

**FILE COPY**



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

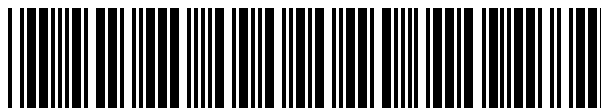
Company Number **13922579**

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

**FARMISON GROUP 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 **17th February 2022**



\*N13922579P\*



**Companies House**



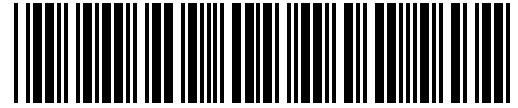
**THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES**



Companies House

**IN01**<sub>(ef)</sub>

**Application to register a company**



Received for filing in Electronic Format on the: **17/02/2022**

XAY01HZL

*Company Name in full:*

**FARMISON GROUP LIMITED**

*Company Type:*

**Private company limited by shares**

*Situation of Registered Office:*

**England and Wales**

*Proposed Registered Office Address:*

**FARMISON & CO BONDGATE GREEN  
RIPON  
ENGLAND HG4 1QW**

*Sic Codes:*

**64209**

*I wish to entirely adopt the following model articles:*

**Private (Ltd by Shares)**

## ***Proposed Officers***

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### ***Company Director      1***

*Type:* **Person**

*Full Forename(s):* **MARTIN KEITH**

*Surname:* **PAYNE**

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

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

*Date of Birth:* **\*\*/04/1982**                      *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):* **BENJAMIN JOHN PAGET**

*Surname:* **THOMSON**

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

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

*Date of Birth:* **\*\*/04/1963**                      *Nationality:* **BRITISH**

*Occupation:* **DIRECTOR**

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

## *Company Director*      3

*Type:*                                      **Person**  
*Full Forename(s):*                      **PAUL HENRY**  
*Surname:*                                **SKIPWORTH**  
*Service Address:*                      **recorded as Company's registered office**  
*Country/State Usually Resident:*    **SCOTLAND**

*Date of Birth:*      **\*\*/02/1968**                      *Nationality:*      **BRITISH**  
*Occupation:*      **DIRECTOR**

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

## ***Statement of Capital (Share Capital)***

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<i>Class of Shares:</i>	<b>A</b>	<i>Number allotted</i>	<b>1</b>
	<b>ORDINARY</b>	<i>Aggregate nominal value:</i>	<b>1</b>
<i>Currency:</i>	<b>GBP</b>		
<i>Prescribed particulars</i>			

**VOTING RIGHTS - SHARES RANK EQUALLY FOR VOTING PURPOSES. ON A SHOW OF HANDS EACH MEMBER SHALL HAVE ONE VOTE AND ON A POLL OR A WRITTEN RESOLUTION EACH MEMBER SHALL HAVE ONE VOTE PER SHARE HELD. DIVIDEND RIGHTS - EACH SHARE RANKS EQUALLY FOR ANY DIVIDEND OR OTHER DISTRIBUTION DECLARED. DISTRIBUTION RIGHTS ON A WINDING UP - EACH SHARE RANKS EQUALLY FOR ANY DISTRIBUTION MADE ON A WINDING UP. REDEMPTION RIGHTS – THE SHARES ARE NOT REDEEMABLE OR LIABLE TO BE REDEEMED AT THE OPTION OF THE COMPANY OR THE SHAREHOLDER.**

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### **Statement of Capital (Totals)**

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<i>Currency:</i>	<b>GBP</b>	<i>Total number of shares:</i>	<b>1</b>
		<i>Total aggregate nominal value:</i>	<b>1</b>
		<i>Total aggregate unpaid:</i>	<b>0</b>

## ***Initial Shareholdings***

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*Name:* **INVERLEITH 1B LIMITED  
PARTNERSHIP**

*Class of Shares:* **A ORDINARY**

*Address* **43 MELVILLE STREET  
EDINBURGH  
SCOTLAND  
EH3 7JF**

*Number of shares:* **1**

*Currency:* **GBP**

*Nominal value of each  
share:* **1**

*Amount unpaid:* **0**

*Amount paid:* **1**

## ***Persons with Significant Control (PSC)***

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**Statement of initial significant control**

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**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**

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## ***Relevant Legal Entity (RLE) details***

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*Company Name:* **INVERLEITH 1B LIMITED PARTNERSHIP**

*Service Address:* **43 MELVILLE STREET  
EDINBURGH  
SCOTLAND  
EH3 7JF**

*Legal Form:* **CORPORATE**

*Governing Law:* **LIMITED PARTNERSHIPS ACT 1907**

*Register Location:* **COMPANIES HOUSE**

*Country/State:* **SCOTLAND**

*Registration Number:* **SL035289**



<i>Nature of control</i>	<b>The relevant legal entity holds, directly or indirectly, 75% or more of the shares in the company.</b>
<i>Nature of control</i>	<b>The relevant legal entity holds, directly or indirectly, 75% or more of the voting rights in the company.</b>
<i>Nature of control</i>	<b>The relevant legal entity has the right, directly or indirectly, to appoint or remove a majority of the board of directors of the company.</b>

## ***Statement of Compliance***

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*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:* **BURGES SALMON LLP**

*Agent's Address:* **ONE GLASS WHARF  
BRISTOL  
UNITED KINGDOM  
BS2 0ZX**

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## ***Authorisation***

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

*Agent's Name:* **BURGES SALMON LLP**

*Agent's Address:* **ONE GLASS WHARF  
BRISTOL  
UNITED KINGDOM  
BS2 0ZX**

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# COMPANY HAVING A SHARE CAPITAL

## Memorandum of Association of FARMISON GROUP 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
INVERLEITH 1B LIMITED PARTNERSHIP	Authenticated Electronically

Dated: 17/02/2022