

# Company Purchase Application

TO PLACE YOUR ORDER PLEASE CHOOSE **ONE** OF THE FOLLOWING OPTIONS:

- Order online at [www.bourse.co.uk](http://www.bourse.co.uk) (DISCOUNTED RATES APPLY); or
- **FREEPHONE 0800 137 020** and our specialist advisers will guide you through the whole process, without the need to complete any company forms; or
- Complete and return this **Company Purchase Application Form** and **Company Directors Questionnaire**

All prices include VAT at the current rate.

## 1 NAME

PLEASE STATE COMPANY NAME REQUIRED OPPOSITE

We will advise name availability or report identical names.

We will form your company with the word "**LIMITED**" in full unless otherwise indicated.

To check name availability, visit our website at [www.bourse.co.uk](http://www.bourse.co.uk), alternatively call **FREEPHONE 0800 137 020** for an instant name search,

please tick appropriate boxes ✓

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_ LIMITED

## 2 COMPANY'S OBJECTS

All companies have unrestricted power to undertake any lawful activity. If you wish to restrict the powers of the Company to a specific activity (and any activities which can reasonably be carried on therewith), then state objects required opposite.

Specific Objects: \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

please tick ✓

£ 35.00

## 3 SHARE CAPITAL

The Companies Act 2006 has done away with the concept of nominal ("authorised") share capital. The Board have an **indefinite, unrestricted power to allot as many shares as they deem necessary**, subject to statutory rights of pre-emption in favour of existing Shareholders. If you wish to restrict the powers of the Board to allot no more than a specific number of shares in an initial period then please state this limit opposite. We will restrict this initial period to a five-year period from incorporation, after which the Board may request the authority be renewed.

Limit of shares \_\_\_\_\_

please tick ✓

£ 35.00

## 4 ARTICLES OF ASSOCIATION

please tick appropriate boxes

4

### SHARE TRANSFERS

Our standard form articles give the Board absolute discretion to decline to register the transfer of any share without reason.

£ 40.00

The following articles may be adopted if required:

a) **unrestricted transfer from a member to his family or other members.**

This option allows a member to freely transfer his or her shares to other members of the company or to his or her family.

or

b) **pre-emption rights in favour of existing members.**

This option provides that if a member wishes to transfer his shares, he must first offer them to all other members at a price which is agreed by the other members, or at a price to be determined by the company's auditors. The directors retain the right to refuse to register a transfer to a person outside the company. Also includes a deemed transfer provision in the event of an employee (including directors) leaving the company.

or

c) **pre-emption rights in favour of existing members, subject to unrestricted transfer to family or other members.**

This option allows unrestricted transfer to other members or to the member's family as per option (a) above. If the transferor wishes to sell to someone other than a permitted transferee, he must first offer his shares to all other members as per option (b), and the directors retain the right to refuse to register a transfer to a person outside the company. Also includes a deemed transfer provision in the event of an employee (including directors) leaving the company.

### DIRECTORS

The following is also available;

**additional votes per share for a director who is a member on a resolution for his removal.** In this provision a director is given sufficient votes to defeat a resolution to remove him. In most cases, this will be ten votes per ordinary share.

*If your particular requirements are not met by these options we are also able to draft specific Articles of Association if necessary. In such a case an additional charge will be payable, dependent upon the requirements. We will be pleased to supply an estimate of our charges upon request.*

## 5 CHAIRMAN'S CASTING VOTE

5

### At a Board Meeting (a meeting of the Directors)

The Chairman of a meeting of the Directors does not have a casting vote by default. This can be granted by the inclusion of a specific article if so required.

Add Board Meeting Casting Vote

and/or

### At a General Meeting (a meeting of the Shareholders)

The Chairman of any meeting of the Shareholders **does not** have a casting vote by default, but this can be granted by the inclusion of a specific article if so required.

Add General Meeting 'Casting Vote'

£ 40.00

## 6 DIRECTORS, SECRETARY & REGISTERED OFFICE

6

Please complete enclosed Company Directors Questionnaire giving details of the proposed registered office and the company officer(s). There must be at least one officer (at least one Director). Please note that private limited companies are not obliged to appoint a Company Secretary.

## 7 REGISTERED OFFICE AND SERVICE ADDRESS FACILITY

7

Our address can be used as the Company's Registered Office address for receiving official mail which can be forwarded to a designated address.

first 12 months £ 100.00

Directors may also now place a Service Address onto the public record: their residential address remains on a private record at Companies House. You can use our address as the Director's Service Address for receipt of official mail, which can be forwarded on to a designated address.

Number of Directors \_\_\_\_\_

first 12 months each £ 100.00

We will forward all necessary company documents to you, maintain the company's statutory records, prepare appropriate resolutions, AGM agendas (if required) and other forms for filing with the Registrar of Companies.

first 12 months

£ 250.00

Please only complete this section if you are requesting our **Professional Plus** Package and/or **Company Secretarial Service**.

*please tick appropriate boxes*

**SHAREHOLDERS**

Title/Name \_\_\_\_\_

No of shares \_\_\_\_\_

Address \_\_\_\_\_

Postcode \_\_\_\_\_

Title/Name \_\_\_\_\_

No of shares \_\_\_\_\_

Address \_\_\_\_\_

Postcode \_\_\_\_\_

Title/Name \_\_\_\_\_

No of shares \_\_\_\_\_

Address \_\_\_\_\_

Postcode \_\_\_\_\_

Title/Name \_\_\_\_\_

No of shares \_\_\_\_\_

Address \_\_\_\_\_

Postcode \_\_\_\_\_

Total No of shares Issued \_\_\_\_\_

If there are to be more than four shareholders please tick box and attach a separate sheet

Address of first meeting \_\_\_\_\_

We will prepare documentation stating that the first meeting of the company is on the date of incorporation at the registered address given by you.

Directors to be present \_\_\_\_\_

The directors will be present and the secretary (if so appointed) will attend.

If anything is to be different please advise opposite.

**COMPANY'S BANKERS**

Name \_\_\_\_\_

Branch \_\_\_\_\_

**COMPANY'S ACCOUNTANTS/AUDITORS\***

*\* Delete as appropriate*

Name \_\_\_\_\_

Address \_\_\_\_\_

The following are also available as Same-Day Incorporation Packages:

BASIC PACKAGE

Certificate of Incorporation, two unbound copies of Memorandum and Articles of Association with Transfer Documentation if applicable (Certificate of Non-Trading, Stock Transfer Form).

PROFESSIONAL

Certificate of Incorporation, six bound copies of Memorandum and Articles of Association with Draft first board minutes, Combined Company Register, Transfer Documentation if applicable (Certificate of Non-Trading, Stock Transfer Form).

PROFESSIONAL PLUS

Certificate of Incorporation, six bound copies of Memorandum and Articles of Association with Completion of first board minutes and initial statutory registers, Company Kit Box (loose-leaf registers), Transfer Documentation if applicable (Certificate of Non-Trading, Stock Transfer Form).

ADDITIONAL SERVICES

- Specific Objects
Any Combination of our Optional Articles (Section 4)
Chairman's Casting Vote (Section 5)
Registered Office Facility
Director's Services Addresses
Number of Directors using facility
Company Secretarial & Registered Office Service
Lever Press Seal
Company Seal

The Companies (Trading Disclosures) Regulations 2008 require that every company must display its registered name at its Registered Office and at any other location where records are kept or business carried on.

- Name Plate - Brass size (8" x 4")
Laminate size (8" x 4")

please tick appropriate boxes

- Same-Day Supplement extra £ 156.00
Basic Package £ 120.00
Professional £ 160.00
Professional Plus £ 200.00
Specific Objects £ 35.00
Optional Articles £ 40.00
Chairman's Casting Vote (Section 5) £ 40.00
Reg. Office Facility first 12 months £ 100.00
Director's Service Addresses first 12 months £ 100.00
Sec+Reg Office first 12 months £ 250.00
Lever Press Seal £ 91.80
Company Seal £ 40.50

- Brass Name Plate £ 69.30
Laminate £ 51.30

Please find enclosed a cheque payable to Bourse Company Services Limited in the sum of

£

All prices include VAT at the current rate.

Bourse Company Services will not be liable in any manner whatsoever in respect of a name which could not reasonably be foreseen at the date of your search, being one to which the Secretary of State or a third party would take objection. All goods and services are provided on the terms of the Company's Standard Conditions of Business, copies of which are available on application to the Company.

Credit card number

Start Date (if any) Validation Code\* \*last three digits on reverse of card

Expires Issue Number (if any)

I wish to pay by Mastercard Visa Debit Card please tick appropriate box
My Credit Card number and expiry date are as above.
Please debit my account with the amount due.

Cardholders name

Signature Date

YOUR DETAILS please complete in all cases

Company (if applicable)
Contact Ref (optional)
Address
Britdoc No (if applicable)
Phone Fax
E-mail



company formation
READY-MADE/MADE TO MEASURE
FLAT MANAGEMENT
GUARANTEE COMPANIES
UNLIMITED COMPANIES • PLCS
REGISTERS • NAME PLATES • SEALS

property and company searches
COMPANY SEARCHES • CREDIT/STATUS REPORTS
PERSONAL LOCAL AUTHORITY SEARCHES
ENVIRONMENTAL SEARCHES
PROPERTY SEARCHES
PLANNING, FLOODING, CONTAMINATED LAND SEARCHES

corporate services
SPECIFIC ARTICLES
CREATION OF DIFFERENT SHARE CLASSES
BONUS ISSUES • PURCHASE OF OWN SHARES
RE-REGISTRATION • SECRETARIAL AND NOMINEE SERVICES
OVERSEAS/OFFSHORE COMPANIES



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# Company Directors Questionnaire

***Please return this questionnaire together with the appropriate Bourse company order form***

**Proposed new company name**

.....  
***For a private limited company, the acceptable company types are LIMITED, LTD. or LTD***

**Registered Office address**

.....  
 .....  
 .....  
 .....

***The Registered Office address of the Company is the official address for service on the Company. It must be in England, Wales, Scotland or Northern Ireland. It cannot be a PO Box or similar unless contained within a full address, and should be an address where a person will be available to sign for any mail delivered.***

**This company will be registered in**

**England and Wales       Wales       Scotland       Northern Ireland**

**Principal Business Activity**

Please provide the company's proposed business activity, or up to four SIC codes to describe that activity.

.....  
 .....  
 .....

**company formation**

READY-MADE/MADE TO MEASURE  
 FLAT MANAGEMENT  
 GUARANTEE COMPANIES  
 UNLIMITED COMPANIES • PLCS  
 REGISTERS • NAME PLATES • SEALS

**property and company searches**

COMPANY SEARCHES • CREDIT/STATUS REPORTS  
 PERSONAL LOCAL AUTHORITY SEARCHES  
 ENVIRONMENTAL SEARCHES  
 PROPERTY SEARCHES  
 PLANNING, FLOODING, CONTAMINATED LAND SEARCHES

**corporate services**

SPECIFIC ARTICLES  
 CREATION OF DIFFERENT SHARE CLASSES  
 BONUS ISSUES • PURCHASE OF OWN SHARES  
 RE-REGISTRATION • SECRETARIAL AND NOMINEE SERVICES  
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## Company Officers

A private limited company must have at least one *natural* director (ie. a director who is not themselves a corporation) and at least one shareholder (who may also be a director or Company Secretary of this new company, and who may be a corporation).

A *private* limited company is not obliged to appoint a Company Secretary.

## People with Significant Control

A Person with Significant Control (“PSC”) is a natural person or a relevant legal entity (such as a UK limited company or an LLP, known as an “RLE”) who meets one or more of the following conditions in relation to your company

- 1) Directly or indirectly holds more than 25% (in nominal value) of the shares;
- 2) Directly or indirectly holds more than 25% of the available voting rights;
- 3) Directly or indirectly holds the right to appoint or remove a majority of directors (eg. by having rights defined in the company’s Articles or an external agreement);
- 4) Otherwise has the right to exercise, or actually exercises, significant influence or control; and/or
- 5) Has the right to exercise, or actually exercises, significant influence or control over the activities of an unincorporated trust or firm which is not an RLE, but which would satisfy any of the first four conditions if it were.

*A corporate legal entity is relevant in relation to your company if it meets any one or more of the conditions (1) to (5) set out above and:*

1. *It keeps its own PSC register in accordance with the Act and the Regulations, and/or*
2. *It is subject to Chapter 5 of the Financial Conduct Authority’s Disclosure and Transparency Rules (DTRs), and/or*
3. *It has voting shares admitted to trading on a regulated market in the UK or European Economic Area (other than the UK) or on specified markets in Switzerland, the USA, Japan, or Israel.*

*A relevant legal entity (RLE) is registrable in relation to your company if it is the first relevant legal entity in your company’s ownership chain.*

**You will need to confirm on the following pages any PSC/RLEs and the nature of their control (conditions 1-5 above) which you believe makes them a PSC/RLE.**

**Alternatively, please confirm that you believe that the company has NO people with significant control or relevant legal entities.**

### company formation

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FLAT MANAGEMENT  
GUARANTEE COMPANIES  
UNLIMITED COMPANIES • PLCS  
REGISTERS • NAME PLATES • SEALS

### property and company searches

COMPANY SEARCHES • CREDIT/STATUS REPORTS  
PERSONAL LOCAL AUTHORITY SEARCHES  
ENVIRONMENTAL SEARCHES  
PROPERTY SEARCHES  
PLANNING, FLOODING, CONTAMINATED LAND SEARCHES

### corporate services

SPECIFIC ARTICLES  
CREATION OF DIFFERENT SHARE CLASSES  
BONUS ISSUES • PURCHASE OF OWN SHARES  
RE-REGISTRATION • SECRETARIAL AND NOMINEE SERVICES  
OVERSEAS/OFFSHORE COMPANIES



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**Please provide the details of your proposed officers and shareholders on the following pages.**

**Please re-print or photocopy the appropriate pages if you need more.**

**company formation**

READY-MADE/MADE TO MEASURE  
FLAT MANAGEMENT  
GUARANTEE COMPANIES  
UNLIMITED COMPANIES • PLCS  
REGISTERS • NAME PLATES • SEALS

**property and company searches**

COMPANY SEARCHES • CREDIT/STATUS REPORTS  
PERSONAL LOCAL AUTHORITY SEARCHES  
ENVIRONMENTAL SEARCHES  
PROPERTY SEARCHES  
PLANNING, FLOODING, CONTAMINATED LAND SEARCHES

**corporate services**

SPECIFIC ARTICLES  
CREATION OF DIFFERENT SHARE CLASSES  
BONUS ISSUES • PURCHASE OF OWN SHARES  
RE-REGISTRATION • SECRETARIAL AND NOMINEE SERVICES  
OVERSEAS/OFFSHORE COMPANIES



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## Natural officer/shareholder

This individual will be (please tick as many as apply):

Secretary  Director  Shareholder/Member  PSC

Full name including title (Mr, Mrs, etc)

.....

Previous names (any former names used for business purposes within the last twenty years)

.....

**Service address** (this cannot be a PO Box or similar unless contained within a full address, and should be an address where a person can be available to sign for any mail delivered. It is the official address for service on the officer.)

.....

.....

**Usual residential address** (this will not appear on the public record if a Service Address is supplied, and is not required for someone being appointed only as a Company Secretary) - *EITHER* the usual residential address is the same as the service address shown above  *OR* else please show below:

.....

.....

Usual country or state of residence .....

Date of birth (dd/mm/yyyy) .....

Nationality .....

Business occupation ("Director" is acceptable) .....

If this individual will be a shareholder, then please also confirm how many shares they will subscribe to/hold from the incorporation of the company

The following information is only required if this person will be a subscriber shareholder/member. It is used to enable us to appoint individuals "electronically" without completion of the paper Companies House forms. It will not appear on the public record. **WE ONLY REQUIRE THREE OF THE FOLLOWING DATA:**

First three letters of mother's maiden surname	<input style="width: 100px; height: 20px;" type="text"/>	First three letters of father's forename	<input style="width: 100px; height: 20px;" type="text"/>
First three letters of town of birth	<input style="width: 100px; height: 20px;" type="text"/>	Last three digits of passport number	<input style="width: 100px; height: 20px;" type="text"/>
Last three characters of National Insurance number	<input style="width: 100px; height: 20px;" type="text"/>	Last three digits of telephone number	<input style="width: 100px; height: 20px;" type="text"/>

(PSCs only) Nature of control/Conditions (please tick as many as apply):

Condition 1.  Condition 2.  Condition 3.   
 Condition 4.  Condition 5.

### company formation

READY-MADE/MADE TO MEASURE  
 FLAT MANAGEMENT  
 GUARANTEE COMPANIES  
 UNLIMITED COMPANIES • PLCS  
 REGISTERS • NAME PLATES • SEALS

### property and company searches

COMPANY SEARCHES • CREDIT/STATUS REPORTS  
 PERSONAL LOCAL AUTHORITY SEARCHES  
 ENVIRONMENTAL SEARCHES  
 PROPERTY SEARCHES  
 PLANNING, FLOODING, CONTAMINATED LAND SEARCHES

### corporate services

SPECIFIC ARTICLES  
 CREATION OF DIFFERENT SHARE CLASSES  
 BONUS ISSUES • PURCHASE OF OWN SHARES  
 RE-REGISTRATION • SECRETARIAL AND NOMINEE SERVICES  
 OVERSEAS/OFFSHORE COMPANIES





**Re-print/copy these additional pages if required**  
**Natural officer/shareholder**

This individual will be (please tick as many as apply):

- Secretary       Director       Shareholder/Member       PSC

Full name including title (Mr, Mrs, etc)

.....

Previous names (any former names used for business purposes within the last twenty years)

.....

**Service address** (this cannot be a PO Box or similar unless contained within a full address, and should be an address where a person can be available to sign for any mail delivered. It is the official address for service on the officer.)

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Nationality .....

Business occupation ("Director" is acceptable) .....

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- Condition 1.       Condition 2.       Condition 3.   
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**company formation**

READY-MADE/MADE TO MEASURE  
 FLAT MANAGEMENT  
 GUARANTEE COMPANIES  
 UNLIMITED COMPANIES • PLCS  
 REGISTERS • NAME PLATES • SEALS

**property and company searches**

COMPANY SEARCHES • CREDIT/STATUS REPORTS  
 PERSONAL LOCAL AUTHORITY SEARCHES  
 ENVIRONMENTAL SEARCHES  
 PROPERTY SEARCHES  
 PLANNING, FLOODING, CONTAMINATED LAND SEARCHES

**corporate services**

SPECIFIC ARTICLES  
 CREATION OF DIFFERENT SHARE CLASSES  
 BONUS ISSUES • PURCHASE OF OWN SHARES  
 RE-REGISTRATION • SECRETARIAL AND NOMINEE SERVICES  
 OVERSEAS/OFFSHORE COMPANIES



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- Secretary  Director  Shareholder/Member  PSC

Full name including title (Mr, Mrs, etc)

.....

Previous names (any former names used for business purposes within the last twenty years)

.....

Service address (this cannot be a PO Box or similar unless contained within a full address, and should be an address where a person can be available to sign for any mail delivered. It is the official address for service on the officer.)

.....

.....

Usual residential address (this will not appear on the public record if a Service Address is supplied, and is not required for someone being appointed only as a Company Secretary) - EITHER the usual residential address is the same as the service address shown above  OR else please show below:

.....

.....

Usual country or state of residence .....

Date of birth (dd/mm/yyyy) .....

Nationality .....

Business occupation ("Director" is acceptable) .....

If this individual will be a shareholder, then please also confirm how many shares they will subscribe to/hold from the incorporation of the company

The following information is only required if this person will be a subscriber shareholder/member. It is used to enable us to appoint individuals "electronically" without completion of the paper Companies House forms. It will not appear on the public record. **WE ONLY REQUIRE THREE OF THE FOLLOWING DATA:**

First three letters of mother's maiden surname	<input style="width: 100px; height: 20px;" type="text"/>	First three letters of father's forename	<input style="width: 100px; height: 20px;" type="text"/>
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READY-MADE/MADE TO MEASURE  
 FLAT MANAGEMENT  
 GUARANTEE COMPANIES  
 UNLIMITED COMPANIES • PLCS  
 REGISTERS • NAME PLATES • SEALS

**property and company searches**

COMPANY SEARCHES • CREDIT/STATUS REPORTS  
 PERSONAL LOCAL AUTHORITY SEARCHES  
 ENVIRONMENTAL SEARCHES  
 PROPERTY SEARCHES  
 PLANNING, FLOODING, CONTAMINATED LAND SEARCHES

**corporate services**

SPECIFIC ARTICLES  
 CREATION OF DIFFERENT SHARE CLASSES  
 BONUS ISSUES • PURCHASE OF OWN SHARES  
 RE-REGISTRATION • SECRETARIAL AND NOMINEE SERVICES  
 OVERSEAS/OFFSHORE COMPANIES



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**Re-print/copy these additional pages if required**  
**Corporate officer/shareholder**

This corporation will be:

Secretary  Director  Shareholder/Member  RLE

Full corporate name including legal styling (eg. Limited, Ltd, PLC, LLC)

.....  
**Registered Office address (of this corporation)**  
 .....

**Is the company registered within the United Kingdom?**

If **YES**, please confirm Registration number .....

If **NO**, please confirm (1) Country or State of registration .....

(2) Registration number .....

(3) the applicable Legal Form .....

(4) the applicable Governing Law .....

**If this corporation will be a shareholder, then please also confirm how many shares they will subscribe to/hold from the incorporation of the company**

The following information is only required if this corporation will be a subscriber shareholder/member. It is used to enable us to appoint individuals "electronically" without completion of the paper Companies House forms. It will not appear on the public record.

**Full name of a "responsible person" or officer of the corporation being appointed**

.....

**WE ONLY REQUIRE THREE OF THE FOLLOWING DATA, RELATING TO THE RESPONSIBLE PERSON:**

First three letters of mother's maiden surname	<input style="width: 100px; height: 20px;" type="text"/>	First three letters of father's forename	<input style="width: 100px; height: 20px;" type="text"/>
First three letters of town of birth	<input style="width: 100px; height: 20px;" type="text"/>	Last three digits of passport number	<input style="width: 100px; height: 20px;" type="text"/>
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**(RLE only) Nature of control/Conditions (please tick as many as apply):**

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**company formation**

READY-MADE/MADE TO MEASURE  
 FLAT MANAGEMENT  
 GUARANTEE COMPANIES  
 UNLIMITED COMPANIES • PLCS  
 REGISTERS • NAME PLATES • SEALS

**property and company searches**

COMPANY SEARCHES • CREDIT/STATUS REPORTS  
 PERSONAL LOCAL AUTHORITY SEARCHES  
 ENVIRONMENTAL SEARCHES  
 PROPERTY SEARCHES  
 PLANNING, FLOODING, CONTAMINATED LAND SEARCHES

**corporate services**

SPECIFIC ARTICLES  
 CREATION OF DIFFERENT SHARE CLASSES  
 BONUS ISSUES • PURCHASE OF OWN SHARES  
 RE-REGISTRATION • SECRETARIAL AND NOMINEE SERVICES  
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This corporation will be:

Secretary  Director  Shareholder/Member  RLE

Full corporate name including legal styling (eg. Limited, Ltd, PLC, LLC)

.....

Registered Office address (of this corporation)

.....

.....

**Is the company registered within the United Kingdom?**

If **YES**, please confirm Registration number .....

If **NO**, please confirm (1) Country or State of registration .....

(2) Registration number .....

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Condition 1.  Condition 2.  Condition 3.   
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**See notes for People with Significant Control above**

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 FLAT MANAGEMENT  
 GUARANTEE COMPANIES  
 UNLIMITED COMPANIES • PLCS  
 REGISTERS • NAME PLATES • SEALS

**property and company searches**

COMPANY SEARCHES • CREDIT/STATUS REPORTS  
 PERSONAL LOCAL AUTHORITY SEARCHES  
 ENVIRONMENTAL SEARCHES  
 PROPERTY SEARCHES  
 PLANNING, FLOODING, CONTAMINATED LAND SEARCHES

**corporate services**

SPECIFIC ARTICLES  
 CREATION OF DIFFERENT SHARE CLASSES  
 BONUS ISSUES • PURCHASE OF OWN SHARES  
 RE-REGISTRATION • SECRETARIAL AND NOMINEE SERVICES  
 OVERSEAS/OFFSHORE COMPANIES