

# File Copy



## CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company No. 07437064

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

ONE DIRECTION LTD

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

Given at Companies House, Cardiff, on 11th November 2010



\*N07437064I\*



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*

— for the record —

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**  
— for the record —

# IN01(ef)

## Application to register a company

*Received for filing in Electronic Format on the: 11/11/2010*



XX984P04

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<i>Company Name in full:</i>	<b>ONE DIRECTION LTD</b>
<i>Company Type:</i>	<b>Private limited by shares</b>
<i>Situation of Registered Office:</i>	<b>England and Wales</b>
<i>Proposed Register Office Address:</i>	<b>128 BLUEHOUSE LANE OXTED SURREY ENGLAND RH8 0AR</b>

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

## Proposed Officers

### *Company Secretary 1*

*Type:* **Person**

*Full forename(s):* **MR MALCOLM**

*Surname:* **COOK**

*Former names:*

*Service Address:* **128 BLUEHOUSE LANE  
OXTED  
SURREY  
ENGLAND  
RH8 0AR**

*Consented to Act:* **Y**

*Date authorised:* **11/11/2010**

*Authenticated:* **YES**

*Company Director*    ***I***

*Type:*                                **Person**  
*Full forename(s):*                **MRS SANDRA**

*Surname:*                            **COOK**

*Former names:*

*Service Address:*                **128 BLUEHOUSE LANE  
OXTED  
SURREY  
ENGLAND  
RH8 0AR**

*Country/State Usually Resident:*    **UK**

*Date of Birth:*    **30/01/1956**                                *Nationality:*    **BRITISH**

*Occupation:*    **COMPANY DIRECTOR**

*Consented to Act:*    **Y**                                *Date authorised:*    **11/11/2010**                                *Authenticated:*    **YES**

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*Company Director* 2

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

*Surname:* **COOK**

*Former names:*

*Service Address:* **128 BLUEHOUSE LANE  
OXTED  
SURREY  
ENGLAND  
RH8 0AR**

*Country/State Usually Resident:* **UK**

*Date of Birth:* **07/01/1948** *Nationality:* **BRITISH**

*Occupation:* **COMPANY DIRECTOR**

*Consented to Act:* **Y** *Date authorised:* **11/11/2010** *Authenticated:* **YES**

## Statement of Capital (Share Capital)

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<b>Class of shares</b>	<b>ORD A</b>	<i>Number allotted</i>	<b>100</b>
		<i>Aggregate nominal value</i>	<b>100</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid per share</i>	<b>1</b>
		<i>Amount unpaid per share</i> <sup>0</sup>	

### *Prescribed particulars*

ONE SHARE EQUALS ONE VOTE, EACH HAVING RIGHTS TO DIVIDENDS. SO LONG AS THERE ARE NO RIGHTS ATTACHED TO SHARES ON WINDING-UP ETC OR REDEMPTION RIGHTS.

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## Statement of Capital (Totals)

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<i>Currency</i>	<b>GBP</b>	<i>Total number of shares</i>	<b>100</b>
		<i>Total aggregate nominal value</i>	<b>100</b>

## Initial Shareholdings

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<i>Name:</i>	MALCOLM COOK	<i>Class of share:</i>	ORD A
<i>Address:</i>	128 BLUEHOUSE LANE OXTED SURREY ENGLAND RH8 0AR	<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

<i>Name:</i>	SANDRA COOK	<i>Class of share:</i>	ORD A
<i>Address:</i>	128 BLUEHOUSE LANE OXTED SURREY ENGLAND RH8 0AR	<i>Number of shares:</i>	99
		<i>Currency:</i>	GBP
		<i>Nominal value of each share:</i>	1
		<i>Amount unpaid:</i>	0
		<i>Amount paid:</i>	1

## Statement of Compliance

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

*memorandum delivered by an agent for the subscriber(s):* **Yes**

*Agent's Name:* **COMPANIES MADE SIMPLE LTD**

*Agent's Address:* **145 - 157  
ST. JOHN STREET  
LONDON  
ENGLAND  
EC1V 4PY**

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## *Authorisation*

*Authoriser Designation:* **agent**

*Authenticated:* **Yes**

*Agent's Name:* **COMPANIES MADE SIMPLE LTD**

*Agent's Address:* **145 - 157  
ST. JOHN STREET  
LONDON  
ENGLAND  
EC1V 4PY**



# Companies Act 2006

## SCHEDULE 1 COMPANY HAVING A SHARE CAPITAL Memorandum of Association of ONE DIRECTION LTD

Each subscriber to this memorandum of association wishes to form a company under the Companies Act 2006 and agrees to become a member of the company and to take at least one share each.

Subscriber:

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Malcolm Cook

Authentication: Authenticated Electronically

Subscriber:

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Sandra Cook

Authentication: Authenticated Electronically

Dated: 11 Nov 2010