

# OS IN01

## Registration of an overseas company opening a UK establishment



Companies House

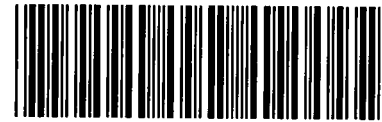
100177/20

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  
UK establishment.

☐ **What this form is NOT**  
You cannot use this form  
the details of an existing  
officer or establishment.

SATURDAY



A20 16/01/2021 #243  
COMPANIES HOUSE

### Part 1 Overseas company details (Name)

For official use

#### A1 Corporate name of overseas company

Corporate name<sup>①</sup>

AF Pipe Solutions ApS

Do you propose to carry on business in the UK under the corporate name as  
incorporated in your home state or country, or under an alternative name?

- To register using your corporate name, go to **Section A3**.
- To register using an alternative name, go to **Section A2**.

#### → Filling in this form

Please complete in typescript (10pt  
or above), or in bold black capitals

All fields are mandatory unless  
specified or indicated by \*

<sup>①</sup> This must be the corporate name in  
the home state or country in which  
the company is incorporated.

#### A2 Alternative name of overseas company \*

Please show the alternative name that the company will use to do business  
in the UK.

Alternative name  
(if applicable) <sup>②</sup>

<sup>②</sup> A company may register an  
alternative name under which it  
proposes to carry on business in the  
United Kingdom under Section 1048  
of the Companies Act 2006. Once  
registered it is treated as being its  
corporate name for the purposes of  
law in the UK.

#### A3 Overseas company name restrictions<sup>③</sup>

Please tick the box only if the proposed company name contains sensitive or  
restricted words or expressions that require you to seek comments of a  
government department or other specified body.

- ☐ I confirm that the proposed company name contains sensitive or  
restricted 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.

#### <sup>③</sup> Overseas company name restrictions

A list of sensitive or restricted words  
or expressions that require consent  
can be found in guidance available  
on our website:

[www.gov.uk/companieshouse](http://www.gov.uk/companieshouse)

## Part 2 Overseas company details

<b>B1</b>	<b>Particulars previously delivered</b>		<p>① The particulars are: legal form, identity of register, number in registration, director and secretaries details, whether the company is a credit or financial institution, law, governing law, accounting requirements, objects, share capital, constitution, and accounts.</p>
<p>Have particulars about this company been previously delivered in respect of another UK establishment. ①</p> <p>→ No Go to Section B2.</p> <p>→ Yes Please enter the registration number below and then go to Part 5 of the form. Please note the original UK establishment particulars must be filed up to date.</p>			
UK establishment registration number	<div style="display: flex; align-items: center;"> <div style="border: 1px solid black; padding: 2px 5px;">B</div> <div style="border: 1px solid black; padding: 2px 5px;">R</div> <div style="border: 1px solid black; width: 20px; height: 20px; margin: 0 2px;"></div> <div style="border: 1px solid black; width: 20px; height: 20px; margin: 0 2px;"></div> <div style="border: 1px solid black; width: 20px; height: 20px; margin: 0 2px;"></div> <div style="border: 1px solid black; width: 20px; height: 20px; margin: 0 2px;"></div> <div style="border: 1px solid black; width: 20px; height: 20px; margin: 0 2px;"></div> <div style="border: 1px solid black; width: 20px; height: 20px; margin: 0 2px;"></div> </div>		
<b>B2</b>	<b>Credit or financial institution</b>		<p>② Please tick one box.</p>
<p>Is the company a credit or financial institution? ②</p> <p><input type="checkbox"/> Yes</p> <p><input checked="" type="checkbox"/> No</p>			
<b>B3</b>	<b>Company details</b>		<p>③ Please state whether or not the company is limited. Please also include whether the company is a private or public company if applicable.</p> <p>④ This will be the registry where the company is registered in its parent country.</p>
<p>If the company is registered in its country of incorporation, please enter the details below.</p>			
Legal form ③	Private, Limited		
Country of incorporation *	Denmark		
Identity of register in which it is registered ④	Danish Business Authority		
Registration number in that register	<div style="display: flex; align-items: center;"> <div style="border: 1px solid black; padding: 2px 5px;">3</div> <div style="border: 1px solid black; padding: 2px 5px;">7</div> <div style="border: 1px solid black; padding: 2px 5px;">4</div> <div style="border: 1px solid black; padding: 2px 5px;">7</div> <div style="border: 1px solid black; padding: 2px 5px;">3</div> <div style="border: 1px solid black; padding: 2px 5px;">8</div> <div style="border: 1px solid black; padding: 2px 5px;">7</div> <div style="border: 1px solid black; padding: 2px 5px;">1</div> <div style="border: 1px solid black; width: 20px; height: 20px; margin: 0 2px;"></div> <div style="border: 1px solid black; width: 20px; height: 20px; margin: 0 2px;"></div> </div>		
<b>B4</b>	<b>Governing law and accounting requirements</b>		<p>⑤ This means the relevant rules or legislation which regulates the incorporation of companies in that state.</p>
<p>Please give the law under which the company is incorporated.</p>			
Governing law ⑤	Danish Law		
<p>Is the company required to prepare, audit and disclose accounting documents under parent law?</p> <p>→ Yes Complete the details below.</p> <p>→ No Go to Part 3.</p>			
<p>Please give the period for which the company is required to prepare accounts by parent law.</p>			
From	<div style="display: flex; align-items: center;"> <div style="border: 1px solid black; padding: 2px 5px;">d</div> <div style="border: 1px solid black; padding: 2px 5px;">d</div> <div style="margin: 0 10px;">/</div> <div style="border: 1px solid black; padding: 2px 5px;">m</div> <div style="border: 1px solid black; padding: 2px 5px;">m</div> </div>		
To	<div style="display: flex; align-items: center;"> <div style="border: 1px solid black; padding: 2px 5px;">d</div> <div style="border: 1px solid black; padding: 2px 5px;">d</div> <div style="margin: 0 10px;">/</div> <div style="border: 1px solid black; padding: 2px 5px;">m</div> <div style="border: 1px solid black; padding: 2px 5px;">m</div> </div>		
Months	<p>Please give the period allowed for the preparation and public disclosure of accounts for the above accounting period.</p>		

# OS IN01

## Registration of an overseas company opening a UK establishment

B5

### Latest disclosed accounts

Are copies of the latest disclosed accounts being sent with this form? Please note if accounts have been disclosed, a copy must be sent with the form, and, if applicable, with a certified translation. <sup>①</sup>

☐ Yes.

Please indicate what documents have been disclosed.

☐ Please tick this box if you have enclosed a copy of the accounts.

☐ Please tick this box if you have enclosed a certified translation of the accounts.

☐ Please tick this box if no accounts have been disclosed.

<sup>①</sup> Please tick the appropriate box(es).

## Part 3 Constitution

### C1 Constitution of company

The following documents must be delivered with this application.

- Certified copy of the company's constitution and, if applicable, a certified translation.

Please tick the appropriate box(es) below.

- ☒ I have enclosed a certified copy of the company's constitution. <sup>①</sup>
- ☒ I enclose a certified translation, if applicable. <sup>②</sup>

<sup>①</sup> A certified copy is defined as a copy certified as correct and authenticated by - the secretary or a director of the company, permanent representative, administrator, administrative receiver, receiver manager, receiver and liquidator.

<sup>②</sup> A certified translation into English must be authenticated by the secretary or a director of the company, permanent representative, administrator, administrative receiver, receiver manager, receiver and liquidator.

### C2 Constitutional documents

Are all of the following details in the copy of the constitutional documents of the company?

- Address of principal place of business or registered office in home country of incorporation
- Objects of the Company
- Amount of issued share capital

→ Yes Go to Part 4 'Officers of the company'

→ No If any of the above details are not included in the constitutional documents, please enter them in Section C3.

The information is not required if it is contained within the constitutional documents accompanying this registration.

### C3 Information not included in the constitutional documents

Please give the address of principal place of business or registered office in the country of incorporation. <sup>①</sup>

Building name/number	3 - 5									
Street	Poppelgaardvej									
Post town	Soeborg									
County/Region										
Postcode	2	8	6	0						
Country	Denmark									
	Please give the objects of the company and the amount of issued share capital.									
Objects of the company <sup>④</sup>	To sell gas safety pipe and fittings									
Amount of issued share capital <sup>⑤</sup>	Forty thousand kroner									

<sup>①</sup> This address will appear on the public record.

<sup>④</sup> Please give a brief description of the company's business.

<sup>⑤</sup> Please specify the amount of shares issued and the value.

## Part 4 Officers of the company

Have particulars about this company been previously delivered in respect of another UK establishment?

→ **Yes** Please ensure you entered the registration number in **Section B1** and then go to **Part 5** of this form.

→ **No** Complete the officer details.

For a secretary who is an individual, go to **Section D1**; for a corporate secretary, go to **Section E1**; for a director who is an individual, go to **Section F1**; or for a corporate director, go to **Section G1**.

### Continuation pages

Please use a continuation page if you need to enter more officer details.

### Secretary

#### D1 Secretary details<sup>1</sup>

Use this section to list all the secretaries of the company. Please complete **Sections D1-D3**. For a corporate secretary, complete **Sections E1-E5**. Please use a continuation page if necessary.

Full forename(s)

Surname

Former name(s)<sup>2</sup>

#### <sup>1</sup> Corporate details

Please use Sections E1-E5 to enter corporate secretary details.

#### <sup>2</sup> Former name(s)

Please provide any previous names (including maiden or married names) which have been used for business purposes in the last 20 years.

#### D2 Secretary's service address<sup>3</sup>

Building name/number

Street

Post town

County/Region

Postcode

Country

#### <sup>3</sup> Service address

This is the address that will appear on the public record. This does not have to be your usual residential address.

If you provide your residential address here it will appear on the public record.

#### D3 Secretary's authority

Please enter the extent of your authority as secretary. Please tick one box.

Extent of authority

- ☐ Limited <sup>4</sup>  
☐ Unlimited

Description of limited authority, if applicable

Are you authorised to act alone or jointly? Please tick one box.

- ☐ Alone  
☐ Jointly <sup>5</sup>

If applicable, name(s) of person(s) with whom you are acting jointly

<sup>4</sup> If you have indicated that the extent of your authority is limited, please provide a brief description of the limited authority in the box below.

<sup>5</sup> If you have indicated that you are not authorised to act alone but only jointly, please enter the name(s) of the person(s) with whom you are authorised to act below.

# OS IN01

## Registration of an overseas company opening a UK establishment

### Corporate secretary

**E1**

#### Corporate secretary details<sup>①</sup>

Use this section to list all the corporate secretaries of the company.  
Please complete Sections E1-E3. Please use a continuation page if necessary.

Name of corporate body or firm	
Building name/number	
Street	
Post town	
County/Region	
Postcode	
Country	

**① Registered or principal address**  
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 a PO box number (unless contained within a full address) or DX number.

**E2**

#### Legal details

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.

Legal form of the corporate body or firm	
Governing law	
If applicable, where the company/firm is registered <sup>②</sup>	
If applicable, the registration number	

**②** Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register

**E3**

#### Corporate secretary's authority

Please enter the extent of your authority as corporate secretary.  
Please tick one box.

Extent of authority	<input type="checkbox"/> Limited <sup>①</sup> <input type="checkbox"/> Unlimited
Description of limited authority, if applicable	<p>Are you authorised to act alone or jointly? Please tick one box.</p> <p><input type="checkbox"/> Alone <input type="checkbox"/> Jointly <sup>②</sup></p>
If applicable, name(s) of person(s) with whom you are acting jointly	

**①** If you have indicated that the extent of your authority is limited, please provide a brief description of the limited authority in the box below.

**②** If you have indicated that you are not authorised to act alone but only jointly, please enter the name(s) of the person(s) with whom you are authorised to act below.

# OS IN01

## Registration of an overseas company opening a UK establishment

### Director

<b>F1</b>	<b>Director details <sup>①</sup></b>	
	Use this section to list all the directors of the company. Please complete Sections F1-F5. For a corporate director, complete Sections G1-G3. Please use a continuation page if necessary.	
Full forename(s)	Christopher James	
Surname	Underwood	
Former name(s) <sup>②</sup>		
Country/State of residence <sup>③</sup>	United Kingdom	
Nationality	Dual, British and Danish	
Month/year of birth <sup>④</sup>	X X 0 6 1 9 8 0	
Business occupation (if any) <sup>⑤</sup>	Director	

**① Corporate details**  
Please use Sections G1-G3 to enter corporate director details.

**② Former name(s)**  
Please provide any previous names (including maiden or married names) which have been used for business purposes in the last 20 years.

**③ Country/State of residence**  
This is in respect of your usual residential address as stated in Section F5.

**④ Month and year of birth**  
Please provide month and year only. Provide full date of birth in section F4.

**⑤ Business occupation**  
If you have a business occupation, please enter here. If you do not, please leave blank.

<b>F2</b>	<b>Director's service address <sup>⑥</sup></b>	
Building name/number	6	
Street	Prince William Way	
Post town	Sawston	
County/Region	Cambridgeshire	
Postcode	C B 2 2 3 S Z	
Country	United Kingdom	

**⑥ Service address**  
This is the address that will appear on the public record. This does not have to be your usual residential address.

If you provide your residential address here it will appear on the public record.

<b>F3</b>	<b>Director's authority</b>	
	Please enter the extent of your authority as director. Please tick one box.	
Extent of authority	<input type="checkbox"/> Limited <sup>⑦</sup> <input checked="" type="checkbox"/> Unlimited	
Description of limited authority, if applicable		
	Are you authorised to act alone or jointly? Please tick one box.	
	<input checked="" type="checkbox"/> Alone <input type="checkbox"/> Jointly <sup>⑧</sup>	
If applicable, name(s) of person(s) with whom you are acting jointly		

**⑦** If you have indicated that the extent of your authority is limited, please provide a brief description of the limited authority in the box below.

**⑧** If you have indicated that you are not authorised to act alone but only jointly, please enter the name(s) of the person(s) with whom you are authorised to act below.

**Corporate director****G1****Corporate director details ①**

Use this section to list all the corporate directors of the company.  
Please complete G1-G3. Please use a continuation page if necessary.

Name of corporate body or firm

Building name/number

Street

Post town

County/Region

Postcode

Country

**① Registered or principal address**  
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 a PO box number (unless contained within a full address) or DX number.

**G2****Legal details**

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.

Legal form of the corporate body or firm

Governing law

If applicable, where the company/firm is registered ②

If applicable, the registration number

**②** Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register

**G3****Corporate director's authority**

Please enter the extent of your authority as corporate director.  
Please tick one box.

Extent of authority

- ☐ Limited ①  
☐ Unlimited

Description of limited authority, if applicable

Are you authorised to act alone or jointly? Please tick one box.

- ☐ Alone  
☐ Jointly ②

If applicable, name(s) of person(s) with whom you are acting jointly

**①** If you have indicated that the extent of your authority is limited, please provide a brief description of the limited authority in the box below.

**②** If you have indicated that you are not authorised to act alone but only jointly, please enter the name(s) of the person(s) with whom you are authorised to act below.



OS IN01

Registration of an overseas company opening a UK establishment

**Part 5 UK establishment details****H1 Documents previously delivered - constitution**

Has the company previously registered a certified copy of the company's constitution with material delivered in respect of another UK establishment?

→ **No** Go to **Section H3**.→ **Yes** Please enter the UK establishment number below and then go to **Section H2**.UK establishment  
registration number

B

R

**H2****Documents previously delivered – accounting documents**

Has the company previously delivered a copy of the company's accounting documents with material delivered in respect of another UK establishment?

→ **No** Go to **Section H3**.→ **Yes** Please enter the UK establishment number below and then go to **Section H3**.UK establishment  
registration number

B

R

**H3****Delivery of accounts and reports**This section **must** be completed. Please state if the company intends to comply with accounting requirements with respect to this establishment or in respect of another UK establishment. <sup>①</sup>☒ In respect of this establishment. Please go to **Section H4**.☐ In respect of another UK establishment. Please give the registration number below, then go to **Section H4**.<sup>①</sup> Please tick the appropriate box.UK establishment  
registration number

B

R

**H4****Particulars of UK establishment <sup>①</sup>**You **must** enter the name and address of the UK establishment.

Name of establishment

AF Pipe Solutions ApS

Building name/number

Unit G, Eastern Counties Leather Industrial Estate

Street

London road

Post town

Pampisford

County/Region

Cambridgeshire

Postcode

C B 2 2 3 E E

Country

United Kingdom

Please give the date the establishment was opened and the business of the establishment.

Date establishment  
opened

0 4 0 1 2 0 2 1

Business carried on at  
the UK establishment

Production of pipe components

<sup>①</sup> Address

This is the address that will appear on the public record.

**Part 6 Permanent representative**

Please enter the name and address of every person authorised to represent the company as a permanent representative of the company in respect of the UK establishment.

**J1 Permanent representative's details**

Please use this section to list all the permanent representatives of the company. Please complete **Sections J1-J4**.

**Continuation pages**

Please use a continuation page if you need to enter more details.

Full forename(s) Christopher James

Surname Underwood

**J2 Permanent representative's service address<sup>①</sup>**

Building name/number 6

Street Prince William Way

Post town Sawston

County/Region Cambridgeshire

Postcode C B 2 2 3 S Z

Country United Kingdom

**① Service address**

This is the address that will appear on the public record. This does not have to be your usual residential address.

If you provide your residential address here it will appear on the public record.

**J3 Permanent representative's authority**

Please enter the extent of your authority as permanent representative. Please tick one box.

Extent of authority  
☐ Limited <sup>②</sup>  
☒ Unlimited

Description of limited authority, if applicable

Are you authorised to act alone or jointly? Please tick one box.

☒ Alone  
☐ Jointly <sup>③</sup>

If applicable, name(s) of person(s) with whom you are acting jointly

<sup>②</sup> If you have indicated that the extent of your authority is limited, please provide a brief description of the limited authority in the box below.

<sup>③</sup> If you have indicated that you are not authorised to act alone but only jointly, please enter the name(s) of the person(s) with whom you are authorised to act below.

# OS IN01

Registration of an overseas company opening a UK establishment

## Part 7

### Person authorised to accept service

Does the company have any person(s) in the UK authorised to accept service of documents on behalf of the company in respect of its UK establishment?

→ **Yes** Please enter the name and service address of every person(s) authorised below.

→ **No** Tick the box below then go to **Part 8 'Signature'**.

☒ If there is no such person, please tick this box.

## K1

### Details of person authorised to accept service of documents in the UK

Please use this section to list all the persons' authorised to accept service below. Please complete **Sections K1-K2**.

#### Continuation pages

Please use a continuation page if you need to enter more details.

Full forename(s)

Surname

## K2

### Service address of person authorised to accept service <sup>①</sup>

Building name/number

Street

Post town

County/Region

Postcode

Country

#### ① Service address

This is the address that will appear on the public record. This does not have to be your usual residential address. Please note, a DX address would not be acceptable.

OS IN01

Registration of an overseas company opening a UK establishment

**Part 8**

**Signature**

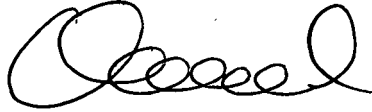
This must be completed by all companies.

I am signing this form on behalf of the company.

Signature

Signature

X



X

This form may be signed by:

Director, Secretary, Permanent representative.

# OS IN01

## Registration of an overseas company opening a UK establishment



### Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name Chris Underwood

Company name

Address 6 Prince William Way

Post town Sawston

County/Region Cambridgeshire

Postcode C B 2 2 3 S Z

Country United Kingdom

DX

Telephone 07389828273



### Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☒ The overseas corporate name on the form matches the constitutional documents exactly.
- ☐ You have included a copy of the appropriate correspondence in regard to sensitive words, if appropriate.
- ☒ You have included certified copies and certified translations of the constitutional documents, if appropriate.
- ☐ You have included a copy of the latest disclosed accounts and certified translations, if appropriate.
- ☒ You have completed all of the company details in Section B3 if the company has not registered an existing establishment.
- ☒ You have complete details for all company secretaries and directors in Part 4 if the company has not registered an existing establishment.
- ☒ Any addresses given must be a physical location. They cannot be a PO Box number (unless part of a full service address) DX number.
- ☒ You have completed details for all permanent representatives in Part 6 and persons authorised to accept service in Part 7.
- ☒ You have signed the form.
- ☒ You have enclosed the correct fee.



### Important information

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



### How to pay

A fee of £20 is payable to Companies House in respect of a registration of an overseas company. Make cheques or postal orders payable to 'Companies House.'



### 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:

#### England and Wales:

The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ.  
DX 33050 Cardiff.

#### Scotland:

The Registrar of Companies, Companies House, Fourth floor, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh, Scotland, EH3 9FF.  
DX ED235 Edinburgh 1.

#### 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.

#### Higher protection

If you are applying for, or have been granted, higher protection, 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.gov.uk/companieshouse](http://www.gov.uk/companieshouse) or email [enquiries@companieshouse.gov.uk](mailto:enquiries@companieshouse.gov.uk)

This form is available in an alternative format. Please visit the forms page on the website at [www.gov.uk/companieshouse](http://www.gov.uk/companieshouse)

# Constitution

For

## AF Pipe Solutions ApS

(ENGLISH CERTIFIED TRANSLATION 14<sup>th</sup> December 2020)

I certify that this document is a true and accurate translation of the original document.

DIRECTOR, CHRISTOPHER JAMES UNDERWOOD 06/01/21



### Company name & purpose

1. The company's name is AF Pipe Solutions ApS
2. The company's purpose is to sell gas safety pipe and fittings according to the leaderships defined purpose

### Company capital

3. The company's share capital is kr.40.000,00, forty thousand danish kroner, split into shares of 100 and multiplied thereof.  
The company's share capital is fully paid
4. The company's share-holders name & addresses are included in the company ownership statement.
5. When the accounts are approved at the annual board meeting, there can be paid out annual share dividend, to the nominated share-holders stated in the ownership statement as owner of the share capital. Dividend that is not withdrawn after 5 years from the dividend date will returned to the company's accounts.

### Annual meetings

6. The company's ordinary annual meeting is conducted at the company's address.

The ordinary annual meeting is conducted within 5 months of the end of the accounting year

An extraordinary meeting can be held latest 2 weeks after the board of directors or majority share owner has requested such meeting

Leadership meetings are called in by the owners with a letter to all share holders at the address provided on the share owners certificate with a maximum of 4 weeks notice, and minimum of 8 days notice. The invitation includes the agenda of items to be treated during the board meeting. As long as there are changes to the company's statement that shall be treated at the board meeting, the proposal of change shall also be included in the invitation.

Latest eight days before the board meeting, the agenda and completed proposal together with the ordinary board meeting annual report and annual statement be prepared for each noted share-holder, and be available for inspection for the share-holders at the company's office.

Every share-holder has the right to get a particular subject treated at the board meeting, as long as the written statement is submitted before the board of directors latest five weeks before the board meeting is held

7. At the ordinary annual meeting the following items shall be treated:
- a. Selection of chairman
  - b. The directors statement for the company's previous year
  - c. Put forth of the company's accounts for approval together with the company statement
  - d. Decision about use of profit or how to cover loss with respect to the approved accounts
  - e. Selection of the board of directors
  - f. Other proposals from the directors or share-holders

#### **Representation and voting rights**

8. Each share-holder has the right to participate in the board meeting and make a statement  
Each share of 100kr gives one vote

At the annual meeting there can only be decided decisions about the proposal that have been included in the agenda. The items to be treated are decided by a simple voting majority, unless the share-holder law or company's statement allows for special rules about representation and majority.

In case of equal voting, the selection of the chairman, members of the directors, accountant and other be decided by drawing out of a hat.

The items treated during the annual meeting will be included in the company's statement and negotiation protocol which is signed by the chairman.

As long as all the share-holders are in agreement, a decision can be taken without conducting an annual meeting or without changing the rules or procedure for invitation to a annual meeting. The decision however must be include in the company's negotiation protocol.

9. The company does not have a board of directors.
10. The annual meeting will employ one or more directors in the company that set the conditions for there position in the company.
11. The company is led by a director
12. The company is not using state authorised accountancy.
13. The company's accountancy year runs from 1/1 to 31/12
14. The annual report is decided under careful consideration for existing valuations and obligations, and in conjunction with realistic write-downs or write-offs

If there is non written-off loss from earlier years, profit can first be realised after profit has been used to write-off those losses.

Remaining amounts are applied after the annual meeting in accordance with further actions transferred to next years accountancy, or within the applicable law and rules for dividend payment to the share-holders.

Hereby accepted the 18<sup>th</sup> August 2020.

---



I certify that this is  
a true copy of the original  
document seen by me.

DIRECTOR, CHRISTOPHER JAMES UNDERWOOD

06/01/21 

## VEDTÆGTER

for

AF Pipe Solutions ApS

### SELSKABETS NAVN OG FORMÅL

#### § 1.

Selskabets navn er Pipe Solutions ApS

#### § 2.

Selskabets formål er at sælge gasrør samt anden efter ledelsens skøn hermed beslægtet virksomhed.

### SELSKABETS KAPITAL

#### § 3.

Selskabets anpartskapital er kr. 40.000,00, skriver kroner fyrretusinde, fordelt på en eller flere anparter á 100 eller multipla heraf.

Anpartskapitalen er fuldt indbetalt.

#### § 4.

Anpartshaveres navn og adresse indføres i ejerbogen.

#### § 5.

Når regnskabet er godkendt af generalforsamlingen, udbetales det årlige udbytte på selskabets kontor til den, der i anpartsbogen står indtegnet som ejer af de pågældende anparter. Udbytte, der ikke er hævet inden 5 år efter forfaldsdagen, tilfalder selskabets dispositionsfond.

### GENERALFORSAMLINGER

#### § 6.

Selskabets generalforsamlinger afholdes på hjemstedet.

Ordinær generalforsamling afholdes inden 5 måneder efter udløbet af hvert regnskabsår.

Ekstraordinær generalforsamling skal afholdes senest 2 uger efter, at direktionen, en anpartshaver eller en generalforsamling har forlangt det.

Generalforsamlinger indkaldes af direktionen ved brev til anpartshaverne på den til anpartshaverfortegnelsen opgivne adresse med højst fire uger og mindst otte dages varsel. I indkaldelsen skal angives, hvilke anliggender der skal behandles på generalforsamlingen. Såfremt forslag til vedtægtsændringer skal behandles på generalforsamlingen, skal forslagens væsentligste indhold angives i indkaldelsen.

Senest otte dage før generalforsamlingen skal dagsordenen og de fuldstændige forslag samt for den ordinære generalforsamlings vedkommende tillige årsrapport og årsberetning tilstilles enhver noteret anpartshaver og samtidig fremlægges til eftersyn for anpartshaverne på selskabets kontor.

Enhver anpartshaver har ret til at få et bestemt emne behandlet på generalforsamlingen, såfremt denne skriftligt fremsætter krav herom overfor direktionen senest fem uger inden generalforsamlingens afholdelse.

## **§ 7.**

På den ordinære generalforsamling skal foretages:

1. Valg af dirigent.
2. Direktionens beretning om selskabets virksomhed i det forløbne år.
3. Fremlæggelse af årsrapport til godkendelse samt årsberetning.
4. Beslutning om anvendelse af overskud eller dækning af tab i henhold til det godkendte regnskab.
5. Valg af direktion.
6. Eventuelle forslag fra direktion eller anpartshavere.

## **REPRÆSENTATION OG STEMMERET**

## **§ 8.**

Enhver anpartshaver er berettiget til at deltage i generalforsamlingen og tage ordet der.

Hvert anpartsbeløb på kr. 100 giver en stemme.

På generalforsamlingen kan der kun træffes beslutning om de forslag, der har været optaget på dagsordenen. De på generalforsamlingen behandlede anliggender afgøres ved simpelt stemmeflertal, medmindre Anpartsselskabsloven eller vedtægterne foreskriver særlige regler om repræsentation og majoritet.

Står stemmerne lige, skal valg af dirigent, medlemmer af direktionen, revisorer og lignende afgøres ved lodtrækning.

Over det på generalforsamlingen passerende indføres beretning i selskabets forhandlingsprotokol, der underskrives af dirigenten.

Såfremt samtlige anpartshavere er enige herom, kan en beslutning træffes uden afholdelse af generalforsamling, eller uden iagttagelse af reglerne om fremgangsmåden ved afholdelsen af generalforsamling. Beslutningen skal dog indføres i selskabets forhandlingsprotokol.

## **§ 9.**

Selskabet skal ikke have nogen bestyrelse.

## **§ 10.**

Generalforsamlingen ansætter en eller flere direktører i selskabet og fastsætter vilkårene for den eller disses stilling.

## **§ 11.**

Selskabet tegnes af en direktør.

§ 12.

Selskabet har fravalgt revisionspligten.

§ 13.

Selskabets regnskabsår løber fra 1/1 til 31/12.

§ 14.

Årsrapporten opgøres under omhyggelig hensyntagen til tilstedeværende værdier og forpligtelser og under foretagelse af forsvarlige afskrivninger.

Henstår der uafskrevet underskud fra tidligere år, skal overskud først anvendes til afskrivning af dette.

Restbeløbet anvendes efter generalforsamlingens bestemmelse til yderligere henlæggelse, overførsel til næste års regnskab eller inden for den gældende lovgivnings regler til udbytte til anpartshavere.

Således vedtaget den 18. august 2020

**Dirigent:**



Christopher James Underwood

# FILE COPY



## CERTIFICATE OF REGISTRATION OF AN OVERSEA COMPANY

(Registration of UK establishment)

Company Number **FC038029**

UK Establishment No. BR023121

The Registrar of Companies, hereby certifies that

**AF PIPE SOLUTIONS ASP**

has this day been registered under the Companies Act 2006 as having established a UK establishment in the United Kingdom

Given at Companies House on **17th February 2021**



Companies House



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES