in the management of the LLP.

☐ the trustees of that trust (in their capacity as such) have the right to exercise, or actually exercise, significant influence or control over the LLP.

● Tick each that apply.

LL IN01

Application for the incorporation of a Limited Liability Partnership (LLP)

Part 4

Election to keep information on the public register

The proposed members of an LLP can agree to elect to keep certain information on the public register at Companies House, rather than keeping their own registers. Tick the appropriate box to show which information the proposed members are electing to keep on the public register. If the proposed members have not agreed to keep any of this information on the public register, go to Part 5 Consent to Act.

G1

Election to keep LLP members' register information on the public register

IMPORTANT:

If the proposed members elect to keep this information on the public register, everyone who is an individual LLP member while the election is in force will have their full date of birth available on the public record ●

- ☐ All proposed members elect to keep LLP members' register information on the public register.

- If the proposed members don't make this election, only the month and year of birth will be available on the public record.

G2

Election to keep LLP members' usual residential address (URA) register information on the public register

If the proposed members elect to keep this information on the public register, the URA will not be publicly available.

- ☐ All proposed members elect to keep LLP members' URA register information on the public register.

G3

Election to keep PSC register information on the public register

IMPORTANT:

If the proposed members elect to keep this information on the public register, everyone who is an individual PSC while the election is in force will have their full date of birth available on the public record ●

- ☐ All proposed members elect to keep PSC register information on the public register.
- ☐ No objection was received by the proposed members from any eligible person within the notice period before making the election. ●

- If the proposed members don't make this election, only the month and year of birth will be available on the public record.

- **Eligible person**
An eligible person is a person whose details would have to be entered in the LLP's PSC register

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Application for the incorporation of a Limited Liability Partnership (LLP)

Part 5 Consent to act

H1

Consent to act

Please tick the box to confirm consent.

☒ I confirm that each of the persons named as a member or designated member has consented to act in that capacity.

Part 6 Statement about individual PSC particulars

I1

Particulars of an individual PSC •

Please tick the box to confirm.

☒ The proposed members confirm that each person named in this application as an individual PSC knows that their particulars are being supplied as part of this application.

● Only tick this if you have completed details of one or more individual PSCs in sections D3-D9.

Part 7 Signature

J1

Signature

I certify that I am a

- Solicitor engaged in the formation of this LLP or
- Member named of this LLP

and that two or more persons named in this form are associated for carrying on lawful business with a view to profit.

I am signing this form on behalf of the LLP

Signature

Signature



LL IN01

Application for the incorporation of a Limited Liability Partnership (LLP)



Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name M6396.102/AJB/LHM

Company name Shepherd + Wedderburn LLP

Address 1 Exchange Crescent

Conference Square

Post town Edinburgh

County/Region

Postcode E H 3 8 U L

Country Scotland

DX DX551970 Edinburgh 53

Telephone 0131 228 9900



Certificate

We will send your certificate to the presenter's address (shown above) or if indicated to another address shown below:

☐ At the registered office address (Given in section A4).



Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ You have checked that the proposed LLP name is available as well as the various rules that may affect your choice of name. More information can be found in guidance on our website.
- ☐ If the name of the LLP is the same as one already on the register as permitted by The Company LLP and Business (Names and Trading Disclosures) Regulations 2015, please attach consent.
- ☐ You have used the correct appointment sections.
- ☐ Any addresses given must be a physical location. They cannot be a PO Box number (unless part of a full service address), DX or LP (Legal Post in Scotland) number.
- ☐ The document has been signed, where indicated.
- ☐ All relevant attachments have been included.
- ☐ You have enclosed the correct fee.



Important information

Please note that all information on this form will appear on the public record, apart from information relating to usual residential addresses. Day of birth will only be shown on the public record if the proposed members have elected to keep PSC and/or LLP members' information on the public register.



How to pay

A fee is payable on this form. Make cheques or postal orders payable to 'Companies House'. For information on fees, go to: www.gov.uk/companieshouse



Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below:

For LLPs registered in England and Wales:
The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ.
DX 33050 Cardiff.

For LLPs registered in Scotland:
The Registrar of Companies, Companies House, Fourth floor, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh, Scotland, EH3 9FF.
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post).

For LLPs registered in Northern Ireland:
The Registrar of Companies, Companies House, Second Floor, The Linenhall, 32-38 Linenhall Street, Belfast, Northern Ireland, BT2 8BG.
DX 481 N.R. Belfast 1.

Section 243 or 790ZF exemption
If you are applying for, or have been granted a section 243 or 790ZF exemption, please post this whole form to the different postal address below:
The Registrar of Companies, PO Box 4082, Cardiff, CF14 3WE.



Further information

For further information, please see the guidance notes on the website at www.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse



FILE COPY

**CERTIFICATE OF INCORPORATION
OF A
LIMITED LIABILITY PARTNERSHIP**

Partnership Number **SO306433**

The Registrar of Companies for Scotland hereby certifies that

A&D CORPORATE HOLDINGS LLP

is this day incorporated under the Limited Liability Partnerships Act 2000 as a limited liability partnership and that the partnership is limited and the situation of the registered office is in Scotland.

Given at Companies House on **29th May 2018**.



NSO306433M



Companies House



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