



**FILE COPY**

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

Company No. 6786454

The Registrar of Companies for England and Wales hereby certifies that

**FUSCHIA LTD**

is this day incorporated under the Companies Act 1985 as a private company and that the company is limited.

Given at Companies House on **8th January 2009**



**\*N06786454R\***



*Companies House*  
— for the record —



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES

101792/20

120  
✓

*The Companies Act of 1985 and 1989*

COMPANY LIMITED BY SHARES

**Memorandum of Association**

Of

**FUSCHIA LTD**

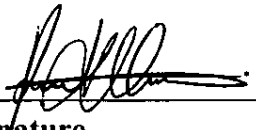

1. ✓ The Company's name is "FUSCHIA LTD"
2. ✓ The Company's registered office is to be situated in England and Wales.
3. ✓ The object of the Company is to carry on business as a general commercial company.
4. The liability of the members is limited.
5. The Company's share capital is £100, divided into 100 shares of £1 each

\_\_\_\_\_  
We, the Subscribers of the Memorandum of Association, wish to be formed into a Company pursuant to this Memorandum, and we agree to take the number of shares shown opposite our names.

WEDNESDAY THURSDAY

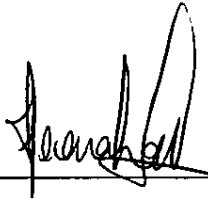
A56 08/01/2009 75  
COMPANIES HOUSE

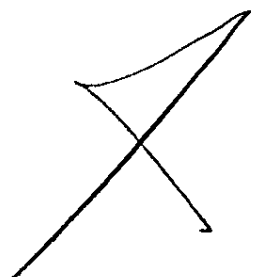
A26 24/12/2008 386  
COMPANIES HOUSE

NAME AND ADDRESS OF SUBSCRIBER(S)	Number of Shares taken By the Subscriber(s)
<b>Ms Kiran KaurMann</b> <b>32 Nascot Wood Road WATFORD WD17 4SD</b>  _____ <b>Signature</b>	1
<b>Miss Charanpreet KaurMann</b> <b>32 Nascot Wood Road WATFORD WD17 4SD</b>  _____ <b>Signature</b>	1
<b>TOTAL SHARES TAKEN</b>	2

Dated this 23<sup>rd</sup> of December 2008

Witness to the above Signature:





HEENA LAO  
6 Lincoln Road  
Wembley  
HAO 4SD .

*The Company Acts 1985 and 1989*

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**COMPANY LIMITED BY SHARES**

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**Articles of Association**

**of**

**FUSCHIA LTD**

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1. Subject as hereinafter provided, the regulations contained or incorporated in Table A in The Companies (Tables A to F) Regulations 1985 (hereinafter referred to as "Table A") shall apply to the Company.
2. Regulations 8, 64, 76, 77 and 113 of Table A shall not apply to the company.
3. The Company is a private Company and accordingly no offer or invitation shall be made to the public (whether for cash or otherwise) to subscribe for any shares in or debentures of the Company, nor shall the company allot or agree to allot (whether for cash or otherwise) any shares in or debentures of the Company with a view to all or any of those shares or debentures being offered for sale to the public.
4. At the date of the adoption of these Articles of the capital of the company is £100 divided into 100 Ordinary Shares of £1 each.
5.
  - (a) The Directors may subject to the Article 6 hereof allot, grant options over, or otherwise deal with or dispose of any relevant securities (as defined by Section 80(2) of the Companies Act 1985) of the Company to such persons and generally on such terms and conditions as the Directors think proper.
  - (b) The general authority conferred by paragraph (a) of this Article shall be conditional upon due compliance with Article 6 hereof and shall extend to the amount of the authorised share capital of the Company upon its incorporation. The said authority will expire on [] unless renewed, varied or revoked by the Company in general meeting in accordance with Section 80 of Section 80A of the Act.
  - (c) The Directors shall be entitled under the general authority conferred by

paragraph (a) of this Article to make at any time before the expiry of such authority any offer or agreement which will or might require relevant securities of the Company to be allotted after the expiry of such authority.

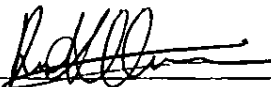
6. (a) Subject to any direction to the contrary that may be given by the company in general meeting all shares authorised pursuant to Article 5 hereof to be allotted shall be offered to the members in proportion to the existing shares held by them and such offer shall be made by notice in writing specifying the number of the shares to which the member is entitled and limiting a time (being not less than 21 days) within which the offer is not accepted will be deemed to have been declined, and after the expiry of such time or upon receipt of an intimation from the member to whom such notice is given that he declines to accept the shares offered, the Directors may, subject to these Articles, allot or otherwise dispose of the same to such persons and upon such terms as they think most beneficial to the Company. The Directors may in like manner dispose of any such shares as aforesaid which, by reason of the proportion borne by them to the number of persons entitled to any such offer as aforesaid or by reason of any other difficulty in apportioning the same, cannot in the opinion of the Directors be conveniently offered in manner hereinbefore provided.
  - (b) By virtue of Section 91(1) of the companies Act 1985, Sections 89(1) and 90(1) to 90(6) inclusive of that Act shall not apply to the Company.
7. The company shall have a first and paramount lien on every share (whether or not it is a fully paid share) for all moneys (whether presently payable or not) called or payable at a fixed time in respect of that share and the Company shall also have a first and paramount lien on all shares (whether fully paid or not) standing registered in the name of any member whether solely or one of two or more joint holders for all moneys presently payable by him or his estate to the company; but the Directors may at any time declare any share to be wholly or in part exempt from the provisions of this Articles. The Company's lien (if any) on a share shall extend to all dividends payable thereon.
8. The directors may, in their absolute discretion and without assigning any reason therefore, decline to register any transfer of any share, whether or not it is a fully paid share. The first sentence of Regulation 24 of Table A shall not apply to the Company.
9. In accordance with Section 372(3) of the Companies Act 1985 in every notice calling a General Meeting of the Company there shall appear with reasonable prominence a statement that a member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of him and that a proxy need not be a member of the Company. Regulation 38 of Table A shall be modified accordingly and the second sentence of Regulation 59 of Table A shall not apply to the Company.

10. In Regulation 41 of Table A there shall be added at the end: "If at any adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting the meeting shall be dissolved".
11. Unless and until the Company in general meeting shall otherwise determine, there shall be no maximum number of Directors and the minimum number of Directors shall be one. If and so long as there is a sole Director he may exercise all the powers and authorities vested in the Directors by these Articles and by Table A and Regulation 89 of Table A shall be modified accordingly. The first Directors of the Company shall be as named in the statement delivered to the Registrar of Companies pursuant to Section 10 of the companies Act 1985.
12. The company shall not be subject to Section 293 of the Companies Act 1985, and accordingly any person may be appointed or elected as a Director, whatever his age, and no Director shall be required to vacate his office of Director by reason of his attaining or having attained the age of seventy years or any other age.
13. No person other than a Director retiring by rotation shall be elected a Director at any general meeting unless-
  - (a) he is recommended by the Directors; or
  - (b) not less than fourteen or more than thirty-five clear days before the date of the meeting a notice in writing signed by a member qualified to vote at the meeting has been given to the Company of the intention to propose that person for election, together with a notice in writing signed by that person to be elected.
14. A Director shall not be required to hold any share qualification but shall nevertheless be entitled to receive notice of an attend at all general meetings of the Company and at all separate general meetings of the holders of any class in the Capital of the Company.

NAME AND ADDRESS OF SUBSCRIBER(S)

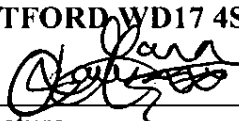
Ms Kiran Kaur Mann  
32 Nascot Wood Road  
WATFORD WD17 4SD

1

  
Signature

Miss Charanpreet Kaur Mann  
32 Nascot Wood Road  
WATFORD WD17 4SD

1

  
Signature

Dated this 23<sup>rd</sup> day of December 2008

Witness of above signature: L. Rogers L ROGERS  
14 STATION ROAD WATFORD. WD17 1EN

Bains And Co Solicitors  
10 Station Road Watford WD17 1EN



Companies House  
Trading Online

12

Please complete in typescript,  
or in bold black capitals.

CHWP000

## Declaration on application for registration

Company Name in full

FUSCHIA LIMITED

I, KIRAN RAJK MANN

of 32 NASCOTWOOD ROAD HERTFORDSHIRE WD17 4SD

† Please delete as appropriate.

do solemnly and sincerely declare that I am a † ~~[Solicitor engaged in the formation of the company]~~ person named as director or secretary of the company in the statement delivered to the Registrar under section 10 of the Companies Act 1985 and that all the requirements of the Companies Act 1985 in respect of the registration of the above company and of matters precedent and incidental to it have been complied with.

And I make this solemn Declaration conscientiously believing the same to be true and by virtue of the Statutory Declarations Act 1835.

Declarant's signature

Declared at

14<sup>th</sup> STATION ROAD WATFORD

Day Month Year

On

05 01 2009

• Please print name.

before me •

R. BAINS

Signed

R. BAINS

Date

5/01/09

† A Commissioner for Oaths or Notary Public or Justice of the Peace or Solicitor

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

Tel	
DX number	DX exchange

Companies House receipt date barcode

This form has been provided free of charge  
by Companies House.

Form revised 10/03

When you have completed and signed the form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff  
for companies registered in England and Wales

or

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB  
for companies registered in Scotland

DX 235 Edinburgh  
or LP - 4 Edinburgh 2





Companies House

for the record

10

Please complete in typescript,  
or in bold black capitals.

CHWP000

Notes on completion appear on final page

**First directors and secretary and intended situation of  
registered office**

**Company Name in full**

FUSCHIA LTD

**Proposed Registered Office**

(PO Box numbers only, are not acceptable)

3 OTTERSPOOL WAY

Post town

WATFORD

County / Region

HERTFORDSHIRE

Postcode

WD25 8HL

If the memorandum is delivered by an agent  
for the subscriber(s) of the memorandum  
mark the box opposite and give the agent's  
name and address.

✓

Agent's Name

BAINS AND CO SOLICITORS

Address

10 STATION ROAD

Post town

WATFORD

County / Region

HERTFORDSHIRE

Postcode

WD17 1EN

Number of continuation sheets attached

You do not have to give any contact  
information in the box opposite but if  
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the form. The contact information  
that you give will be visible to  
searchers of the public record.

Companies House receipt date barcode  
**This form has been provided free of charge  
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Registrar of Companies at:  
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for companies registered in England and Wales  
or

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB  
for companies registered in Scotland

DX 235 Edinburgh  
or LP - 4 Edinburgh 2

## Company Secretary (see notes 1-5)

Company name		FUSCHIA LTD	
NAME	*Style / Title	MS	*Honours etc BA
Forename(s)		KIRAN KAUR	
Surname		MANN	
Previous forename(s)			
Previous surname(s)			
Address **		32 NASCOT WOOD ROAD	
Post town		WATFORD	
County / Region		HERTFORDSHIRE	Postcode WD17 4SD
Country		UNITED KINGDOM	

\* Voluntary details

\*\* Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

I consent to act as secretary of the company named on page 1

Consent signature

Date

23/12/08

## Directors (see notes 1-5)

Please list directors in alphabetical order

NAME	*Style / Title	MISS	*Honours etc
Forename(s)		CHARANPREET KAUR	
Surname		MANN	
Previous forename(s)			
Previous surname(s)			
Address **		32 NASCOT WOOD ROAD	
Post town		WATFORD	
County / Region		HERTFORDSHIRE	Postcode WD17 4SD
Country		UNITED KINGDOM	

\*\* Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Day Month Year

Date of birth

2 1 0 9 1 9 8 6

Nationality

BRITISH

Business occupation

STUDENT

Other directorships

NONE

I consent to act as director of the company named on page 1

Consent signature

Date

23.12.08

*Please list directors in alphabetical order*

\*Honours etc

\* Voluntary details

Forename(s)

Surname

Previous forename(s)

Previous surname(s)

**↑↑ Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.**

**Address** ††

Post town

County / Region

Postcode

Country

**Date of birth**

Day      Month      Year

### Nationality

### Business occupation

## Other directorships

I consent to act as director of the company named on page 1

### Consent signature

Date \_\_\_\_\_

**This section must be signed by either an agent on behalf of all subscribers or the subscribers (i.e those who signed as members on the memorandum of association).**

**Signed**

Date \_\_\_\_\_

23/12/8

**Signed**

Date \_\_\_\_\_

**Signed**

Date \_\_\_\_\_

**Signed**

Date \_\_\_\_\_

**Signed**

Date \_\_\_\_\_

**Signed**

Date \_\_\_\_\_

**Signed**

Date \_\_\_\_\_