

FILE COPY



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company Number **10274195**

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

NTL HIGHWAYS 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 **12th July 2016**



* N10274195G *



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: **11/07/2016**

X5B06P03

Company Name in full:

NTL HIGHWAYS LTD

Company Type:

Private company limited by shares

Situation of Registered Office:

England and Wales

Proposed Registered Office Address:

**3 FARM CLOSE
EDENTHORPE
DONCASTER
SOUTH YORKSHIRE
ENGLAND DN3 2LH**

Sic Codes:

42110

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Proposed Officers

Company Director *1*

Type: **Person**

Full Forename(s): **MR NICHOLAS JOHN**

Surname: **THORNE**

Former Names:

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

Country/State Usually **ENGLAND**

Resident:

Date of Birth: ****/04/1966** *Nationality:* **BRITISH**

Occupation: **DIRECTOR**

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

Statement of Capital (Share Capital)

<i>Class of Shares:</i>	A	<i>Number allotted</i>	1
	ORDINARY	<i>Aggregate nominal value:</i>	1
<i>Currency:</i>	GBP		
<i>Prescribed particulars</i>			

EACH A ORDINARY SHARE HAS FULL RIGHTS IN THE COMPANY WITH RESPECT TO VOTING, DIVIDENDS AND DISTRIBUTIONS.

<i>Class of Shares:</i>	B	<i>Number allotted</i>	1
	ORDINARY	<i>Aggregate nominal value:</i>	1
<i>Currency:</i>	GBP		
<i>Prescribed particulars</i>			

EACH B ORDINARY SHARE HAS FULL RIGHTS IN THE COMPANY WITH RESPECT TO VOTING, DIVIDENDS AND DISTRIBUTIONS.

Statement of Capital (Totals)

<i>Currency:</i>	GBP	<i>Total number of shares:</i>	2
		<i>Total aggregate nominal value:</i>	2
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **NICHOLAS JOHN THORNE**

Address **3 FARM CLOSE
EDENTHORPE
DONCASTER
SOUTH YORKSHIRE
UNITED KINGDOM
DN3 2LH**

Class of Shares: **A ORDINARY**

Number of shares: **1**

Currency: **GBP**

*Nominal value of each
share:* **1**

Amount unpaid: **0**

Amount paid: **1**

Name: **LISA BASS**

Address **3 FARM CLOSE
EDENTHORPE
DONCASTER
SOUTH YORKSHIRE
UNITED KINGDOM
DN3 2LH**

Class of Shares: **B ORDINARY**

Number of shares: **1**

Currency: **GBP**

*Nominal value of each
share:* **1**

Amount unpaid: **0**

Amount paid: **1**

Persons with Significant Control (PSC)

Statement of initial significant control

On incorporation, there will be someone who will count as a Person with Significant Control (either a registerable person or relevant legal entity (RLE)) in relation to the company

Individual Person with Significant Control details

Names: **NICHOLAS JOHN THORNE**

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

Date of Birth: ****/04/1966** *Nationality:* **BRITISH**

Service address recorded as Company's registered office

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

<i>Nature of control</i>	The person holds, directly or indirectly, more than 25% but not more than 50% of the shares in the company.
<i>Nature of control</i>	The person has the right, directly or indirectly, to appoint or remove a majority of the board of directors of the company.
<i>Nature of control</i>	The person has the right to exercise, or actually exercises, significant influence or control over the company.
<i>Nature of control</i>	The person holds, directly or indirectly, more than 25% but not more than 50% of the voting rights in the company.

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: **PKN ACCOUNTANTS LTD**

Agent's Address: **63 BAWTRY ROAD
BRAMLEY
ROTHERHAM
SOUTH YORKSHIRE
UNITED KINGDOM
S66 2TN**

Authorisation

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

Agent's Name: **PKN ACCOUNTANTS LTD**

Agent's Address: **63 BAWTRY ROAD
BRAMLEY
ROTHERHAM
SOUTH YORKSHIRE
UNITED KINGDOM
S66 2TN**

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of NTL HIGHWAYS LTD

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

Name of each subscriber	Authentication
Nicholas John Thorne	Authenticated Electronically
Lisa Bass	Authenticated Electronically

Dated: 11/07/2016