

File Copy



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

Company Number **9904637**

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

BAINBRIDGE HOLDINGS 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 **7th December 2015**



N09904637P

The above information was communicated by electronic means and authenticated by the Registrar of Companies under section 1115 of the Companies Act 2006



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: 04/12/2015



X4LJDEYQ

*Company Name
in full:* **BAINBRIDGE HOLDINGS LIMITED**

Company Type: **Private limited by shares**

*Situation of Registered
Office:* **England and Wales**

*Proposed Register
Office Address:* **LOWTHER HOUSE LOWTHER STREET
KENDAL
CUMBRIA
ENGLAND
LA9 4DX**

I wish to entirely adopt the following model articles: **Private (Ltd by Shares)**

Company Director 1

Type: **Person**
Full forename(s): **MR GEOFFREY**

Surname: **BAINBRIDGE**

Former names:

Service Address recorded as Company's registered office

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

Date of Birth: ****/09/1956** Nationality: **BRITISH**

Occupation: **ELECTRICIAN**

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

Company Director 2

Type: **Person**
Full forename(s): **MRS KATHRYN ALLISON**

Surname: **BAINBRIDGE**

Former names:

Service Address recorded as Company's registered office

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

Date of Birth: ****/03/1959** 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 STEPHEN**

Surname: **BAINBRIDGE**

Former names:

Service Address recorded as Company's registered office

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

Date of Birth: ****/11/1959** Nationality: **BRITISH**

Occupation: **ELECTRICIAN**

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

Company Director 4

Type: **Person**
Full forename(s): **MRS MARY MORROW**

Surname: **BAINBRIDGE**

Former names:

Service Address recorded as Company's registered office

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

Date of Birth: ****/05/1966** Nationality: **BRITISH**

Occupation: **DIRECTOR**

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

Statement of Capital (Share Capital)

Class of shares	A ORDINARY	<i>Number allotted</i>	1
		<i>Aggregate nominal value</i>	1
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

SHARES HAVE FULL VOTING RIGHTS AND ARE ENTITLED TO ATTEND ANY MEETINGS OR VOTE ON ANY RESOLUTIONS OF THE COMPANY. SHARES ARE SUBJECT TO PRE-EMPTION RIGHTS ON ALLOTMENT AND TRANSFER. SHARES ARE ELIGIBLE FOR DIVIDENDS. SHARES RANK EQUALLY WITH ALL OTHER CLASSES FOR ANY DISTRIBUTION ON A WINDING UP. SHARES ARE NOT REDEEMABLE SHARES. ALL SHARE RIGHTS ARE MORE PARTICULARLY DESCRIBED IN THE ARTICLES OF ASSOCIATION.

Class of shares	B ORDINARY	<i>Number allotted</i>	1
		<i>Aggregate nominal value</i>	1
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

SHARES HAVE FULL VOTING RIGHTS AND ARE ENTITLED TO ATTEND ANY MEETINGS OR VOTE ON ANY RESOLUTIONS OF THE COMPANY. SHARES ARE SUBJECT TO PRE-EMPTION RIGHTS ON ALLOTMENT AND TRANSFER. SHARES ARE ELIGIBLE FOR DIVIDENDS. SHARES RANK EQUALLY WITH ALL OTHER CLASSES FOR ANY DISTRIBUTION ON A WINDING UP. SHARES ARE NOT REDEEMABLE SHARES. ALL SHARE RIGHTS ARE MORE PARTICULARLY DESCRIBED IN THE ARTICLES OF ASSOCIATION.

Class of shares	C ORDINARY	<i>Number allotted</i>	1
		<i>Aggregate nominal value</i>	1
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

SHARES HAVE FULL VOTING RIGHTS AND ARE ENTITLED TO ATTEND ANY MEETINGS OR VOTE ON ANY RESOLUTIONS OF THE COMPANY. SHARES ARE SUBJECT TO PRE-EMPTION RIGHTS ON ALLOTMENT AND TRANSFER. SHARES ARE ELIGIBLE FOR DIVIDENDS. SHARES RANK EQUALLY WITH ALL OTHER CLASSES FOR ANY DISTRIBUTION ON A WINDING UP. SHARES ARE NOT REDEEMABLE SHARES. ALL SHARE RIGHTS ARE MORE PARTICULARLY DESCRIBED IN THE ARTICLES OF ASSOCIATION.

Class of shares	D ORDINARY	<i>Number allotted</i>	1
		<i>Aggregate nominal value</i>	1
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

SHARES HAVE FULL VOTING RIGHTS AND ARE ENTITLED TO ATTEND ANY MEETINGS OR VOTE ON ANY RESOLUTIONS OF THE COMPANY. SHARES ARE SUBJECT TO PRE-EMPTION RIGHTS ON ALLOTMENT AND TRANSFER. SHARES ARE ELIGIBLE FOR DIVIDENDS. SHARES RANK EQUALLY WITH ALL OTHER CLASSES FOR ANY DISTRIBUTION ON A WINDING UP. SHARES ARE NOT REDEEMABLE SHARES. ALL SHARE RIGHTS ARE MORE PARTICULARLY DESCRIBED IN THE ARTICLES OF ASSOCIATION.

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	4
		<i>Total aggregate nominal value</i>	4

Initial Shareholdings

Name: GEOFFREY BAINBRIDGE

<i>Address:</i> LOWTHER HOUSE LOWTHER STREET KENDAL CUMBRIA UNITED KINGDOM LA9 4DX	<i>Class of share:</i> A ORDINARY
	<i>Number of shares:</i> 1
	<i>Currency:</i> GBP
	<i>Nominal value of each share:</i> 1
	<i>Amount unpaid:</i> 0
	<i>Amount paid:</i> 1

Name: KATHRYN BAINBRIDGE

<i>Address:</i> LOWTHER HOUSE LOWTHER STREET KENDAL CUMBRIA UNITED KINGDOM LA9 4DX	<i>Class of share:</i> B ORDINARY
	<i>Number of shares:</i> 1
	<i>Currency:</i> GBP
	<i>Nominal value of each share:</i> 1
	<i>Amount unpaid:</i> 0
	<i>Amount paid:</i> 1

Name: STEPHEN BAINBRIDGE

<i>Address:</i> LOWTHER HOUSE LOWTHER STREET KENDAL CUMBRIA UNITED KINGDOM LA9 4DX	<i>Class of share:</i> C ORDINARY
	<i>Number of shares:</i> 1
	<i>Currency:</i> GBP
	<i>Nominal value of each share:</i> 1
	<i>Amount unpaid:</i> 0
	<i>Amount paid:</i> 1

Name: MARY BAINBRIDGE

Address: LOWTHER HOUSE LOWTHER
STREET
KENDAL
CUMBRIA
UNITED KINGDOM
LA9 4DX

Class of share: D ORDINARY

Number of shares: 1

Currency: GBP

*Nominal value of
each share:* 1

Amount unpaid: 0

Amount paid: 1

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: **STABLES THOMPSON & BRISCOE**

Agent's Address: **LOWTHER HOUSE LOWTHER STREET
KENDAL
CUMBRIA
UNITED KINGDOM
LA9 4DX**

Authorisation

Authoriser Designation: **agent**

Authenticated: **Yes**

Agent's Name: **STABLES THOMPSON & BRISCOE**

Agent's Address: **LOWTHER HOUSE LOWTHER STREET
KENDAL
CUMBRIA
UNITED KINGDOM
LA9 4DX**

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of BAINBRIDGE HOLDINGS 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
Geoffrey Bainbridge	Authenticated Electronically
Kathryn Bainbridge	Authenticated Electronically
Stephen Bainbridge	Authenticated Electronically
Mary Bainbridge	Authenticated Electronically

Dated: 04/12/2015