



FILE COPY

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

Company Number **11003580**

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

HERBERT COLLINS ESTATES LIMITED

is this day incorporated under the Companies Act 2006 as a private company, that the company is limited by guarantee, and the situation of its registered office is in England and Wales

Given at Companies House on **9th October 2017**



N110035805



Companies House



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

In accordance with Section 9 of the Companies Act 2006

IN01

Application to register a company



Companies House

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 private or public company.

What this form is NOT for
You cannot use this form to register a limited liability partnership. To do this, please use form LL IN01. Do not use this form if any individual person with significant control is applying or has applied for protection from having their details disclosed on the public register. Contact enquiries@companieshouse.gov.uk to get a separate form.

For further information, please refer to our guidance at



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A15 27/09/2017 #379
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A34 12/09/2017 #20
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Part 1 Company details

A1 Company name

Check if a company name is available by using our name availability search:

www.companieshouse.gov.uk/info

Please show the proposed company name below.

Proposed company name in full

HERBERT COLLINS ESTATES LIMITED

For official use

HERBERT COLLINS ESTATES LIMITED

→ Filling in this form

Please complete in typescript or in bold black capitals.

All fields are mandatory unless specified or indicated by *

● Duplicate names

Duplicate names are not permitted. A list of registered names can be found on our website. There are various rules that may affect your choice of name. More information on this is available in our guidance at: www.gov.uk/companieshouse

A2 Company name restrictions

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.

● Company name restrictions

A list of sensitive or restricted words or expressions that require consent can be found in our guidance at www.gov.uk/companieshouse

A3 Exemption from name ending with 'Limited' or 'Cyfyngedig'

Please tick the box if you wish to apply for exemption from the requirement to have the name ending with 'Limited', 'Cyfyngedig' or permitted alternative

I confirm that the above proposed company meets the conditions for exemption from the requirement to have a name ending with 'Limited', 'Cyfyngedig' or permitted alternative.

● Name ending exemption

Only private companies that are limited by guarantee and meet other specific requirements or private companies that are charities are eligible to apply for this. For more details, please go to our website www.gov.uk/companieshouse

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A4

Company type ①

Please tick the box that describes the proposed company type and members' liability (only one box must be ticked):

- Public limited by shares
- Private limited by shares
- Private limited by guarantee
- Private unlimited with share capital
- Private unlimited without share capital

① Company type

If you are unsure of your company's type, please go to our website: www.gov.uk/companieshouse

A5

Principal business activity

Please show the trade classification code number(s) for the principal activity or activities. ②

Classification code 1	9	8	0	0	0
Classification code 2					
Classification code 3					
Classification code 4					

If you cannot determine a code, please give a brief description of the company's business activity below:

Principal activity description

② Principal business activity

You must provide a trade classification code (SIC code 2007) or a description of your company's main business in this section

A full list of the trade classification codes is available on our website: www.gov.uk/companieshouse

A6

Situation of registered office ③

Please tick the appropriate box below that describes the situation of the proposed registered office (only one box must be ticked):

- England and Wales
- Wales
- Scotland
- Northern Ireland

③ Registered office

Every company must have a registered office and this is the address to which the Registrar will send correspondence

For England and Wales companies, the address must be in England or Wales.

For Welsh, Scottish or Northern Ireland companies, the address must be in Wales, Scotland or Northern Ireland respectively

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Application to register a company

A7 Registered office address

Please give the registered office address of your company.	
Building name/number	75
Street	BASSETT GREEN ROAD
Post town	SOUTHAMPTON
County/Region	HAMPSHIRE
Postcode	S O 1 6 3 D W

Registered office address
 You must ensure that the address shown in this section is consistent with the situation indicated in section A6
 You must provide an address in England or Wales for companies to be registered in England and Wales
 You must provide an address in Wales, Scotland or Northern Ireland for companies to be registered in Wales, Scotland or Northern Ireland respectively.

A8 Articles of association

Please choose one option only and tick one box only.	
Option 1	<p>I wish to adopt one of the following model articles in its entirety. Please tick only one box.</p> <p><input type="checkbox"/> Private limited by shares</p> <p><input type="checkbox"/> Private limited by guarantee</p> <p><input type="checkbox"/> Public company</p>
Option 2	<p>I wish to adopt the following model articles with additional and/or amended provisions I attach a copy of the additional and/or amended provision(s). Please tick only one box.</p> <p><input type="checkbox"/> Private limited by shares</p> <p><input checked="" type="checkbox"/> Private limited by guarantee</p> <p><input type="checkbox"/> Public company</p>
Option 3	<p><input type="checkbox"/> I wish to adopt entirely bespoke articles. I attach a copy of the bespoke articles to this application.</p>

For details of which company type can adopt which model articles, please go to our website www.gov.uk/companieshouse
 A Community Interest Company (CIC) cannot adopt model articles. If you are incorporating a CIC you must tick option 3 and attach a copy of the bespoke articles.

A9 Restricted company articles

<p>Please tick the box below if the company's articles are restricted.</p> <p><input type="checkbox"/></p>
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Restricted company articles
 Restricted company articles are those containing provision for entrenchment. For more details, please go to our website: www.gov.uk/companieshouse

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Application to register a company

Part 2 Proposed officers

For private companies the appointment of a secretary is optional, however, if you do decide to appoint a company secretary you must provide the relevant details. Public companies are required to appoint at least one secretary.

Private companies must appoint at least one director who is an individual. Public companies must appoint at least two directors, one of which must be an individual.

For a secretary who is an individual, go to Section B1; For a corporate secretary, go to Section C1; For a director who is an individual, go to Section D1; For a corporate director, go to Section E1.

Secretary

B1

Secretary appointments ①

Please use this section to list all the secretary appointments taken on formation.
For a corporate secretary, complete Sections C1-C4.

Title*	
Full forename(s)	
Surname	
Former name(s) ②	

① Corporate appointments

For corporate secretary appointments, please complete section C1-C4 instead of section B.

Additional appointments

If you wish to appoint more than one secretary, please use the 'Secretary appointments' continuation page

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

B2

Secretary's service address ③

Building name/number	
Street	
Post town	
County/Region	
Postcode	
Country	

③ Service address

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

Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of secretaries as the company's registered office

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

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Application to register a company

Corporate secretary

C1	Corporate secretary appointments ①	Please use this section to list all the corporate secretary appointments taken on formation.	<p>① Additional appointments If you wish to appoint more than one corporate secretary, please use the 'Corporate secretary appointments' continuation page.</p> <p>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), DX number or LP (Legal Post in Scotland) number.</p>
	Name of corporate body/firm		
	Building name/number		
	Street		
	Post town		
	County/Region		
	Postcode		
	Country		

C2	Location of the registry of the corporate body or firm	
	Is the corporate secretary registered within the European Economic Area (EEA)?	
	→ Yes Complete Section C3 only	
	→ No Complete Section C4 only	

C3	EEA companies ②	
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register.	
	Where the company/firm is registered ③	
	Registration number	

② EEA
A full list of countries of the EEA can be found in our guidance www.gov.uk/companieshouse

③ This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)

C4	Non-EEA companies	
	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 ④	
	Registration number	

④ Non-EEA
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.

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Application to register a company

Director

D1 Director appointments ①

Please use this section to list all the director appointments taken on formation.
For a corporate director, complete Sections E1-E4.

Title*	
Full forename(s)	RAYMOND FRANCIS
Surname	GEORGE
Former name(s) ②	
Country/State of residence ③	ENGLAND
Nationality	BRITISH
Month/year of birth ④	X X '0 '8 '1 '9 '4 '0
Business occupation (if any) ⑤	

- ① **Appointments**
Private companies must appoint at least one director who is an individual. Public companies must appoint at least two directors, one of which must be an individual.
 - 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 D4.
 - ④ **Month and year of birth**
Please provide month and year only.
 - ⑤ **Business occupation**
If you have a business occupation, please enter here. If you do not, please leave blank.
- Additional appointments**
If you wish to appoint more than one director, please use the 'Director appointments' continuation page.

D2 Director's service address ⑥

Please complete the service address below. You must also fill in the director's usual residential address in Section D4.

Building name/number	75
Street	BASSETT GREEN ROAD
Post town	SOUTHAMPTON
County/Region	HAMPSHIRE
Postcode	S O 1 6 3 D W
Country	ENGLAND

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

Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of directors as the company's registered office.

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

IN01

Application to register a company

Director

D1 Director appointments ①

Please use this section to list all the director appointments taken on formation.
For a corporate director, complete Sections E1-E4.

Title*	
Full forename(s)	
Surname	
Former name(s) ②	
Country/State of residence ③	
Nationality	
Month/year of birth ④	X X m m y y y y
Business occupation (if any) ⑤	

- ① Appointments**
Private companies must appoint at least one director who is an individual. Public companies must appoint at least two directors, one of which must be an individual
 - 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 D4.
 - ④ Month and year of birth**
Please provide month and year only.
 - ⑤ Business occupation**
If you have a business occupation, please enter here. If you do not, please leave blank.
- Additional appointments**
If you wish to appoint more than one director, please use the 'Director appointments' continuation page.

D2 Director's service address ⑥

Please complete the service address below. You must also fill in the director's usual residential address in **Section D4**.

Building name/number	
Street	
Post town	
County/Region	
Postcode	
Country	

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

Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of directors as the company's registered office.

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

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Application to register a company

Corporate director

E1 Corporate director appointments ①		<p>① Additional appointments If you wish to appoint more than one corporate director, please use the 'Corporate director appointments' continuation page.</p> <p>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), DX number or LP (Legal Post in Scotland) number</p>									
Please use this section to list all the corporate directors taken on formation.											
Name of corporate body or firm											
Building name/number											
Street											
Post town											
County/Region											
Postcode	<table border="1"> <tr> <td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td> </tr> </table>										
Country											

E2 Location of the registry of the corporate body or firm	<p>Is the corporate director registered within the European Economic Area (EEA)?</p> <p>→ Yes Complete Section E3 only</p> <p>→ No Complete Section E4 only</p>
--	---

E3 EEA companies ②		<p>② EEA A full list of countries of the EEA can be found in our guidance www.gov.uk/companieshouse</p> <p>③ This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC).</p>
Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register.		
Where the company/firm is registered ③		
Registration number		

E4 Non-EEA companies		<p>④ Non-EEA 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.</p>
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 ④		
If applicable, the registration number		

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Part 3 Statement of capital

Does your company have share capital?
 → **Yes** Complete the sections below.
 → **No** Go to **Part 4 (Statement of guarantee)**.

F1 Statement of capital

Complete the table(s) below to show the share capital.
Complete a separate table for each currency (if appropriate). For example, add pound sterling in 'Currency table A' and Euros in 'Currency table B'.

Continuation pages
 Please use a continuation page if necessary

Currency <small>Complete a separate table for each currency</small>	Class of shares <small>E.g. Ordinary/Preference etc.</small>	Number of shares	Aggregate nominal value <small>(£, €, \$, etc)</small> <small>Number of shares issued multiplied by nominal value</small>	Total aggregate amount to be unpaid, if any <small>(£, €, \$, etc)</small> <small>Including both the nominal value and any share premium</small>
Currency table A				
Totals				
Currency table B				
Totals				
Currency table C				
Totals				
Totals (including continuation pages)			Total number of shares	Total aggregate nominal value ❶
				Total aggregate amount unpaid ❶

❶ Please list total aggregate values in different currencies separately. For example. £100 + €100 + \$10 etc.

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Application to register a company

F2

Statement of capital (Prescribed particulars of rights attached to shares)

Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in **Section F1**.

Class of share

Prescribed particulars

1

Prescribed particulars of rights attached to shares

- The particulars are
- a. particulars of any voting rights, including rights that arise only in certain circumstances;
 - b. particulars of any rights, as respects dividends, to participate in a distribution;
 - c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and
 - d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder

A separate table must be used for each class of share

Continuation pages

Please use the next page or a 'Statement of Capital (Prescribed particulars of rights attached to shares)' continuation page if necessary.

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Application to register a company

Class of share		
Prescribed particulars ①		<p>① Prescribed particulars of rights attached to shares</p> <p>The particulars are.</p> <ul style="list-style-type: none">a. particulars of any voting rights, including rights that arise only in certain circumstances;b. particulars of any rights, as respects dividends, to participate in a distribution,c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up), andd. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder <p>A separate table must be used for each class of share</p> <p>Continuation pages Please use a 'Statement of capital (Prescribed particulars of rights attached to shares)' continuation page if necessary</p>

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Application to register a company

F3

Initial shareholdings

This section should only be completed by companies incorporating with share capital.

Please complete the details below for each subscriber.

The addresses will appear on the public record. These do not need to be the subscribers' usual residential address.

Initial shareholdings

Please list the company's subscribers in alphabetical order.

Please use an 'Initial shareholdings' continuation page if necessary

Subscriber's details	Class of share	Number of shares	Currency	Nominal value of each share	Amount (if any) to be unpaid on each share (including the nominal value and any share premium)	Amount to be paid on each share (including the nominal value and any share premium)
Name						
Address						
Name						
Address						
Name						
Address						
Name						
Address						

Part 4 Statement of guarantee

Is your company limited by guarantee?
 → **Yes** Complete the sections below.
 → **No** Go to **Part 5** People with significant control (PSC).

G1 Subscribers

Please complete this section if you are a subscriber of a company limited by guarantee. The following statement is being made by each and every person named below.

I confirm that if the company is wound up while I am a member, or within one year after I cease to be a member, I will contribute to the assets of the company by such amount as may be required for:

- payment of debts and liabilities of the company contracted before I cease to be a member;
- payment of costs, charges and expenses of winding up, and;
- adjustment of the rights of the contributors among ourselves, not exceeding the specified amount below.

- 1 Name**
Please use capital letters.
- 2 Address**
The addresses in this section will appear on the public record. They do not have to be the subscribers' usual residential address.
- 3 Amount guaranteed**
Any valid currency is permitted.
- 4 Class of members**
Only complete this if there will be more than one class of members and if the subscribers are electing to keep members' information on the public register.

Continuation pages
Please use a 'Subscribers' continuation page if necessary

Subscriber's details

Forename(s) 1	RAYMOND FRANCIS
Surname 1	GEORGE
Address 2	75 BASSETT GREEN ROAD SOUTHAMPTON
Postcode	S O 1 6 3 D W
Amount guaranteed 3	£10
Class of member (if applicable) 4	

Subscriber's details

Forename(s) 1	HILARY LOUISE
Surname 1	CRANE
Address 2	6 LEASIDE WAY SOUTHAMPTON
Postcode	S O 1 6 3 D U
Amount guaranteed 3	£10
Class of member (if applicable) 4	

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Subscriber's details	
Forename(s) ❶	JOHN DEXTER
Surname ❶	DIXON
Address ❷	34 ETHELBURT AVENUE SOUTHAMPTON
Postcode	S O 1 6 3 D D
Amount guaranteed ❸	£10
Class of member (if applicable) ❹	

Subscriber's details	
Forename(s) ❶	BRIAN
Surname ❶	JOHNSTON
Address ❷	15 ETHELBURT AVENUE SOUTHAMPTON
Postcode	S O 1 6 3 D G
Amount guaranteed ❸	£10
Class of member (if applicable) ❹	

Subscriber's details	
Forename(s) ❶	ANGELA MARY
Surname ❶	COTTON
Address ❷	8 SUMMERFIELD GARDENS SOUTHAMPTON
Postcode	S O 1 6 3 D R
Amount guaranteed ❸	£10
Class of member (if applicable) ❹	

Subscriber's details	
Forename(s) ❶	ELIZABETH ROSE
Surname ❶	COX
Address ❷	11 STONEHAM LANE SOUTHAMPTON
Postcode	S O 1 6 2 N N
Amount guaranteed ❸	£10
Class of member (if applicable) ❹	

- ❶ **Name**
Please use capital letters.
 - ❷ **Address**
The addresses in this section will appear on the public record. They do not have to be the subscribers' usual residential address.
 - ❸ **Amount guaranteed**
Any valid currency is permitted.
 - ❹ **Class of members**
Only complete this if there will be more than one class of members and if the subscribers are electing to keep members' information on the public register.
- Continuation pages**
Please use a 'Subscribers' continuation page if necessary.

IN01 - continuation page
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G1	Subscriber's details
Forename(s) ❶	MICHELLE ANN
Surname ❶	HICKLING
Address ❷	100 ETHELBURT AVENUE SOUTHAMPTON
Postcode	S O 1 6 3 D E
Amount guaranteed ❸	£10
Class of member (if applicable) ❹	

	Subscriber's details
Forename(s) ❶	VALERIE
Surname ❶	LAURENT
Address ❷	43 LEASIDE WAY SOUTHAMPTON
Postcode	S O 1 6 3 D P
Amount guaranteed ❸	£10
Class of member (if applicable) ❹	

	Subscriber's details
Forename(s) ❶	GEOFFREY ROBERT
Surname ❶	WILLIAMS
Address ❷	31 STONEHAM LANE SOUTHAMPTON
Postcode	S O 1 6 3 N U
Amount guaranteed ❸	£10
Class of member (if applicable) ❹	

	Subscriber's details
Forename(s) ❶	
Surname ❶	
Address ❷	
Postcode	
Amount guaranteed ❸	
Class of member (if applicable) ❹	

- ❶ **Name**
Please use capital letters.
- ❷ **Address**
The addresses in this section will appear on the public record. They do not have to be the subscribers' usual residential address.
- ❸ **Amount guaranteed**
Any valid currency is permitted.
- ❹ **Class of members**
Only complete this if there will be more than one class of members and if the subscribers are electing to keep members' information on the public register.

Part 5 People with significant control (PSC)

Use this Part to tell us about people with significant control or registrable relevant legal entities in respect of the company. Do not use this Part to tell us about any individual people with significant control whose particulars must not be disclosed on the public record. You must use a separate form, which you can get by contacting us enquiries@companieshouse.gov.uk

If on incorporation there will be someone who will count as a person with significant control (either a registrable person or registrable relevant legal entity (RLE)) in relation to the company, tick the box in H1 and complete any relevant sections. If there will be no registrable person or RLE tick the box in H2 and go to **Part 6 Election to keep information on the public register.**

H1

Statement of initial significant control ¹

- On incorporation, there will be someone who will count as a person with significant control (either a registrable person or registrable RLE) in relation to the company.

1 Statement of initial significant control
If there will be a registrable person (which includes 'other registrable persons') or RLE, please complete the appropriate details in sections H, I & J

Please use the PSC continuation pages if necessary

H2

Statement of no PSC

(Please tick the statement below if appropriate)

- The company knows or has reason to believe that there will be no person with significant control (either a registrable person or RLE) in relation to the company

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Individual PSC

H3	Individual's details																	
	Use sections H3-H9 as appropriate to tell us about individuals with significant control who are registrable persons and the nature of their control in relation to the company																	
Title*																		
Full forename(s)	RAYMOND FRANCIS																	
Surname	GEORGE																	
Country/State of residence ¹	ENGLAND																	
Nationality	BRITISH																	
Month/year of birth ²	<table border="1" style="display: inline-table; border-collapse: collapse;"> <tr> <td style="width: 20px; height: 20px; text-align: center;">X</td> <td style="width: 20px; height: 20px; text-align: center;">X</td> <td style="width: 20px; height: 20px; text-align: center;">0</td> <td style="width: 20px; height: 20px; text-align: center;">8</td> <td style="width: 20px; height: 20px; text-align: center;">1</td> <td style="width: 20px; height: 20px; text-align: center;">9</td> <td style="width: 20px; height: 20px; text-align: center;">4</td> <td style="width: 20px; height: 20px; text-align: center;">0</td> </tr> <tr> <td style="font-size: 8px; text-align: center;">m</td> <td style="font-size: 8px; text-align: center;">m</td> <td style="font-size: 8px; text-align: center;">y</td> <td style="font-size: 8px; text-align: center;">y</td> <td style="font-size: 8px; text-align: center;">y</td> <td style="font-size: 8px; text-align: center;">y</td> <td style="font-size: 8px; text-align: center;">y</td> <td style="font-size: 8px; text-align: center;">y</td> </tr> </table>		X	X	0	8	1	9	4	0	m	m	y	y	y	y	y	y
X	X	0	8	1	9	4	0											
m	m	y	y	y	y	y	y											

1 Country/State of residence
This is in respect of the usual residential address as stated in section H6

2 Month and year of birth
Please provide month and year only

H4	Individual's service address ¹	
	Please complete the individual's service address below. You must also complete the individual's usual residential address in Section H6.	
Building name/number	75	
Street	BASSETT GREEN ROAD	
Post town	SOUTHAMPTON	
County/Region	HAMPSHIRE	
Postcode	S O 1 6 3 D W	
Country	ENGLAND	

1 Service address
This is the address that will appear on the public record. This does not have to be the individual's usual residential address

If you provide the individual's residential address here it will appear on the public record.

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Application to register a company

H7

Nature of control for an individual¹

Please indicate how the individual is a person with significant control over the company

Ownership of shares

The individual holds, directly or indirectly, the following percentage of shares in the company (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

Ownership of voting rights

The individual holds, directly or indirectly, the following percentage of voting rights in the company (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

Ownership of right to appoint/remove directors

- The individual holds, directly or indirectly, the right to appoint or remove a majority of the board of directors of the company

Significant influence or control (Only tick if none of the above apply)

- The individual has the right to exercise, or actually exercises, significant influence or control over the company

● Tick each that apply.

H8

Nature of control by a firm over which the individual has significant control²

The individual has the right to exercise or actually exercises significant influence or control over the activities of a firm that is not a legal person under its governing law, and:

the members of that firm (in their capacity as such) hold, directly or indirectly, the following percentage of shares in the company (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

the members of that firm (in their capacity as such) hold, directly or indirectly, the following percentage of voting rights in the company (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

- the members of that firm (in their capacity as such) hold the right, directly or indirectly, to appoint or remove a majority of the board of directors of the company

- the members of that firm (in their capacity as such) have the right to exercise, or actually exercise, significant influence or control over the company

● Tick each that apply.

IN01

Application to register a company

H9

Nature of control by a trust over which the individual has significant control ^①

The individual has the right to exercise or actually exercises significant influence or control over the activities of a trust and:

the trustees of that trust (in their capacity as such) hold, directly or indirectly, the following percentage of shares in the company (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

the trustees of that trust (in their capacity as such) hold, directly or indirectly, the following percentage of voting rights in the company (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

the trustees of that trust (in their capacity as such) hold the right, directly or indirectly, to appoint or remove a majority of the board of directors of the company

the trustees of that trust (in their capacity as such) have the right to exercise, or actually exercise, significant influence or control over the company

^① Tick each that apply.

IN01
Application to register a company

Individual PSC

H3	Individual's details		<p>1 Country/State of residence This is in respect of the usual residential address as stated in section H6.</p> <p>2 Month and year of birth Please provide month and year only.</p>					
Use sections H3-H9 as appropriate to tell us about individuals with significant control who are registrable persons and the nature of their control in relation to the company								
Title*								
Full forename(s)								
Surname								
Country/State of residence 1								
Nationality								
Month/year of birth 2	<div style="display: inline-block; border: 1px solid black; padding: 2px;">X</div> <div style="display: inline-block; border: 1px solid black; padding: 2px;">X</div>	<table border="1" style="display: inline-table; border-collapse: collapse;"> <tr> <td style="width: 20px; height: 20px;">m</td> <td style="width: 20px; height: 20px;">m</td> <td style="width: 20px; height: 20px;">y</td> <td style="width: 20px; height: 20px;">y</td> <td style="width: 20px; height: 20px;">y</td> <td style="width: 20px; height: 20px;">y</td> </tr> </table>	m	m	y	y	y	y
m	m	y	y	y	y			

H4	Individual's service address 1		<p>1 Service address This is the address that will appear on the public record. This does not have to be the individual's usual residential address.</p> <p>If you provide the individual's residential address here it will appear on the public record.</p>								
Please complete the individual's service address below. You must also complete the individual's usual residential address in Section H6.											
Building name/number											
Street											
Post town											
County/Region											
Postcode	<table border="1" style="display: inline-table; border-collapse: collapse;"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>										
Country											

IN01

Application to register a company

H7

Nature of control for an individual¹

Please indicate how the individual is a person with significant control over the company

Ownership of shares

The individual holds, directly or indirectly, the following percentage of shares in the company (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

Ownership of voting rights

The individual holds, directly or indirectly, the following percentage of voting rights in the company (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

Ownership of right to appoint/remove directors

- The individual holds, directly or indirectly, the right to appoint or remove a majority of the board of directors of the company

Significant influence or control (Only tick if none of the above apply)

- The individual has the right to exercise, or actually exercises, significant influence or control over the company

1 Tick each that apply.

H8

Nature of control by a firm over which the individual has significant control¹

The individual has the right to exercise or actually exercises significant influence or control over the activities of a firm that is not a legal person under its governing law, and:

the members of that firm (in their capacity as such) hold, directly or indirectly, the following percentage of shares in the company (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

the members of that firm (in their capacity as such) hold, directly or indirectly, the following percentage of voting rights in the company (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

- the members of that firm (in their capacity as such) hold the right, directly or indirectly, to appoint or remove a majority of the board of directors of the company

- the members of that firm (in their capacity as such) have the right to exercise, or actually exercise, significant influence or control over the company

1 Tick each that apply.

H9

Nature of control by a trust over which the individual has significant control 

The individual has the right to exercise or actually exercises significant influence or control over the activities of a trust and:

the trustees of that trust (in their capacity as such) hold, directly or indirectly, the following percentage of shares in the company (tick only one):


- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

the trustees of that trust (in their capacity as such) hold, directly or indirectly, the following percentage of voting rights in the company (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

the trustees of that trust (in their capacity as such) hold the right, directly or indirectly, to appoint or remove a majority of the board of directors of the company

the trustees of that trust (in their capacity as such) have the right to exercise, or actually exercise, significant influence or control over the company

 Tick each that apply.

IN01

Application to register a company

Relevant legal entity (RLE)

11 RLE details ¹	
Corporate or firm name	
Building name/number	
Street	
Post town	
County/Region	
Postcode	
Country	

¹ Registered or principal office address
This is the address that will appear on the public record.

12 Legal form and governing law	
Please give details of the legal form of the RLE and the law by which it is governed. If applicable, please also give details of the register of companies in which it is entered (including the country/state) and its registration number in that register.	
Legal form	
Governing law	
If applicable, register in which RLE is entered ¹	
Country/State ¹	
Registration number ¹	

¹ Registration number
Where you have provided details of the register (including country/state) where the RLE is registered, you must also provide its number in that register

IN01

Application to register a company

13**Nature of control for the RLE ^①**

Please indicate how the RLE has significant control over the company

① Tick each that apply.

Ownership of shares

The RLE holds, directly or indirectly, the following percentage of shares in the company (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

Ownership of voting rights

The RLE holds, directly or indirectly, the following percentage of voting rights in the company (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

Ownership of right to appoint/remove directors

- The RLE holds the right, directly or indirectly, to appoint or remove a majority of the board of directors of the company

Significant influence or control (only tick if none of the above apply)

- The RLE has the right to exercise, or actually exercises, significant influence or control over the company

14**Nature of control by a firm over which the RLE has significant control ^①**

The RLE has the right to exercise or actually exercises significant influence or control over the activities of a firm that is not a legal person under its governing law, and:

① Tick each that apply.

the members of that firm (in their capacity as such) hold, directly or indirectly, the following percentage of shares in the company (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

the members of that firm (in their capacity as such) hold, directly or indirectly, the following percentage of voting rights in the company (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

- the members of that firm (in their capacity as such) hold the right, directly or indirectly, to appoint or remove a majority of the board of directors of the company

- the members of that firm (in their capacity as such) have the right to exercise, or actually exercise, significant influence or control over the company

15

Nature of control by a trust over which the RLE has significant control ^①

The RLE has the right to exercise or actually exercises significant influence or control over the activities of a trust and:

the trustees of that trust (in their capacity as such) hold, directly or indirectly, the following percentage of shares in the company (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

the trustees of that trust (in their capacity as such) hold, directly or indirectly, the following percentage of voting rights in the company (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

the trustees of that trust (in their capacity as such) hold the right, directly or indirectly, to appoint or remove a majority of the board of directors of the company

the trustees of that trust (in their capacity as such) have the right to exercise, or actually exercise, significant influence or control over the company

● Tick each that apply.

INO1

Application to register a company

Other registrable person (ORP)

J1**ORP details**

An 'other registrable person' is:

- a corporation sole
- a government or government department of a country or territory or a part of a country or territory
- an international organisation whose members include two or more countries or territories (or their governments)
- a local authority or local government body in the UK or elsewhere

Name of ORP

J2**Principal office address ¹**

Building name/number

Street

Post town

County/Region

Postcode

Country

¹Principal office address

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

J3**Legal form and governing law**

Legal form

Governing law

IN01

Application to register a company

J4

Nature of control ¹

Please show how the ORP has significant control over the company

¹ Tick each that apply.

Ownership of shares

The ORP holds, directly or indirectly, the following percentage of shares in the company (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

Ownership of voting rights

The ORP holds, directly or indirectly, the following percentage of voting rights in the company (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

Ownership of right to appoint/remove directors

- The ORP holds, directly or indirectly, the right to appoint or remove a majority of the board of directors of the company

Significant influence or control (Only tick if none of the above apply)

- The ORP has the right to exercise, or actually exercises, significant influence or control over the company.

J5

Nature of control by a firm over which the ORP has significant control ¹

The ORP has the right to exercise or actually exercises significant influence or control over the activities of a firm that is not a legal person under its governing law, and:

¹ Tick each that apply.

the members of that firm (in their capacity as such) hold, directly or indirectly, the following percentage of shares in the company (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

the members of that firm (in their capacity as such) hold, directly or indirectly, the following percentage of voting rights in the company (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

- the members of that firm (in their capacity as such) hold the right, directly or indirectly, to appoint or remove a majority of the board of directors of the company

- the members of that firm (in their capacity as such) have the right to exercise, or actually exercise, significant influence or control over the company

IN01

Application to register a company

J6

Nature of control by a trust over which the ORP has significant control ¹

The ORP has the right to exercise or actually exercises significant influence or control over the activities of a trust and:

the trustees of that trust (in their capacity as such) hold, directly or indirectly, the following percentage of shares in the company (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

the trustees of that trust (in their capacity as such) hold, directly or indirectly, the following percentage of voting rights in the company (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

the trustees of that trust (in their capacity as such) hold the right, directly or indirectly, to appoint or remove a majority of the board of directors of the company

the trustees of that trust (in their capacity as such) have the right to exercise, or actually exercise, significant influence or control over the company

¹ Tick each that apply.

IN01

Application to register a company

Part 6

Election to keep information on the public register (if applicable)

The subscribers of a private company can agree to elect to keep certain information on the public register at Companies House, rather than keeping their own registers. Tick the appropriate box to show which information the subscribers are electing to keep on the public register. If the subscribers have not agreed to keep any of this information on the public register, go to Part 7 Consent to Act

K1

Election to keep secretaries' register information on the public register ¹

All subscribers elect to keep secretaries' register information on the public register

¹ only applies if the proposed company will have a secretary.

K2

Election to keep directors' register information on the public register

IMPORTANT:
If the subscribers elect to keep this information on the public register, everyone who is an individual director while the election is in force will have their full date of birth available on the public record ²

All subscribers elect to keep directors' register information on the public register

² If the subscribers don't make this election, only the month and year of birth will be available on the public record.

K3

Election to keep directors' usual residential address (URA) register information on the public register

If the subscribers elect to keep this information on the public register, the URA will **not** be publicly available

All subscribers elect to keep directors' URA register information on the public register.

K4

Election to keep members' register information on the public register

IMPORTANT:
If the subscribers elect to keep this information on the public register, everyone who is a member while the election is in place will have their name and address available on the public record

All subscribers elect to keep members' register information on the public register
 The company will be a single member company (Tick if applicable).

K5

Election to keep PSC register information on the public register

IMPORTANT:
If the subscribers elect to keep this information on the public register, everyone who is an individual PSC while the election is in force will have their full date of birth available on the public record ³

All subscribers elect to keep PSC register information on the public register
 No objection was received by the subscribers from any eligible person ⁴ within the notice period before making the election.

³ If the subscribers don't make this election, only the month and year of birth will be available on the public record

⁴ **Eligible person**
An eligible person is a person whose details would have to be entered in the company's PSC register

IN01

Application to register a company

Part 7 Consent to act

L1 Consent statement

Please tick the box to confirm consent.

- The subscribers confirm that each of the persons named as a director or secretary has consented to act in that capacity.

Part 8 Statement about individual PSC particulars

M1 Particulars of an individual PSC ¹

Please tick the box to confirm.

- The subscribers confirm that each person named in this application as an individual PSC knows that their particulars are being supplied as part of this application.

¹ Only tick this if you have completed details of one or more individual PSCs in sections H3-H9

Part 9 Statement of compliance

This section must be completed by all companies.

Is the application by an agent on behalf of all the subscribers?

- No Go to **Section N1** (Statement of compliance delivered by the subscribers).
→ Yes Go to **Section N2** (Statement of compliance delivered by an agent).

N1 Statement of compliance delivered by the subscribers ²

Please complete this section if the application is not delivered by an agent for the subscribers of the memorandum of association.

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

² **Statement of compliance delivered by the subscribers**
Every subscriber to the memorandum of association must sign the statement of compliance

Subscriber's signature	Signature X <i>R. J. George</i> X
Subscriber's signature	Signature X <i>[Signature]</i> X
Subscriber's signature	Signature X <i>Allname</i> X
Subscriber's signature	Signature X <i>Elizabeth Cox</i> X

Continuation pages
Please use a 'Statement of compliance delivered by the subscribers' continuation page if more subscribers need to sign.




IN01 - continuation page
Application to register a company

N1

Statement of compliance delivered by the subscribers ¹

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

1 Statement of compliance delivered by the subscribers
Every subscriber to the memorandum of association must sign the statement of compliance.

Subscriber's signature	Signature X  X
Subscriber's signature	Signature X  X
Subscriber's signature	Signature X B. Johnston X
Subscriber's signature	Signature X G. R. Williams X
Subscriber's signature	Signature X  X
Subscriber's signature	Signature X X
Subscriber's signature	Signature X X
Subscriber's signature	Signature X X
Subscriber's signature	Signature X X
Subscriber's signature	Signature X X
Subscriber's signature	Signature X X

IN01

Application to register a company

N2

Statement of compliance delivered by an agent

Please complete this section if this application is delivered by an agent for the subscribers to the memorandum of association.

Agent's name

Building name/number

Street

Post town

County/Region

Postcode

Country

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

Agent's signature

Signature

X**X**

IN01

Application to register a company



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 **RAYMOND GEORGE**

Company name

Address **75 BASSETT GREEN ROAD**

Post town **SOUTHAMPTON**

County/Region

Postcode **S O 1 6 3 D W**

Country **ENGLAND**

DX

Telephone



Certificate

We will send your certificate to the presenters address (shown above) or if indicated to another address shown below:

- At the registered office address (Given in Section A7).
- At the agents address (Given in Section N2).



Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- You have checked that the proposed company name is available as well as the various rules that may affect your choice of name. More information can be found in guidance on our website.
- If the name of the company is the same as one already on the register as permitted by The Company LLP and Business (Names and Trading Disclosures) Regulations 2015, please attach consent.
- You have used the correct appointment sections.
- Any addresses given must be a physical location. They cannot be a PO Box number (unless part of a full service address), DX or LP (Legal Post in Scotland) number.
- The document has been signed, where indicated.
- All relevant attachments have been included.
- You have enclosed the Memorandum of Association.
- 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. Day of birth will only be shown on the public record if the subscribers have elected to keep PSC and/or directors' information on the public register.



How to pay

A fee is payable on this form. Make cheques or postal orders payable to 'Companies House'. For information on fees, go to: www.gov.uk/companieshouse



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:

For companies registered in England and Wales:
The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ.
DX 33050 Cardiff.

For companies registered in Scotland:
The Registrar of Companies, Companies House, Fourth floor, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh, Scotland, EH3 9FF.
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post).

For companies registered in 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.

Section 243 or 790ZF exemption
If you are applying for, or have been granted a section 243 or 790ZF exemption, 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 or email 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

COMPANY NOT HAVING A SHARE CAPITAL

Memorandum of association of HERBERT COLLINS ESTATES 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.

<i>Name of each subscriber</i>	<i>Authentication by each subscriber</i>
Raymond Francis GEORGE	R. F. George
Hilary Louise CRANE	Hilary Crane
John Dexter DIXON	John Dixon
Brian JOHNSTON	B. Johnston
Angela Mary COTTON	Angela Cotton
Elizabeth Rose COX	Elizabeth Cox
Michelle Ann HICKLING	M. Hickling
Valerie LAURENT	Valerie Laurent
Geoffrey Robert WILLIAMS	G. R. Williams

Dated 3 Sept 2017

Articles of Association

HERBERT COLLINS ESTATES LIMITED

adopts the Model Articles of a company limited by guarantee with the following additional and amended provisions:

Before Part 1 add

PART 0

OBJECTS AND POWERS

Not for profit

A. (1) The company is intended to be run on a 'not for profit' basis utilising the assets of the company in a fair and transparent way for the benefit of the Ethelburt Avenue (Bassett Green Estate) Conservation Area and in support of the activities of the Herbert Collins Estates Residents' Association.

(2) The company shall not distribute profits to the members.

(3) The company may not exploit for monetary gain the granting of consents required under the covenants, but this shall not prevent the company making a small charge.

Ownership

B. It is an object of the company to acquire the freehold of land in the ownership of Woodhill Properties Limited (formerly the Southampton and District Land Company Limited) which is subject to long leases and also of roads, footpaths, open spaces and recreational areas.

Benefit to the Community

C. It is an object of the company to exercise the rights and powers granted by ownership of the land aforementioned in a manner that preserves or enhances the amenity of the area.

Powers

D. (1) Nothing about the 'not for profit' intent of the company shall prohibit the company from creating or retaining a surplus in any financial year in order to create a suitable level of financial reserve in the company to meet future planned and unplanned expenditure.

(2) The company may do all such lawful things as may further the company's objects and, in particular, but, without limitation, may borrow or raise and secure the payment of money for any purpose.

Annual subscription from members

E. (1) The company may seek from the Herbert Collins Estates Residents' Association an annual donation to be raised by the Association increasing its own annual subscription.

(2) In case of need, the company may require the payment of an annual subscription by members. The rate shall be recommended by the directors and approved by an ordinary resolution. The rate shall be reviewed annually by the directors and any increase must be approved by an ordinary resolution.

Article 2

In Article 2 replace £1 with £10

Article 11

Replace 11(2) with

(2) The quorum for directors' meetings shall be half the total number of directors, if the number of directors is even; half of the total number of directors plus one, if the number of directors is odd; or three, whichever is the greater.

Article 14

Add 14(8)

(8) A director shall not participate in any decision making process which concerns premises adjoining premises in which that director has an interest (whether as owner or occupier). Such director shall be permitted to place such an item on the agenda and remain only for such part of the meeting as in the view of the other directors is necessary to inform the debate.

Article 17

In 17(1) replace "person" with

individual who is a member of the company

After 17(1) add

(1A) One director who is an individual member of the company and willing to act as a director, and is permitted by law to do so, may be appointed at each annual general meeting of the Herbert Collins Estates Residents' Association.

(1B) The period of office of a director shall be three years; a retiring director shall be eligible for reappointment.

(1C) The maximum number of directors shall be 10.

Article 19

Replace 19(2) with

(2) Directors are not entitled to receive remuneration.

Delete 19(3) to 19(5)

Article 20

Replace Article 20 with

20. (1) The company may not pay expenses to the directors in connection with their attendance at meetings of directors or committees of directors or general meetings.

(2) Otherwise, the company may pay any reasonable expenses which the directors properly incur in connection with the exercise of their powers and the discharge of their responsibilities in relation to the company.

Article 21

Replace Article 21 with

21. (1) No person shall become a member of the company unless that person has completed an application for membership in a form approved by the directors.

(2) An owner of a house or flat within the Ethelburt Avenue (Bassett Green Estate) Conservation Area and Summerfield Gardens in Southampton shall be admitted a member of the company.

(3) Other persons residing within the area described in Article 21(2) may be admitted as members if membership is approved by the Directors.

(4) Any other person or class of persons owning or living in property leased by the company or owning or living in property subject to covenants to the benefit of property owned by the company may be admitted as members if membership is approved by an ordinary resolution.

Article 22

Add to Article 22

(4) A person's membership terminates when that person ceases to fulfil the condition of membership stated in Articles 21(2), 21(3) or 21(4).

Article 24

Add to Article 24

(2) Five persons entitled to vote on the business to be transacted (each being a member, a proxy for a member or a duly Authorised Representative of a member); or 10% of the total membership (represented in person or by proxy), whichever is greater, shall be a quorum.

Article 28

Add to Article 28

(2) On a vote on a resolution on a show of hands at a meeting every member present in person or by proxy, or Authorised Representative of a member shall have one vote.

(3) On a vote on a resolution on a poll at a meeting every member present in person or by proxy, or Authorised Representative of a member shall be entitled to vote as follows. If there is only one person voting, whose membership arises from a particular qualifying address, then that person shall have one vote. If there are two persons voting whose membership arises from the same qualifying address, each shall have half a vote. If there are three persons voting whose membership arises from the same qualifying address, each shall have one third of a vote and so on.

3rd September 2017