

FILE COPY



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

Company Number **11331808**

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

21ST CENTURY ROLLING STOCK 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 **26th April 2018**



* N11331808C *



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: **25/04/2018**

X74MCFCP

Company Name in full: **21ST CENTURY ROLLING STOCK LIMITED**

Company Type: **Private company limited by shares**

Situation of Registered Office: **England and Wales**

Proposed Registered Office Address: **DARLINGTON LOCOMOTIVE WORKS HOPETOWN LANE
DARLINGTON
UNITED KINGDOM DL3 6RQ**

Sic Codes: **49100**

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Proposed Officers

Company Secretary *1*

Type: **Person**

Full Forename(s): **MR DAVID ERWYN**

Surname: **BURGESS**

Former Names:

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

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

Company Director 1

Type: **Person**
Full Forename(s): **MR DAVID ERWYN**
Surname: **BURGESS**
Former Names:
Service Address: **recorded as Company's registered office**
Country/State Usually Resident: **GUERNSEY**

Date of Birth: ****/04/1948** *Nationality:* **BRITISH**
Occupation: **RETIRED**

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

Company Director 2

Type: **Person**
Full Forename(s): **MR MARK COLIN**
Surname: **ALLATT**
Former Names:
Service Address: **recorded as Company's registered office**
Country/State Usually Resident: **ENGLAND**

Date of Birth: ****/11/1965** *Nationality:* **BRITISH**
Occupation: **MARKETING
CONSULTANT**

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>	1
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	1
<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>	1
		<i>Total aggregate nominal value:</i>	1
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

<i>Name:</i>	THE A1 STEAM LOCOMOTIVE TRUST	<i>Class of Shares:</i>	ORDINARY
<i>Address</i>	DARLINGTON LOCOMOTIVE WORKS HOPETOWN LANE DARLINGTON UNITED KINGDOM DL3 6RQ	<i>Number of shares:</i>	1
		<i>Currency:</i>	GBP
		<i>Nominal value of each share:</i>	1
		<i>Amount unpaid:</i>	0
		<i>Amount paid:</i>	1

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

Relevant Legal Entity (RLE) details

Company Name: **THE A1 STEAM LOCOMOTIVE TRUST**

Service Address: **DARLINGTON LOCOMOTIVE WORKS HOPETOWN
LANE
DARLINGTON
UNITED KINGDOM
DL3 6RQ**

Legal Form: **COMPANY LIMITED BY GUARANTEE**

Governing Law: **ENGLAND**

Register Location: **ENGLAND**

Country/State: **ENGLAND**

Registration Number: **2636924**

<i>Nature of control</i>	The relevant legal entity holds, directly or indirectly, 75% or more of the shares in the company.
<i>Nature of control</i>	The relevant legal entity 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 relevant legal entity holds, directly or indirectly, 75% or more 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.

Name: **THE A1 STEAM LOCOMOTIVE TRUST**
Authenticated **YES**

Authorisation

Authoriser Designation: **subscriber** *Authenticated* **YES**

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of 21ST CENTURY ROLLING STOCK 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
The A1 Steam Locomotive Trust	Authenticated Electronically

Dated: 25/04/2018