

# **FILE COPY**

# CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company No. 8407876

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

## W5 DENTAL CARE 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/Wales

Given at Companies House on 18th February 2013



\*N08407876R\*





022006/40

In accordance with Section 9 of the Companies Act 2006

# **IN01**

### Application to register a company



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

✓ What this form is for

You may use this form to register a

private or public company

What this form is You cannot use this a limited liability pa this, please use form



A05

15/02/2013

#16

COMPANIES HOUSE

A08 12/02/2013

#164

**COMPANIES HOUSE Company details** Part 1 Α1 Company name → Filling in this form Please complete in typescript or in To check if a company name is available use our WebCHeck service and select bold black capitals the 'Company Name Availability Search' option All fields are mandatory unless specified or indicated by www.companieshouse.gov uk/info O Duplicate names Duplicate names are not permitted Please show the proposed company name below A list of registered names can be found on our website There W5 DENTAL CARE LIMITED Proposed company are various rules that may affect name in full 0 your choice of name More information on this is available in 1018141014181416 For official use our guidance booklet GP1 at www.companieshouse.gov.uk A2 Company name restrictions 9 Please tick the box only if the proposed company name contains sensitive Ocompany name restrictions A list of sensitive or restricted or restricted words or expressions that require you to seek comments of a words or expressions that require government department or other specified body consent can be found in our guidance booklet GP1 at I confirm that the proposed company name contains sensitive or restricted www.companieshouse.gov.uk 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 А3 Exemption from name ending with 'Limited' or 'Cyfyngedig' o Name ending exemption Only private companies that are Please tick the box if you wish to apply for exemption from the requirement to limited by guarantee and meet other have the name ending with 'Limited', Cyfyngedig' or permitted alternative specific requirements are eligible to apply for this For more details, I confirm that the above proposed company meets the conditions for please go to our website exemption from the requirement to have a name ending with 'Limited', www companieshouse gov uk 'Cyfyngedig' or permitted alternative A4 Company type • O Company type Please tick the box that describes the proposed company type and members' If you are unsure of your company's liability (only one box must be ticked) type, please go to our website Public limited by shares www.companieshouse.gov.uk  $\mathbf{V}$ Private limited by shares Private limited by guarantee Private unlimited with share capital Private unlimited without share capital

	INO1 Application to register a company						
A5	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)  I England and Wales  Wales  Scotland	Registered office Every company must have a registered office and this is the address to which the Registrar will send correspondence					
	Northern Ireland	For England and Wales companies, the address must be in England or Wales					
		For Welsh, Scottish or Northern Ireland companies, the address must be in Wales, Scotland or Northern Ireland respectively					
A6	Registered office address	<del></del>					
	Please give the registered office address of your company	Registered office address You must ensure that the address					
Building name/number	52	shown in this section is consistent with the situation indicated in					
Street	mucklow hill	section A5					
Post town	halesowen	You must provide an address in England or Wales for companies to be registered in England and Wales					
County/Region	west midlands	You must provide an address in					
Postcode	B 6 2 8 B L	Wales, Scotland or Northern Ireland for companies to be registered in Wales, Scotland or Northern Ireland respectively					
A7	Articles of association						
	Please choose one option only and tick one box only	<b>⑤</b> For details of which company type					
Option 1	I wish to adopt one of the following model articles in its entirety Please tick only one box	can adopt which model articles, please go to our website www.companieshouse gov.uk					
	Private limited by shares Private limited by guarantee Public company						
Option 2	I wish to adopt the following model articles with additional and/or amended provisions. I attach a copy of the additional and/or amended provision(s). Please tick only one box.  Private limited by shares.  Private limited by guarantee.  Public company						
Option 3	I wish to adopt entirely bespoke articles I attach a copy of the bespoke articles to this application						
A8	Restricted company articles o						
	Please tick the box below if the company's articles are restricted	O Restricted company articles Restricted company articles are those containing provision for entrenchment For more details, please go to our website www.companieshouse.gov.uk					

Application to register a company

#### Part 2 **Proposed officers**

For private companies the appointment of a secretary is optional, however, if you do decide to appoint a company secretary you must provide the relevant details. Public companies are required to appoint at least one secretary

Private companies must appoint at least one director who is an individual. Public companies must appoint at least two directors, one of which must be an individual

For a secretary who is an individual, go to Section B1, For a corporate secretary, go to Section C1, For a director who is an individual, go to Section D1, For a corporate director, go to Section E1

Secretary		
B1	Secretary appointments o	
	Please use this section to list all the secretary appointments taken on formation For a corporate secretary, complete Sections C1-C5	O Corporate appointments For corporate secretary appointments please complete
Title*		section C1 C5 instead of section B
Full forename(s)		Additional appointments
Surname		If you wish to appoint more than one secretary, please use
Former name(s) <b>9</b>		the 'Secretary appointments' continuation page
		Please provide any previous names which have been used for business purposes in the last 20 years Married women do not need to give former names unless previously used for business purposes
B2	Secretary's service address ®	
Building name/number		Service address
Street		This is the address that will appear on the public record. This does not have to be your usual residential address.
Post town		Please state 'The Company's Registered Office' if your service
County/Region		address will be recorded in the
Postcode		proposed company's register of secretaries as the company's
Country		registered office  If you provide your residential address here it will appear on the public record
В3	Signature o	
<del></del>	I consent to act as secretary of the proposed company named in Section A1	<b>O</b> Signature
Signature	Signature	The person named above consents to act as secretary of the proposed
	X	company

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# **Corporate secretary**

C1	Corporate secretary appointments •						
	Please use this section to list all the corporate secretary appointments taken on formation	Additional appointments     If you wish to appoint more than one corporate secretary, please use the					
Name of corporate body/firm		'Corporate secretary appointments' continuation page					
Building name/number		Registered or principal address This is the address that will appear on the public record. This address					
Street		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					
Post town		LP (Legal Post in Scotland) number					
County/Region							
Postcode							
Country							
C2	Location of the registry of the corporate body or firm						
<del></del>	Is the corporate secretary registered within the European Economic Area (EEA)?						
	→ Yes Complete Section C3 only						
	→ No Complete Section C4 only						
C3	EEA companies ®						
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register	© EEA  A full list of countries of the EEA can be found in our guidance www.companieshouse.gov.uk					
Where the company/ firm is registered •		This is the register mentioned in Article 3 of the First Company Law					
Registration number		Directive (68/151/EEC)					
C4	Non-EEA companies	<u> </u>					
	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.	O Non-EEA  Where you have provided details of the register (including state) where the company or firm is registered,					
Legal form of the corporate body or firm		you must also provide its number in that register					
Governing law							
If applicable, where the company/firm is registered •							
Registration number							
C5	Signature 9						
	I consent to act as secretary of the proposed company named in Section A1	<b>©</b> Signature					
Signature	Signature X	The person named above consents to act as corporate secretary of the proposed company					
		+					

Application to register a company

# Director

	Director appointments •						
	Please use this section to list all the director appointments taken on formation For a corporate director, complete Sections E1-E5	Appointments     Private companies must appoint at least one director who is an					
Title*		individual Public companies must appoint at least two directors, one of					
Full forename(s)	stephen	which must be an individual					
Surname	scott	O Former name(s)  Please provide any previous names					
Former name(s) •		which have been used for business purposes in the last 20 years Married women do not need to give former names unless previously used					
Country/State of residence •	england	for business purposes					
Nationality	british	O Country/State of residence This is in respect of your usual					
Date of birth	d	residential address as stated in section D4					
Business occupation (if any) <b>o</b>	director	O Business occupation  If you have a business occupation, please enter here If you do not, please leave blank					
		Additional appointments If you wish to appoint more than one director, please use the 'Director appointments' continuation page					
D2	Director's service address   Please complete the service address below You must also fill in the director's	<b>⊙</b> Service address					
	Please complete the service address below You must also fill in the director's usual residential address in Section D4	This is the address that will appear on the public record. This does not					
Building name/number	Please complete the service address below You must also fill in the director's usual residential address in <b>Section D4</b>	This is the address that will appear					
	Please complete the service address below You must also fill in the director's usual residential address in Section D4	This is the address that will appear on the public record This does not have to be your usual residential address  Please state. The Company's					
Building name/number Street	Please complete the service address below You must also fill in the director's usual residential address in Section D4  52  mucklow hill	This is the address that will appear on the public record. This does not have to be your usual residential address.  Please state. The Company's Registered Office if your service address will be recorded in the					
Building name/number Street Post town	Please complete the service address below You must also fill in the director's usual residential address in Section D4  52 mucklow hill halesowen	This is the address that will appear on the public record. This does not have to be your usual residential address.  Please state. The Company's Registered Office if your service address will be recorded in the proposed company's register of directors as the company's registered.					
Building name/number Street Post town County/Region	Please complete the service address below You must also fill in the director's usual residential address in Section D4  52 mucklow hill halesowen west midlands	This is the address that will appear on the public record. This does not have to be your usual residential address.  Please state. The Company's Registered Office of your service address will be recorded in the proposed company's register of					
Building name/number Street  Post town County/Region  Postcode	Please complete the service address below You must also fill in the director's usual residential address in Section D4  52 mucklow hill halesowen west midlands B 6 2 8 B L	This is the address that will appear on the public record. This does not have to be your usual residential address.  Please state. The Company's Registered Office if your service address will be recorded in the proposed company's register of directors as the company's registered office.  If you provide your residential address here it will appear on the					
Building name/number Street  Post town County/Region  Postcode	Please complete the service address below You must also fill in the director's usual residential address in Section D4  52 mucklow hill halesowen west midlands	This is the address that will appear on the public record. This does not have to be your usual residential address.  Please state. The Company's Registered Office if your service address will be recorded in the proposed company's register of directors as the company's registered office.  If you provide your residential.					
Building name/number Street	Please complete the service address below You must also fill in the director's usual residential address in Section D4  52 mucklow hill halesowen west midlands B 6 2 8 B L	This is the address that will appear on the public record. This does not have to be your usual residential address.  Please state. The Company's Registered Office of your service address will be recorded in the proposed company's register of directors as the company's registered office.  If you provide your residential address here it will appear on the					
Building name/number Street  Post town County/Region Postcode Country	Please complete the service address below You must also fill in the director's usual residential address in Section D4  52  mucklow hill  halesowen  west midlands  B 6 2 8 B L  england	This is the address that will appear on the public record. This does not have to be your usual residential address.  Please state. The Company's Registered Office if your service address will be recorded in the proposed company's register of directors as the company's registered office.  If you provide your residential address here it will appear on the					

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Application to register a company

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D1	Director appointments •						
•	Please use this section to list all the director appointments taken on formation For a corporate director, complete Sections E1-E5	Appointments     Private companies must appoint at least one director who is an					
Title*		individual Public companies must					
Full forename(s)		appoint at least two directors one of which must be an individual					
Surname		• Former name(s) Please provide any previous names					
Former name(s) 9		which have been used for business purposes in the last 20 years Married women do not need to give former names unless previously used					
Country/State of residence €		for business purposes.					
Nationality		Ocuntry/State of residence This is in respect of your usual					
Date of birth	d d m m y y y	residential address as stated in Section D4					
Business occupation (if any) o		O Business occupation If you have a business occupation, please enter here If you do not, please leave blank					
		Additional appointments If you wish to appoint more than one director, please use the 'Director appointments' continuation page					
D2	Director's service address o						
	Please complete the service address below You must also fill in the director's usual residential address in <b>Section D4</b>	Service address This is the address that will appear					
Building name/number		on the public record This does not have to be your usual residential					
Street		address Please state 'The Company's					
		Registered Office' if your service address will be recorded in the					
Post town		proposed company's register of directors as the company's registered					
County/Region		office					
Postcode		If you provide your residential address here it will appear on the					
Country		public record					
D3	Signature <sup>O</sup>						
	I consent to act as director of the proposed company named in Section A1	(A.C. maratima					
		O Signature The person named above consents					
Signature	Signature X	to act as director of the proposed company					

Application to register a company

# **Corporate director**

E1	Corporate director appointments •			
	Please use this section to list all the corporate directors taken on formation	• Additional appointments  If you wish to appoint more than one		
Name of corporate body or firm		corporate director, please use the 'Corporate director appointments' continuation page		
Building name/number		Registered or principal address		
Street		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		
Post town		a PO box number (unless contained within a full address), DX number or		
County/Region		LP (Legal Post in Scotland) number		
Postcode				
Country				
E2	Location of the registry of the corporate body or firm			
	Is the corporate director registered within the European Economic Area (EEA)?  → Yes Complete Section E3 only			
···	→ No Complete Section E4 only			
B	EEA companies ®			
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register	BEA     A full list of countries of the EEA can be found in our quidance		
Where the company/ firm is registered €		www.companieshouse.gov.uk		
		This is the register mentioned in Article 3 of the First Company Law		
Registration number		Directive (68/151/EEC)		
E4	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.	O Non-EEA  Where you have provided details of the register (including state) where the company or firm is registered		
Legal form of the corporate body or firm		you must also provide its number in that register		
Governing law				
If applicable, where the company/firm is registered •				
If applicable, the registration number				
E5	Signature <sup>©</sup>			
	I consent to act as director of the proposed company named in Section A1	Signature The person person shows consents		
Signature	Sygnature X	The person named above consents to act as corporate director of the proposed company		
		1		

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Part 3	Statement	t of capital						
		ny have share capital?		<del></del>				
		mplete the sections bel						
	→ No Go	<u>]</u>						
<u>F1</u>	Share capital in pound sterling (£)							
		each class of shares he complete Section F1	eld in pound sterling and then go to Section F4					
Class of shares (E.g. Ordinary/Preference etc	)	Amount paid up on each share •	Amount (if any) unpaid on each share •	Number of share	ş <b>0</b>	Aggregate nominal value €		
ordinary		0	£1	1		£ 1		
	•					£		
	<del>- i</del>					£		
						£		
		<del>- 1</del>	Totals	1		£ 1		
F2	Share capital i	n other currencies	5					
Please complete the ta Please complete a sep		any class of shares held	d in other currencies					
Currency			- 112.7					
Class of shares (E.g. Ordinary/Preference etc	)	Amount paid up on each share •	Amount (if any) unpaid on each share •	Number of shares • Aggrega		Aggregate nominal value €		
			Totals			<u> </u>		
Currency								
Class of shares (E.g. Ordinary/Preference etc	.)	Amount paid up on each share	Amount (if any) unpaid on each share	Number of shares 🚱		Aggregate nominal value		
			Totals					
F3	Totals	····						
	Please give the total number of shares and total aggregate nominal value of issued share capital					igregate nominal value st total aggregate values in		
Total number of shares	1		·			currencies separately For £100 + €100 + \$10 etc		
Total aggregate nominal value <b>O</b>	£1							
<ul> <li>Including both the nominal share premium</li> <li>Total number of issued s</li> </ul>		Number of shares issu nominal value of each	share Plea	itinuation Pages use use a Stateme e if necessary		al continuation		

# INO1 Application to register a company

F4	Statement of capital (Prescribed particulars of rights attached to shares)							
,	Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in Sections F1 and F2	OPrescribed particulars of rights attached to shares						
Class of share	ordinary	The particulars are a particulars of any voting rights,						
Class of share  Prescribed particulars		The particulars are						

Application to register a company

Class of share	• Prescribed particulars of rights
Prescribed particulars	attached to shares
Prescribed particulars	The particulars of rights attached to shares  The particulars are a particulars of any voting rights, including rights that arise only in certain circumstances, b particulars of any rights, as respects dividends to participate in a distribution, c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and d whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder and any terms or conditions relating to redemption of these shares  A separate table must be used for each class of share  Continuation pages Please use a 'Statement of capital (Prescribed particulars of rights attached to shares)' continuation page if necessary

Application to register a company

П

#### Initial shareholdings

This section should only be completed by companies incorporating with share capital

Please complete the details below for each subscriber

The addresses will appear on the public record. These do not need to be the subscribers' usual residential address.

Initial shareholdings

Please list the company's subscribers in alphabetical order

Please use an 'Initial shareholdings' continuation page if necessary

subscribers' usual residential address				continuation page if necessary			
Subscriber s details		Class of share	Number of shares	Currency	Nominal value of each share	Amount (if any) unpaid	Amount paid
stephen scott		ordinary	1	£	£1	£1	0
Address 52 mucklow hill hale west midlands B62 8BL	sowen						
Name							
Address							
Name							
Address							
Name							
Address							
Name	. <u>.</u>						
Address							
	<u></u>						

	Application to register a company	٠		
Part 4	Statement of guarantee			
	Is your company limited by guarantee?  → Yes Complete the sections below  → No Go to Part 5 (Statement of compliance)			
<b>G1</b>				
	Subscriber's details			
Forename(s) •				
Surname 🗨				
Address 😉				
Postcode				
Amount guaranteed 6				
	Subscriber's details			
Forename(s) •	Subscriber 3 details			
Surname •				
Address <b>9</b>				
Postcode				
Amount guaranteed 9				
	Subscriber's details			
Forename(s) •				
Surname •				
Address <b>9</b>				
Postcode				
Amount guaranteed				

# INO1 Application to register a company

T	Subscriber's details	• Name
Forename(s) •		Please use capital letters
Surname •		Address     The addresses in this section will appear on the public record. They do not have to be the subscribers' usual residential address.
Address •		
Postcode		Amount guaranteed     Any valid currency is permitted
Amount guaranteed 9		Continuation pages
	Subscriber's details	Please use a 'Subscribers' continuation page if necessary
Forename(s) <b>0</b>		
Surname •		
Address 2		
Postcode		
Amount guaranteed €		
	Subscriber's details	
Forename(s) •		
Surname •		
Address @		
Postcode		
Amount guaranteed		
	Subscriber's details	
Forename(s) •		
Surname •		
Address •		
Postcode		
Amount guaranteed		
	Subscriber's details	
Forename(s) •		
Surname •		
Address 🚱		
Postcode		
Amount guaranteed 9		

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Part 5	Statement of compliance	
	This section must be completed by all companies	
	Is the application by an agent on behalf of all the subscribers?	
	<ul> <li>→ No Go to Section H1 (Statement of compliance delivered by the subscribers)</li> <li>→ Yes Go to Section H2 (Statement of compliance delivered by an agent)</li> </ul>	
H1	Statement of compliance delivered by the subscribers •	
	Please complete this section if the application is not delivered by an agent for the subscribers of the memorandum of association	Statement of compliance     delivered by the subscribers     Every subscriber to the     memorandum of association must
	I confirm that the requirements of the Companies Act 2006 as to registration have been complied with	sign the statement of compliance
Subscriber's signature	X X	
Subscriber's signature	Signature X	
Subscriber's signature	Signature X	
Subscriber's signature	Signature X	
Subscriber's signature	Signature X	
Subscriber's signature	Signature X	
Subscriber's signature	Signature X	
Subscriber's signature	Signature X	

# Application to register a company Subscriber's signature \_Signature Continuation pages X X Please use a 'Statement of compliance delivered by the subscribers' continuation page if more subscribers need to sign Subscriber's signature X X Subscriber's signature X X Subscriber's signature X X H2 Statement of compliance delivered by an agent Please complete this section if this application is delivered by an agent for the subscribers to the memorandum of association Agent's name Building name/number Street Post town County/Region Postcode Country I confirm that the requirements of the Companies Act 2006 as to registration have been complied with Signature Agent's signature X X

**IN01** 

Application to register a company

2	Presenter information
yo	u do not have to give any contact information, but if u do it will help Companies House if there is a query
	the form. The contact information you give will be ible to searchers of the public record.
<u> </u>	
	lact name
Com	pany name
Add	ress
Post	town
Cour	nty/Region
Post	rade
Cour	ntry
DX	
Tele	phone
1	Certificate
- We	e will send your certificate to the presenters address
	nown above) or if indicated to another address
	own below At the registered office address (Given in Section A6)
	At the agents address (Given in Section Ad)  At the agents address (Given in Section H2)
1	Checklist
We	e may return forms completed incorrectly or
	th information missing
Pic	ease make sure you have remembered the
	Blowing
ľ	You have checked that the proposed company name is available as well as the various rules that may affect
i	your choice of name More information can be found
	In guidance on our website
	If the name of the company is the same as one already on the register as permitted by The Company
	and Business Names (Miscellaneous Provisions)
	Regulations 2008, 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
먑	The document has been signed, where indicated All relevant attachments have been included

### Important information

Please note that all information on this form will appear on the public record, apart from information relating to usual residential addresses

### £ 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.companieshouse.gov.uk

#### 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 companies registered in England and Wales The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ DX 33050 Cardiff

For companies 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 companies 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 exemption

If you are applying for, or have been granted a section 243 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.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

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

You have enclosed the correct fee

☐ You have enclosed the Memorandum of Association

#### COMPANY HAVING A SHARE CAPITAL

#### Memorandum of association of W5 DENTAL CARE 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 by each subscriber

stephen scott

5.1/2