

**FILE COPY**



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

Company Number **10630616**

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

**CARIBBEAN ON WHEELS 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 England and Wales

Given at Companies House, Cardiff, on **21st February 2017**



\* N10630616A \*



**Companies House**



**THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES**



Companies House

**IN01**<sub>(ef)</sub>

**Application to register a company**



Received for filing in Electronic Format on the: **20/02/2017**

X60N44SP

*Company Name in full:*

**CARIBBEAN ON WHEELS LIMITED**

*Company Type:*

**Private company limited by shares**

*Situation of Registered Office:*

**England and Wales**

*Proposed Registered Office Address:*

**35 NURSERY ROAD NURSERY ROAD  
NEWTOWN  
BIRMINGHAM  
WEST MIDLANDS  
UNITED KINGDOM B19 2XN**

*Sic Codes:*

**56103**

*I wish to entirely adopt the following model articles:*

**Private (Ltd by Shares)**

## *Proposed Officers*

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### *Company Director*      *1*

*Type:*                                      **Person**

*Full Forename(s):*                      **MR PINTO MIGUEL ALEX**

*Surname:*                                **MIGUEL**

*Former Names:*

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

*Country/State Usually*                **UNITED KINGDOM**

*Resident:*

*Date of Birth:*    **\*\*/05/1993**                                      *Nationality:*      **BRITISH**

*Occupation:*      **DIRECTOR**

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

## *Company Director*      2

*Type:*                                      **Person**

*Full Forename(s):*                      **MR YANN**

*Surname:*                                **NANA TCHOUNGA**

*Former Names:*

*Service Address:*                      **35 NURSERY ROAD  
HOCKLEY  
BIRMINGHAM  
UNITED KINGDOM B19 2XN**

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

*Date of Birth:*    **\*\*/08/1993**                                      *Nationality:*    **BRITISH**

*Occupation:*    **DIRECTOR**

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

## *Company Director*      3

*Type:*                                      **Person**

*Full Forename(s):*                      **MR DEXTON OLANDO**

*Surname:*                                **BRAMBLE**

*Former Names:*

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

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

*Date of Birth:*    **\*\*/03/1992**                                      *Nationality:*    **BRITISH**

*Occupation:*    **DIRECTOR**

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

## *Statement of Capital (Share Capital)*

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|                               |                 |                                 |            |
|-------------------------------|-----------------|---------------------------------|------------|
| <i>Class of Shares:</i>       | <b>ORDINARY</b> | <i>Number allotted</i>          | <b>3</b>   |
| <i>Currency:</i>              | <b>GBP</b>      | <i>Aggregate nominal value:</i> | <b>100</b> |
| <i>Prescribed particulars</i> |                 |                                 |            |

**EACH SHARE HAS FULL RIGHTS IN THE COMPANY WITH RESPECT TO VOTING, DIVIDENDS AND DISTRIBUTIONS. THE FINAL OVERALL DECISIONS WILL BE MADE BY PINTO MIGUEL. AS HE IS THE FOUNDER OF THE COMPANY AND ALL RIGHTS WILL GO TO HIM TO FINALISE DECISIONS. ANY FUTURE BUSINESS PLANS TO EXPAND WILL BE LED BY PINTO MIGUEL AND HAS NOTHING TO DO WITH THE OTHER BUSINESS DIRECTORS AND THEY WILL BE ONLY RESPONSIBLE FOR THE SINGLE BUSINESS VAN.**

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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>3</b>   |
|                  |            | <i>Total aggregate nominal value:</i> | <b>100</b> |
|                  |            | <i>Total aggregate unpaid:</i>        | <b>1</b>   |

## *Initial Shareholdings*

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*Name:* **PINTO MIGUEL**

*Address* **35 NURSERY ROAD  
HOCKLEY  
BIRMINGHAM  
UNITED KINGDOM  
B19 2XN**

*Class of Shares:* **ORDINARY**

*Number of shares:* **1**

*Currency:* **GBP**

*Nominal value of each share:* **33.333333**

*Amount unpaid:* **100**

*Amount paid:* **1**

*Name:* **YANN NANA TCHOUNGA**

*Address* **35 NURSERY ROAD  
HOCKLEY  
BIRMINGHAM  
UNITED KINGDOM  
B19 2XN**

*Class of Shares:* **ORDINARY**

*Number of shares:* **1**

*Currency:* **GBP**

*Nominal value of each share:* **33.333333**

*Amount unpaid:* **100**

*Amount paid:* **1**

*Name:* **DEXTON BRAMBLE**

*Address* **35 NURSERY ROAD  
HOCKLEY  
BIRMINGHAM  
UNITED KINGDOM  
B19 2XN**

*Class of Shares:* **ORDINARY**

*Number of shares:* **1**

*Currency:* **GBP**

*Nominal value of each share:* **33.333333**

*Amount unpaid:* **100**

*Amount paid:* **1**

## ***Persons with Significant Control (PSC)***

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### **Statement of initial significant control**

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**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**

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## *Individual Person with Significant Control details*

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*Names:* **MR PINTO MIGUEL**

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

*Date of Birth:* **\*\*/05/1993** *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 has the right to exercise, or actually exercises, significant influence or control over the activities of a firm that, under the law by which it is governed, is not a legal person; and the members of that firm (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 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 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, 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 activities of a trust, and the trustees of that trust (in their capacity as such) have the right to exercise, or actually exercise, significant influence or control over 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 firm that, under the law by which it is governed, is not a legal person; and the members of that firm (in their capacity as such) hold, directly or indirectly, more than 25% but not more than 50% of the voting rights in 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.  |
| <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***

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

|                      |                           |
|----------------------|---------------------------|
| <i>Name:</i>         | <b>PINTO MIGUEL</b>       |
| <i>Authenticated</i> | <b>YES</b>                |
| <i>Name:</i>         | <b>YANN NANA TCHOUNGA</b> |
| <i>Authenticated</i> | <b>YES</b>                |
| <i>Name:</i>         | <b>DEXTON BRAMBLE</b>     |
| <i>Authenticated</i> | <b>YES</b>                |

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## ***Authorisation***

|                                |                   |                      |            |
|--------------------------------|-------------------|----------------------|------------|
| <i>Authoriser Designation:</i> | <b>subscriber</b> | <i>Authenticated</i> | <b>YES</b> |
|--------------------------------|-------------------|----------------------|------------|

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# COMPANY HAVING A SHARE CAPITAL

## Memorandum of association of CARIBBEAN ON WHEELS 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               |
|-------------------------|------------------------------|
| Pinto Miguel            | Authenticated Electronically |
| yann nana tchounga      | Authenticated Electronically |
| dexton bramble          | Authenticated Electronically |

Dated: 20/02/2017