

FILE COPY



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company Number **11517402**

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

B&G VAPES 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 **14th August 2018**



* N115174028 *



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: **13/08/2018**

X7C92HE3

Company Name in full:

B&G VAPES LTD

Company Type:

Private company limited by shares

Situation of Registered Office:

England and Wales

Proposed Registered Office Address:

**20-22 WENLOCK ROAD
LONDON
ENGLAND N1 7GU**

Sic Codes:

47260

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Proposed Officers

Company Director *1*

Type: **Person**

Full Forename(s): **MISS REBECCA ANNE**

Surname: **WOODWARD**

Service Address: **20-22 WENLOCK ROAD
LONDON
ENGLAND N1 7GU**

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

Date of Birth: ****/07/1985** *Nationality:* **BRITISH**

Occupation: **DIRECTOR**

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

Company Director 2

Type: **Person**

Full Forename(s): **MR GRAHAM**

Surname: **EMBERSON**

Service Address: **20-22 WENLOCK ROAD
LONDON
ENGLAND N1 7GU**

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

Date of Birth: ****/08/1983** *Nationality:* **BRITISH**

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>	2
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	2
<i>Prescribed particulars</i>			

ORDINARY SHARES HAVE FULL RIGHTS IN THE COMPANY WITH RESPECT TO VOTING, DIVIDENDS AND DISTRIBUTIONS.

Statement of Capital (Totals)

<i>Currency:</i>	GBP	<i>Total number of shares:</i>	2
		<i>Total aggregate nominal value:</i>	2
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **GRAHAM EMBERSON**

Address **20-22 WENLOCK ROAD
LONDON
ENGLAND
N1 7GU**

Class of Shares: **ORDINARY**

Number of shares: **1**

Currency: **GBP**

Nominal value of each share: **1**

Amount unpaid: **0**

Amount paid: **1**

Name: **REBECCA ANNE
WOODWARD**

Address **20-22 WENLOCK ROAD
LONDON
ENGLAND
N1 7GU**

Class of Shares: **ORDINARY**

Number of shares: **1**

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 GRAHAM EMBERSON**

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

Date of Birth: ****/08/1983** *Nationality:* **BRITISH**

Service Address: **20-22 WENLOCK ROAD
LONDON
ENGLAND
N1 7GU**

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.

Nature of control

The person holds, directly or indirectly, more than 25% but not more than 50% of the shares in the company.

Individual Person with Significant Control details

Names: **MISS REBECCA ANNE WOODWARD**

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

Date of Birth: ****/07/1985** *Nationality:* **BRITISH**

Service Address: **20-22 WENLOCK ROAD
LONDON
ENGLAND
N1 7GU**

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.

Nature of control

The person holds, directly or indirectly, more than 25% but not more than 50% of the shares in the company.

Statement of Compliance

I confirm the requirements of the Companies Act 2006 as to registration have been complied with.

memorandum delivered by an agent for the subscriber(s): **YES**

Agent's Name: **COMPANIES MADE SIMPLE A DIVISION OF MADE SIMPLE GROUP LTD**

Agent's Address: **20-22 WENLOCK ROAD
LONDON
ENGLAND
N1 7GU**

Authorisation

Authoriser Designation: **agent** *Authenticated* **YES**

Agent's Name: **COMPANIES MADE SIMPLE A DIVISION OF MADE SIMPLE GROUP LTD**

Agent's Address: **20-22 WENLOCK ROAD
LONDON
ENGLAND
N1 7GU**

Companies Act 2006

SCHEDULE 1 COMPANY HAVING A SHARE CAPITAL Memorandum of Association of B&G VAPES 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 each.

Subscriber:

Graham Emberson

Authentication: Authenticated Electronically

Subscriber:

Rebecca Anne Woodward

Authentication: Authenticated Electronically

Dated: 13 Aug 2018