

FILE COPY



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

Company Number **10688611**

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

NTL SUBCO 2017 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 **24th March 2017**



* N10688611I *



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:***23/03/2017**

X62U3XAX

Company Name in full:

NTL SUBCO 2017 LIMITED

Company Type:

Private company limited by shares

Situation of Registered Office:

England and Wales

Proposed Registered Office Address:

**FIRST FLOOR OFFICE SUITE 7 THE QUADRANGLE
GROVE BUSINESS PARK
WANTAGE
OXFORDSHIRE
UNITED KINGDOM OX12 9FN**

Sic Codes:

82990

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Proposed Officers

Company Director **1**

Type: **Person**

Full Forename(s): **IAN CHARLES**

Surname: **GRANEY**

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

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

Date of Birth: ****/07/1961** *Nationality:* **BRITISH**

Occupation: **COMPANY
DIRECTOR**

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

Company Director **2**

Type: **Person**

Full Forename(s): **SION**

Surname: **GLYN-JONES**

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

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

Date of Birth: ****/08/1972** *Nationality:* **BRITISH**

Occupation: **COMPANY
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>	100
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	100
<i>Prescribed particulars</i>			

THE SHARES HAVE ATTACHED TO THEM FULL VOTING, DIVIDEND AND CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) RIGHTS; THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Statement of Capital (Totals)

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

Initial Shareholdings

Name: **NTL BIOLOGICA LIMITED**

Address **WHITEGATE HOUSE THE
LIMES
DORCHESTER ON THAMES
OXFORDSHIRE
UNITED KINGDOM
OX10 7LL**

Class of Shares: **ORDINARY**

Number of shares: **51**

Currency: **GBP**

Nominal value of each share: **1**

Amount unpaid: **0**

Amount paid: **1**

Name: **OXFORD SURGICAL
SOLUTIONS LIMITED**

Address **7 DAVENANT ROAD
OXFORD
UNITED KINGDOM
OX2 8BT**

Class of Shares: **ORDINARY**

Number of shares: **49**

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

Relevant Legal Entity (RLE) details

Company Name: **NTL BIOLOGICA LIMITED**

Service Address: **WHITEGATE HOUSE THE LIMES
DORCHESTER ON THAMES
OXFORDSHIRE
UNITED KINGDOM
OX10 7LL**

Legal Form: **LIMITED BY SHARES**

Governing Law: **UNITED KINGDOM (ENGLAND AND WALES)**

Register Location: **COMPANIES HOUSE**

Country/State: **ENGLAND AND WALES**

Registration Number: **09838346**

<i>Nature of control</i>	The relevant legal entity holds, directly or indirectly, more than 50% but less than 75% of the shares in the company.
<i>Nature of control</i>	The relevant legal entity holds, directly or indirectly, more than 50% but less than 75% of the voting rights 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: **OXFORD SURGICAL SOLUTIONS LIMITED**

Service Address: **7 DAVENANT ROAD
OXFORD
UNITED KINGDOM
OX2 8BT**

Legal Form: **LIMITED BY SHARES**

Governing Law: **UNITED KINGDOM**

Register Location: **COMPANIES HOUSE**

Country/State: **UNITED KINGDOM**

Registration Number: **10674193**

<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 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 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: **NTL BIOLOGICA LIMITED**

Authenticated **YES**

Name: **OXFORD SURGICAL SOLUTIONS LIMITED**

Authenticated **YES**

Authorisation

Authoriser Designation: **subscriber**

Authenticated **YES**

COMPANY HAVING A SHARE CAPITAL

MEMORANDUM OF ASSOCIATION OF

NTL SUBCO 2017 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 each.

Name of each subscriber

Authentication by each subscriber

NTL BIOLOGICA LIMITED

OXFORD SURGICAL SOLUTIONS LIMITED

Dated: 23 March 2017