

**FILE COPY**



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

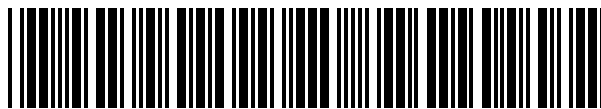
Company Number **14913705**

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

**ABCAP 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 **5th June 2023**



\*N14913705H\*



**Companies House**



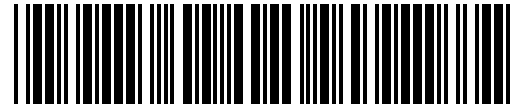
**THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES**



Companies House

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

**Application to register a company**



Received for filing in Electronic Format on the: **01/06/2023**

**XC4QFLXM**

*Company Name in full:*

**ABCAP LTD**

*Company Type:*

**Private company limited by shares**

*Situation of Registered Office:*

**England and Wales**

*Proposed Registered Office Address:*

**C/O MILLS & CO ACCOUNTANTS CONWY BUSINESS CENTRE  
LLANDUDNO JUNCTION  
CONWY  
UNITED KINGDOM LL31 9XX**

*Sic Codes:*

**96090**

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

**Private (Ltd by Shares)**

## ***Proposed Officers***

---

### ***Company Director      1***

*Type:* **Person**

*Full Forename(s):* **MR OWEN ANTONY**

*Surname:* **SMITH**

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

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

*Date of Birth:* **\*\*/02/1990**                      *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):* **MRS REBECCA**

*Surname:* **SMITH**

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

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

*Date of Birth:* **\*\*/08/1992**                      *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):* **MR DAVID**

*Surname:* **KELLER**

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

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

*Date of Birth:* **\*\*/10/1980** *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>	<b>ORDINARY</b>	<i>Number allotted</i>	<b>100</b>
	<b>SHARES</b>	<i>Aggregate nominal value:</i>	<b>100</b>
<i>Currency:</i>	<b>GBP</b>		
<i>Prescribed particulars</i>			

**EACH SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. EACH SHARE IS ENTITLED PARI PASSU TO DIVIDEND PAYMENTS OR ANY OTHER DISTRIBUTION. EACH SHARE IS ENTITLED PARI PASSU TO PARTICIPATE IN A DISTRIBUTION ARISING FROM A WINDING UP OF THE COMPANY.**

<i>Class of Shares:</i>	<b>ORDINARY</b>	<i>Number allotted</i>	<b>3</b>
	<b>SHARES</b>	<i>Aggregate nominal value:</i>	<b>3</b>
	<b>B</b>		
<i>Currency:</i>	<b>GBP</b>		
<i>Prescribed particulars</i>			

**EACH SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. EACH SHARE IS ENTITLED PARI PASSU TO DIVIDEND PAYMENTS OR ANY OTHER DISTRIBUTION. EACH SHARE IS ENTITLED PARI PASSU TO PARTICIPATE IN A DISTRIBUTION ARISING FROM A WINDING UP OF THE COMPANY.**

---

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

---

<i>Currency:</i>	<b>GBP</b>	<i>Total number of shares:</i>	<b>103</b>
		<i>Total aggregate nominal value:</i>	<b>103</b>
		<i>Total aggregate unpaid:</i>	<b>0</b>

## *Initial Shareholdings*

---

*Name:* **OWEN SMITH**

*Address* **C/O MILLS & CO  
ACCOUNTANTS CONWY  
BUSINESS CENTRE  
LLANDUDNO JUNCTION  
CONWY  
UNITED KINGDOM  
LL31 9XX**

*Class of Shares:* **ORDINARY SHARES**

*Number of shares:* **74**  
*Currency:* **GBP**  
*Nominal value of each share:* **1**  
*Amount unpaid:* **0**  
*Amount paid:* **1**

*Class of Shares:* **ORDINARY SHARES B**

*Number of shares:* **1**  
*Currency:* **GBP**  
*Nominal value of each share:* **1**  
*Amount unpaid:* **0**  
*Amount paid:* **1**

*Name:* **REBECCA SMITH**

*Address* **C/O MILLS & CO  
ACCOUNTANTS CONWY  
BUSINESS CENTRE  
LLANDUDNO JUNCTION  
CONWY  
UNITED KINGDOM  
LL31 9XX**

*Class of Shares:* **ORDINARY SHARES**

*Number of shares:* **1**  
*Currency:* **GBP**  
*Nominal value of each share:* **1**  
*Amount unpaid:* **0**  
*Amount paid:* **1**

*Class of Shares:* **ORDINARY SHARES B**

*Number of shares:* **1**  
*Currency:* **GBP**  
*Nominal value of each share:* **1**  
*Amount unpaid:* **0**  
*Amount paid:* **1**

*Name:* **DAVID KELLER**

*Address* **C/O MILLS & CO  
ACCOUNTANTS CONWY  
BUSINESS CENTRE  
LLANDUDNO JUNCTION  
CONWY**

*Class of Shares:* **ORDINARY SHARES**

*Number of shares:* **25**  
*Currency:* **GBP**

**UNITED KINGDOM**  
**LL31 9XX**

*Nominal value of each share:* **1**  
*Amount unpaid:* **0**  
*Amount paid:* **1**

*Class of Shares:* **ORDINARY SHARES B**

*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 OWEN ANTONY SMITH**

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

*Date of Birth:* **\*\*/02/1990** *Nationality:* **BRITISH**

*Service address recorded as Company's registered office*

*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.*

<i>Nature of control</i>	<b>The person holds, directly or indirectly, more than 50% but less than 75% of the shares in the company.</b>
<i>Nature of control</i>	<b>The person holds, directly or indirectly, more than 50% but less than 75% of the voting rights in the company.</b>

## ***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:* **MILLS & CO ACCOUNTANTS (NW) LTD**

*Agent's Address:* **CONWY BUSINESS CENTRE  
LLANDUDNO JUNCTION  
CONWY  
UNITED KINGDOM  
LL31 9XX**

---

## ***Authorisation***

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

*Agent's Name:* **MILLS & CO ACCOUNTANTS (NW) LTD**

*Agent's Address:* **CONWY BUSINESS CENTRE  
LLANDUDNO JUNCTION  
CONWY  
UNITED KINGDOM  
LL31 9XX**

---

# COMPANY HAVING A SHARE CAPITAL

## Memorandum of Association of ABCAP 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.

Name of each subscriber	Authentication
OWEN SMITH	Authenticated Electronically
REBECCA SMITH	Authenticated Electronically
DAVID KELLER	Authenticated Electronically

Dated: 01/06/2023