

### **FILE COPY**

# CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company No. 7398682

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

### **CALIBRE CARE COMPLIANCE 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/Wales

Given at Companies House on 6th October 2010



\*N07398682U\*





In accordance with Section 9 of the Companies Act 2006

## **IN01**

## Application to register a company



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 regista limited liability partnership To d
this, please use form LL IN01



RM 02/10/2010

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		COMPANIES HOUSE			
Part 1	Company details	_			
		→ Filling in this form  Please complete in typescript or in bold black capitals  All fields are mandatory unless			
A1	Company details	specified or indicated by *			
	Please show the proposed company name below	O Duplicate names			
Proposed company name in full •	Calibre Care Compliance Ltd	Duplicate names are not permitted A list of registered names can be found on our website. There are vanous rules that may affect your choice of name			
For official use		More information is available at www.companieshouse gov.uk			
A2	Company name restrictions o				
	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	② Company name restrictions  A list of sensitive or restricted words or expressions that require consent can be found in guidance available on our website www.companieshouse.gov.uk			
A3	copy of their response  Exemption from name ending with 'Limited' or 'Cyfyngedig'				
	Please tick the box if you wish to apply for exemption from the requirement to	Name ending exemption			
	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	Only private companies that are ilmited by guarantee and meet other specific requirements are eligible to apply for this For more details, please go to our website www.companieshouse.gov.uk			
A4	Company type®				
	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	● Company type  If you are unsure of your company's type, please go to our website www.companieshouse gov uk			

A5	Situation of registered office •					
· -	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	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				
		treland companies, the address must be in Wales, Scotland or Northern freland respectively				
A6	Registered office address o					
	Please give the registered office address of your company	Registered office address You must ensure that the address				
Building name/number	3 Murray Cottages	shown in this section is consistent with the situation indicated in				
Street	Church Road	section A5				
		You must provide an address in England or Wales for companies to				
Post town	Shedfield	be registered in England and Wales.				
County/Region	Hampshire	You must provide an address in Wales, Scotland or Northern Ireland				
Postcode	S O 3 2 2 H Y	for companies to be registered in Wales, Scotland or Northern Ireland respectively				
A7	Articles of association o					
	Please choose one option only and tick one box only	● For details of which company type				
Option 1	I wish to adopt one of the following model articles in its entirety Please tick only one box	can adopt which model articles, please go to our website www.companieshouse gov.uk				
	Private limited by shares Private limited by guarantee Public company					
Option 2	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  Private limited by shares  Private limited by guarantee  Public company					
Option 3	I wish to adopt entirely bespoke articles. I attach a copy of the bespoke articles to this application					
A8	Restricted company articles 😉					
	Please tick the box below if the company's articles are restricted	O Restricted company articles Restricted company articles are those containing provision for entrenchment For more details, please go to our website www.companieshouse.gov.uk				

### **IN01**

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 •					
Title* Full forename(s)	Please use this section to list all the secretary appointments taken on formation For a corporate secretary, complete Sections C1-C5.	◆ Corporate appointments For corporate secretary appointments, please complete section C1-C5 instead of section B  Additional appointments				
Surname Former name(s)   O		If you wish to appoint more than one secretary, please use the 'Secretary appointments' continuation page				
		Please provide any previous names which have been used for business purposes in the last 20 years.  Marned women do not need to give former names unless previously used for business purposes				
B2	Secretary's service address   Output  Description:					
Building name/number Street		• Service address  This is the address that will appear on the public record. This does not have to be your usual residential address.				
Post town		Please state 'The Company's Registered Office' if your service				
County/Region	 	address will be recorded in the proposed company's register				
Postcode		of secretaries as the company's registered office				
Country	Į	If you provide your residential address here it will appear on the public record				
В3	Signature 9	1				
	I consent to act as secretary of the proposed company named in Section A1	Signature The person named above consents				
Signature	Signature X	to act as secretary of the proposed company				

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### **Corporate secretary**

C1	Corporate secretary appointments •	<u></u>
•	Please use this section to list all the corporate secretary appointments taken on formation	Additional appointments     If you wish to appoint more than one corporate secretary, please use the
Name of corporate body/firm		'Corporate secretary appointments' continuation page.  Registered or principal address
Building name/number		This is the address that will appear on the public record This address
Street		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
Post town		LP (Legal Post in Scotland) number
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)?	
	<ul> <li>→ Yes Complete Section C3 only</li> <li>→ No Complete Section C4 only</li> </ul>	
C3	EEA companies ®	
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register	A full list of countries of the EEA can be found in our guidance
Where the company/ firm is registered   ●		www.companieshouse.gov.uk  This is the register mentioned in Article 3 of the First Company Law
Registration number		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.	Non-EEA     Where you have provided details of the register (including state) where
Legal form of the corporate body or firm		the company or firm is registered, you must also provide its number in that register
Governing law		
If applicable, where the company/firm is registered •		
Registration number		
<b>C</b> 5	Signature 9	
	I consent to act as secretary of the proposed company named in Section A1.	<b>⊙</b> Signature
Signature	Signature X	The person named above consents to act as corporate secretary of the proposed company

### Director

D1	Director appointments •				
•	Please use this section to list all the director appointments taken on formation For a corporate director, complete Sections E1-E5	Appointments     Private companies must appoint at least one director who is an			
Title*	Mr	individual Public companies must appoint at least two directors, one			
Full forename(s)	Andrew Mark	which must be an individual			
Surname	McMullen	Please provide any previous names			
Former name(s) •		which have been used for business purposes in the last 20 years Married women do not need to give former names unless previously used			
Country/State of residence ©	England	for business purposes.  © Country/State of residence			
Nationality	Bntish	This is in respect of your usual			
Date of birth	<sup>d</sup> 2   <sup>d</sup> 6   <sup>m</sup> 0   <sup>m</sup> 5   <sup>y</sup> 1   <sup>y</sup> 9   <sup>y</sup> 6   <sup>y</sup> 5	residential address as stated in section D4			
Business occupation (if any) •	Consultant	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   Please complete the service address below You must also fill in the director's	Service address			
Building name/number	usual residential address in Section D4	This is the address that will appear on the public record. This does not			
		have to be your usual residential address.			
Street	Church Road	Please state 'The Company's Registered Office' if your service			
Post town	Objected and the second of the	address will be recorded in the proposed company's register of			
County/Region	Shedfield	directors as the company's registered			
Postcode	Hampshire S O 3 2 2 H Y	office  If you provide your residential			
<del></del>	3 0 3 2   2   17	address here it will appear on the public record			
Country		public record			
D3	Signature <sup>O</sup>	1			
	I consent to act as director of the proposed company named in Section A1.	O Signature The person named above consents			
Signature	Signature	to act as director of the proposed			
	X America X	company			

### Director

D1	Director appointments ●				
	Please use this section to list all the director appointments taken on formation For a corporate director, complete Sections E1-E5.	Appointments     Private companies must appoint at least one director who is an			
Title*	Ms	individual Public companies must appoint at least two directors, one			
Full forename(s)	Wendy	which must be an individual			
Surname	Miller	❷ Former name(s) Please provide any previous names			
Former name(s) •		which have been used for business purposes in the last 20 years Married women do not need to give former names unless previously used			
Country/State of residence •	England	for business purposes  Country/State of residence			
, Nationality	British	This is in respect of your usual			
Date of birth	<sup>d</sup> 2 <sup>d</sup> 7 <sup>m</sup> 0 <sup>m</sup> 5 <sup>y</sup> 1 <sup>y</sup> 9 <sup>y</sup> 6 <sup>y</sup> 2	residential address as stated in Section D4			
Business occupation (if any) <b>⊙</b>	Health Care Assistant	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®	I			
	Please complete the service address below You must also fill in the director's usual residential address in <b>Section D4</b> .	<b>9</b> Service address This is the address that will appear			
Building name/number	3 Murray Cottages	on the public record This does not have to be your usual residential			
Street	Church Road	address.			
		Please state 'The Company's Registered Office' if your service			
Post town	Shedfield	address will be recorded in the proposed company's register of			
County/Region	Hampshire	directors as the company's registered office			
Postcode	S O 3 2 2 H Y	If you provide your residential			
Country	England	address here it will appear on the public record			
D3	Signature <sup>©</sup>	<u> </u>			
	I consent to act as director of the proposed company named in Section A1.	<b>O Signature</b> The person named above consents			
Signature	X Samue X	to act as director of the proposed company			

### **Corporate director**

E1	Corporate director appointments •	
_	Please use this section to list all the corporate directors taken on formation	• Additional appointments
Name of corporate body or firm		If you wish to appoint more than one corporate director, please use the 'Corporate director appointments' continuation page
Building name/number		Registered or principal address
Street		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
Post town		a PO box number (unless contained within a full address), DX number or
County/Region		LP (Legal Post in Scotland) number
Postcode		
Country		
E2	Location of the registry of the corporate body or firm	
	Is the corporate director registered within the European Economic Area (EEA)?  → Yes Complete Section E3 only  → No Complete Section E4 only	
E3	EEA companies 🛮	
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register	PEEA  A full list of countries of the EEA can be found in our guidance
Where the company/ firm is registered ●		www.companieshouse gov.uk  This is the register mentioned in Article 3 of the First Company Law
Registration number		Directive (68/151/EEC)
E4	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.	Where you have provided details of the register (including state) where the company or firm is registered,
Legal form of the corporate body or firm		you must also provide its number in that register
Governing law		
If applicable, where the company/firm is registered •		
If applicable, the registration number		
E5	Signature <sup>9</sup>	
	I consent to act as director of the proposed company named in Section A1.	<b>⊙</b> Signature
Signature	X X	The person named above consents to act as corporate director of the proposed company

Part 3 Statement of capital						
-	→ Yes Con	y have share capital? oplete the sections beloo Part 4 (Statement				
F1	Share capital ir	pound sterling (	(£)			
Please complete the ta If all your issued capita			ld in pound sterling and then go to Section	F4		
Class of shares (E g Ordinary/Preference etc.)		Amount paid up on each share <b>①</b>	Amount (if any) unpaid on each share	Number of sha	ires 0	Aggregate nominal value 3
Ordinary			£1 00	500		£ 500
						£
<u> </u>						£
						£
			Tot	tals 500		£ 500
F2	Share capital ir	other currencies	5			
Please complete the ta Please complete a sepa			d in other currencies			
Currency	<u> </u>					
Class of shares (E.g. Ordinary/Preference etc.)		Amount paid up on each share •	Amount (if any) unpaid on each share			Aggregate nominal value 😉
				A-0-		
				tals		
Currency						
Class of shares (E.g. Ordinary/Preference etc.	)	Amount paid up on each share	Amount (if any) unpaid on each share	Number of sha	ares 0	Aggregate nominal value 😉
						,
			То	tals		<u> </u>
F3	Totals					
	Please give the total number of shares and total aggregate nominal value of issued share capital  O Total aggregate nominal value is please list total aggregate values in					
Total number of shares	different currencies separat example £100 + €100 + \$					
Total aggregate nominal value 😉	£500					
<ul> <li>Including both the noming share premium</li> <li>Total number of issued s</li> </ul>	nominal value of each share Please use a Statement of Capital continuation				tal continuation	

F4	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 Sections F1 and F2	Prescribed particulars of rights attached to shares
Class of share	Ordinary	The particulars are a particulars of any voting rights,
Prescribed particulars	All shares issued rank equally in terms of,	including rights that arise only in certain circumstances, b. particulars of any rights, as
	a) voting rights - one vote for each share	respects dividends, to participate in a distribution, c particulars of any rights, as
/	b) rights to participate in all approved dividend distributions for that class of share, and	respects capital, to participate in a distribution (including on winding up), and
	c) rights to participate in any capital distribution on winding up	d whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder and any terms or conditions relating to redemption of these shares
		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
		\ \ \
		1

Class of share	⊕ Prescribed particulars of rights
Prescribed particulars	
Class of share  Prescribed particulars	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 tedeemed at the option of the company or the shareholder and any terms or conditions relating to redemption of these shares.  A separate table must be used for each class of share  Continuation pages Please use a 'Statement of capital
	(Prescribed particulars of rights attached to shares)' continuation page if necessary
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## **IN01**

Application to register a company

#### F5

### 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  Normanal value of exh share  Extering  E	subscribers us	ual residential addre	?SS.		ļ ·	conunuation pag	e it flecessary
Andrew Mark McMullen Ordinary 450 £ Sterling £1 00 £1 00 Nil  Address 3 Murray Cottages, Church Road, Shedfield, Hampshire, SO32 2HY  Name Wendy Miller Ordinary 50 £ Sterling £1 00 £1 00 Nil  Address 3 Murray Cottages, Church Road, Shedfield, Hampshire, SO32 2HY  Name  Address  Add	Subscriber's details	Class of share	Number of shares	Currency	Norminal value of each share	Amount (if any) unpaid	Amount paid
3 Murray Cottages, Church Road, Shedfield, Hampshire, SO32 2HY   50	Name Andrew Mark McMullen	Ordinary	450	£ Sterling	£1 00	£1 00	Nil
Church Road, Shedfield, Hampshire, SO32 2HY	Address						<u> </u>
Name	Church Road, Shedfield,						
3 Murray Cottages, Church Road, Shedfield, Hampshire, SO32 2HY  Name  Address  Address  Address	Name Wendy Miller	Ordinary	50	£ Sterling	£1 00	£1 00	Nil
Address Name Address	3 Murray Cottages, Church Road, Shedfield,						
Name Address	Name						
Address	Address						
	Name						
Name Same Same Same Same Same Same Same S	Address						
Name							
l	Name						
Address	Address						

·		
Part 4	Statement of guarantee	
·	Is your company limited by guarantee?	-
	→ Yes Complete the sections below	
	→ No Go to Part 5 (Statement of compliance)	
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.	Name Please use capital letters Address
	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	<ul> <li>The addresses in this section will appear on the public record They do not have to be the subscribers' usual residential address.</li> <li>Amount guaranteed</li> </ul>
	cease to be a member,	Any valid currency is permitted
	<ul> <li>payment of costs, charges and expenses of winding up, and,</li> <li>adjustment of the rights of the contributors among ourselves,</li> <li>not exceeding the specified amount below</li> </ul>	Continuation pages Please use a 'Subscribers' continuation page if necessary
	Subscriber's details	_ }
Forename(s) •		_
Surname •		_
Address •		-   -
Postcode		
Amount guaranteed 9		-
	Subscriber's details	-
Forename(s) •		-
Surname •		 
Address <b>②</b>		- -
Postcode		_
Amount guaranteed 9		
	Subscriber's details	-
Forename(s) •		-
Surname •		_
Address <b>9</b>		— 1 — 1
Postcode		
Amount guaranteed 9		

	Subscriber's details	<b>O</b> Name
Forename(s) •		Please use capital letters.
Surname •		● Address  The addresses in this section will
Address •		appear on the public record They do not have to be the subscribers' usual residential address.
Postcode		Amount guaranteed     Any valid currency is permitted
Amount guaranteed		Continuation pages Please use a 'Subscribers'
	Subscriber's details	continuation page if necessary
Forename(s) •		
Surname •		
Address 2		
Postcode		ļ
Amount guaranteed		
	Subscriber's details	
Forename(s) •		
Surname •		
Address 😉		
Postcode		
Amount guaranteed 9		
	Subscriber's details	; ;
Forename(s) •		
Surname •		
Address 2		
Postcode		
Amount guaranteed 9		
	Subscriber's details	
Forename(s) •		
Surname •		
Address @		
Postcode		
Amount guaranteed 9		
<b>3</b>	ı	

### **Statement of compliance** Part 5 This section must be completed by all companies. is the application by an agent on behalf of all the subscribers? → No Go to Section H1 (Statement of compliance delivered by the → Yes Go to Section H2 (Statement of compliance delivered by an agent) H1 Statement of compliance delivered by the subscribers • • Statement of compliance Please complete this section if the application is not delivered by an agent delivered by the subscribers for the subscribers of the memorandum of association Every subscriber to the memorandum of association must sign the statement of compliance I confirm that the requirements of the Companies Act 2006 as to registration have been complied with Subscriber's signature hunde X X Signature Subscriber's signature X X Subscriber's signature X X Subscriber's signature X X Subscriber's signature X X Signature Subscriber's signature X X Subscriber's signature X Χ Subscriber's signature X CHFP000

Subscriber's signature -	Signature	X	Continuation pages Please use a 'Statement of compliance delivered by the subscribers' continuation page if more subscribers need to sign
Subscriber's signature	Signature	X	
Subscriber's signature	Signature X	×	
Subscriber's signature	Signature X	×	
H2	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			
uilding name/number			
treet			
ost town			
County/Region			
ostcode			
Country			
	I confirm that the requirements of the Companies Act 2006 as to registration have been complied with	n	
	Signature		

### **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 Company name Address Post town County/Region Postcode Country Telephone Certificate We will send your certificate to the presenters address (shown above) or if indicated to another address At the registered office address (Given in Section A6) ☐ At the agents address (Given in Section H2) Checklist We may return forms completed incorrectly or with information missing Please make sure you have remembered the 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 and Business Names (Miscellaneous Provisions) Regulations 2008, 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

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

full service address), DX or LP (Legal Post in Scotland)

### Important information

Please note that all information on this form will appear on the public record, apart from information relating to usual residential addresses.

### P How to pay

A fee of £20 is payable to Companies House to register a company

Make cheques or postal orders payable to 'Companies House'

#### 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<sup>\*</sup>
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 exemption

If you are applying for, or have been granted a section 243 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 companieshouse gov uk or email enquiries@companieshouse gov uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk

### COMPANY HAVING A SHARE CAPITAL

### Memorandum of association of CALIBRE CARE COMPLIANCE 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 by each subscriber

Andrew Mark McMullen

Wendy Miller

h Dive