

FILE COPY



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

Company Number **NI669775**

The Registrar of Companies for Northern Ireland, hereby certifies that

SPECIALIST GROUP 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 Northern Ireland

Given at Companies House, Belfast, on **27th May 2020**



* NNI669775W *



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: 27/05/2020

X95XD8LF

Company Name in full:

SPECIALIST GROUP HOLDINGS LIMITED

Company Type:

Private company limited by shares

Situation of Registered Office:

Northern Ireland

Proposed Registered Office Address:

**100 COLERAINE ROAD
MAGHERA
NORTHERN IRELAND BT46 5BP**

Sic Codes:

64209

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Proposed Officers

Company Director ***1***

Type: **Person**

Full Forename(s): **JOHN BOSCO**

Surname: **O'HAGAN**

Former Names:

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

Country/State Usually **NORTHERN IRELAND**

Resident:

Date of Birth: ****/01/1947** ***Nationality:*** **IRISH**

Occupation: **DIRECTOR**

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

Company Director **2**

Type: **Person**

Full Forename(s): **CIARAN**

Surname: **O'HAGAN**

Former Names:

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

*Country/State Usually
Resident:* **NORTHERN IRELAND**

Date of Birth: ****/08/1980** *Nationality:* **IRISH**

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> | ORDINARY | <i>Number allotted</i> | 100 |
| <i>Currency:</i> | GBP | <i>Aggregate nominal value:</i> | 100 |
| <i>Prescribed particulars</i> | | | |

**EACH 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> | 100 |
| | | <i>Total aggregate nominal value:</i> | 100 |
| | | <i>Total aggregate unpaid:</i> | 0 |

Initial Shareholdings

Name: **JOHN BOSCO O'HAGAN**

Address **100 COLERAINE ROAD
MAGHERA
NORTHERN IRELAND
BT46 5BP**

Class of Shares: **ORDINARY**

Number of shares: **25**

Currency: **GBP**

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

Amount unpaid: **0**

Amount paid: **25**

Name: **TERJON LIMITED**

Address **100 COLERAINE ROAD
MAGHERA
NORTHERN IRELAND
BT46 5BP**

Class of Shares: **ORDINARY**

Number of shares: **75**

Currency: **GBP**

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

Amount unpaid: **0**

Amount paid: **75**

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: **JOHN BOSCO O'HAGAN**

Country/State Usually Resident: **NORTHERN IRELAND**

Date of Birth: ****/01/1947** ***Nationality:*** **IRISH**

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 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, more than 25% but not more than 50% of the shares in the company. |
| <i>Nature of control</i> | The person 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) have the right to appoint or remove, directly or indirectly, 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 activities of a trust, and the trustees of that trust (in their capacity as such) hold, directly or indirectly, more than 25% but not more than 50% of the voting rights in the company. |

Individual Person with Significant Control details

Names: **TERESA O'HAGAN**

Country/State Usually Resident: **NORTHERN IRELAND**

Date of Birth: ****/12/1951** ***Nationality:*** **IRISH**

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|--------------------------|---|
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| <i>Nature of control</i> | The person 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) have the right to appoint or remove, directly or indirectly, 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 activities of a trust, and the trustees of that trust (in their capacity as such) hold, directly or indirectly, more than 25% but not more than 50% of the voting rights in the company. |

Individual Person with Significant Control details

Names: **JOSEPH MALLON**

***Country/State Usually
Resident:*** **NORTHERN IRELAND**

Date of Birth: ****/01/1979** ***Nationality:*** **IRISH**

Service address recorded as Company's registered office

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| | |
|--------------------------|---|
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| <i>Nature of control</i> | The person 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, 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: **ASM M LTD**

Agent's Address: **THE DIAMOND CENTRE MARKET STREET
MAGHERAFELT
NORTHERN IRELAND
BT45 6ED**

Authorisation

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

Agent's Name: **ASM M LTD**

Agent's Address: **THE DIAMOND CENTRE MARKET STREET
MAGHERAFELT
NORTHERN IRELAND
BT45 6ED**

COMPANY HAVING A SHARE CAPITAL

Memorandum of Association of

SPECIALIST GROUP 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 |
|--------------------------------|------------------------------|
| JOHN BOSCO O'HAGAN | Authenticated Electronically |
| TERJON LIMITED | Authenticated Electronically |

Dated: 27/05/2020