UK Company Archive Search

for

I.S.S. Limited

Search requested by: Search reference: Search completed: CROinfo batch ID: Sample 0000000.00000 August 20 2018 000000000-1



#### **HISTORIC COMPANY SEARCH REPORT**

17 August 2018

We have carried out a search at Companies House in respect of ISS Ltd and report the following information.

COMPANY NAME:	I.S.S. LIMITED
COMPANY NUMBER:	01764291
DATE OF INCORPORATION:	25/10/1983
FORMER NAMES:	I.S.S. LIMITED – 09/01/1985 to current I.S.S. (1984) LIMITED – 06/04/1984 to 09/01/1985 PRECIS (205) LIMITED – 25/10/1983 to 06/04/1984
REGISTERED OFFICE:	MCCOLL'S HOUSE ASHWELLS ROAD BRENTWOOD ESSEX CM15 9ST
COPY DOCUMENTS:	Certificate of Incorporation Certificates of Change of Name Memorandum & Articles of Association plus subseqent resolutions (up to end of 1994) Annual Return made up to 28/03/1993 ( <i>to show company</i> <i>appointments and registered office at selected date period</i> )
INSOLVENCY / STRIKING OFF:	Active

CRO Info™ is a brand of Company Registrations Online Limited Carpenter Court, Maple Road, Bramhall, Stockport, Cheshire, SK7 2DH Registered in England and Wales No. 3838753





# CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

No. 1764291

I hereby certify that

PRECIS (205) LIMITED

a private company and that the Company is limited.

Given under my hand at the Companies Registration Office,

Cardiff the

25TH OCTOBER 1983

0. MISS O. CHAMBERLAIN

an authorised officer

FILE COPY



# CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

1764291

No.

I hereby certify that

 $1^{\circ}$ 

PRECIS (205) LIMITED

having by special resolution changed its name, is now

incorporated under the name of

1.S.S. (1984) LIMITED

Given under my hand at the Companies Registration Office, Cardiff the 6TH APRIL 1984

J Saundos

M. SAUNDERS (MRS) an authorised officer



# CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

No.

1764291 18

I hereby certify that

I.S.S. (1984) LIMITED

having by special resolution changed its name, is now

incorporated under the name of

I.S.S. LIMITED

Given under my hand at the Companies Registration Office,

Cardiff the

9TH JANUARY 1985

ba di

MRS. C. R. WILLIAMS

an authorised officer



THE REGISTRAR OF COMPANIES COMPANIES HOUSE CROWN WAY CARDIFF CF4 3UZ COMPANYES HOUSE 2 4 MAR 1893 M 10 EG77 CO 8339 X 21. AGDDUAL Return of company number 01764291 H company name I.S.S. LIMITED COMPANY LIMITED BY SHARES

This form should be completed in black.

The information printed below is taken from Companies House records as at 05/03/93 If this information requires amendment use the spaces opposite.

#### Date of this return (See note 1)

The information in this return should be made up to a date not later than

Day	Month	Year
2,8	013	9,3

#### Date of next return (See note 2)

If you wish to make your next return to a date earlier than the anniversary of this return please show the date here. Companies House will then send a form at the appropriate time.

#### Registered Office (Scenole 1)

This is the address registered by Companies House. THE UPPER MILL KINGSTON ROAD

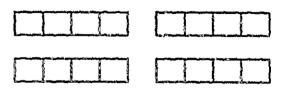
ewell Surrey KT17 2af

#### Principal business activities See note 4

Trade classification is 9999 NON-TRADING COMPANY If you are making the return up to an earlier date, show the date here. Please note that the form must be delivered to Companies House within 28 days of this earlier date.

Day	Month	Year
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Day	Month Yea	
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If the code cannot be determined from the notes, give a brief description of principal activity.

PAGE 1

Directors (See note 7) Particulars of a new director must be no form 288.	tified on	Day Month Year 1 4 0 2 9 2 Date of any change.
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Register of members (See note S)	01764291	It the information shown needs amendment, give details below and, for secretary and director particulars, the date of any change.

. .

Month

Year

0 | 1 0 | 1 9 | 2 Date of resignation.

ALAN CULLENS CANDLEFORD COLVILLE GARDENS LIGHTWATER SURREY GU18 500

Date of Birth:- 12/06/39 Nat:DRITISH Occ:DIRECTOR

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

PAGE 2

Directors - continued 01764291	details below and the date of any c	ະແຜນອິລະ
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Page 3

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	Date of Birtn: 09/06/59
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PAGE 5

<b>Issued Share Capital</b> (See note 8) 01764291 Enter details of all shares in issue at the date of this return.	Class eg Ordinarv Preference etc.)	Number of shares issued	Aggregate riominal value (ie .virmber of st.), (soued ruttiplied b nomin value per share
* 3	<u>ORDINAR</u>	2	<u>£1</u>
	Totals	2	£2
List of past and present members (See note 9) (Use attached schedule where appropriate) A full list is required if one was not included with either of the last two returns. The last full members list was at 28/03/91	There were no ch	anges in the perio	Please mark the appropriate box.
	A list of changes A full list of memb	is enclosed	not on paper paper
Elective resolutions (See note 10) (Private companies only)			
If an elective resolution is in force at the date of this return to dispense with annual general meetings, mark this box. If an elective resolution is in force at the date of this return to dispense with laying accounts in general meetings, mark this box.			
Certificate I certify that the information given in this return is true to the best of my knowledge and belief. I enclose the fee of £32. Cheques should be made payable to Companies House.	Date <u>2230</u> This return inclu Please ensure	<u>B</u>	Secretary/Director-* *dclete as appropriates continuction sheats. completed
To whom should Companies House direct any enquiries about the information shown in this return?	EWEEL	er TM Gr Mill, Kingst Postcode	

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Telephone 081-394 1722 Ext

1764291 HSCD .9.83 THE COMPANIES ACTS 1948 to 1981 198262/0 COMPANY LIMITED BY SHARES MEMORANDUM OF ASSOCIATION of 26 SEP 123 D. IS(205) LIMITED 19 1... The name of the Company is "PRECIS (205) LIMITED". The registered office of the Company will be situate in 2. England. The objects for which the Company is established are:-З. To carry on the business of an investment company and (A) for that purpose to acquire and hold either in the name . . of the Company or in that of any nominee shares, . stocks, debentures, debenture stock, bonds, notes, obligations and securities issued or guaranteed by any company wherever incorporated or carrying on business and debentures, debenture stock, bonds, notes, obligations and securities issued or guaranteed by any government, sovereign ruler, commissioners, public body or authority, supreme, dependent, municipal, local or otherwise in any part of the world. To acquire any shares, stock, debentures, debenture (B) stock, bonds, notes, obligations, or securities by original subscription, contract, tender, purchase, exchange, underwriting, participation in syndicates or otherwise, and whether or not fully paid up, and to subscribe for the same subject to such terms and conditions (if any) as may be thought fit. To exercise and enforce all rights and powers conferred C) by or incident to the ownership of any shares stock obligations or other securities including without prejudice to the generality of the foregoing all such powers of veto or control as may be conferred by virtue of the holding by the company of some special proportion of the issued or nominal amount thereof and to provide managerial and other executive supervisory 03336Z

>76 -Slo and consultant services for or in relation to any company in which the Company is interested upon such terms as may be thought fit.

- (D) To acquire by any means any real or personal property or rights whatsoever.
- (E) To carry on any other business which may seem to the Company capable of being conducted directly or indirectly for the benefit of the Company.
- (F) To make experiments in connection with any business or proposed business of the Company, and to apply for or otherwise acquire in any part of the world any patents, patent rights, brevets d'invention, licences, protections and concessions which may appear likely to be advantageous or useful to the Company, and to use and manufacture under or grant licences or privileges in respect of the same, and to expend money in experimenting upon and testing and in improving or seeking to improve any patents, inventions or rights which the Company may acquire or propose to acquire.
- (G) To acquire by any means the whole or any part of the assets, and to undertake the whole or any part of the liabilities, of any person carrying on or proposing to carry on any business which the Company is authorised to carry on or which can be carried on in connection therewith, or to acquire an interest in, amalgamate or enter into any arrangement for sharing profits, or for co-operation, or for limiting competition, or for mutual assistance, with any such person and to give or accept, by way of consideration for any of the acts or things aforesaid or property acquired, any shares, whether fully or partly paid up, debentures, or other securities or rights that may be agreed upon.

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- (H) To acquire and hold shares or other interests in or securities of any other company and otherwise invest and deal with the moneys of the Company.
- (I). To lend money or give credit to such persons on such terms as may seem expedient.
- (J) To borrow money and to secure by mortgage, charge or lien upon the whole or any part of the Company's property or assets (whether present or future), including its uncalled capital, the discharge by the Company or any other person of any obligation or liability.
- (K) To guarantee the performance of any obligation by any person whatsoever.
- (L) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading, warrants, debentures and other negotiable or transferable instruments.

2.

- (M) To apply for, promote and obtain any Act of Parliament, charters, privileges, concessions, licences or authorisations of any government, state, municipality, or other authority for enabling the Company to carry any of its objects into effect or for extending any of the Company's powers or for effecting any modification of the Company's constitution, or for any other purpose which may seem expedient, and to oppose any actions, steps, proceedings or applications which may seem calculated directly or indirectly to prejudice the interests of the Company or of its Members.
- (N) To enter into any arrangement with any governments or authorities (supreme, municipal, local or otherwise), or any corporation, companies, or persons that may seem conducive to the Company's objects or any of them, and to obtain from any such government, authority, corporation, company or person any charters, contracts, decrees, rights, privileges and concessions which the Company may think desirable, and to carry out, exercise and comply with any such charters, contracts, decrees, rights, privileges' and concessions.
- To establish and maintain, or procure the establishment (0)and maintenance of, any pension or superannuation funds (whether contributory or otherwise) for the benefit of, and to give or procure the giving of donations, ,gratuities, pensions, allowances and emoluments to any persons who are or were at any time in the employment or service of the Company, or of any company which is a subsidiary of the Company or is allied to or associated . with the Company, or any such subsidiary or of any of the predecessors of the Company or any such other company as aforesaid, or who may be or have been Directors or officers of the Company, or of any such other company as aforesaid, and the wives, widows, families and dependants of any such persons, and to establish, subsidise and subscribe to any institutions, associations, societies, trusts, clubs or funds calculated to be for the benefit of, or to advance the interests and well-being of, the Company or of any other company as aforesaid, or of any such persons as aforesaid, and to make payments for or towards the insurance of any such persons as aforesaid, and to subscribe or guarantee money for charitable or. benevolent objects, or for any exhibition or for any public, general or useful object, and to do any of the matters aforesaid either alone or in conjunction with any such other company as aforeaid.
- (P) To procure the Company to be registered or recognised in any part of the world.
- (Q) To promote any other company for the purpose of acquiring all or any of the property and/or undertaking any of the liabilities of the Company, or of undertaking any business or operations which may appear likely to assist or benefit the Company, and to place

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or guarantee the placing of, underwrite, subscribe for, or otherwise acquire all or any,part of the shares, debentures or other securities of any such company as aforesaid.

- (R) To dispose by any means of the whole or any part of the assets of the Company.
- (S) To do all or any of the above things in any part of the world, and either as principal; agent, trustee, contractor or otherwise, and either alone or in conjunction.with others, and either by or through agents, trustees, sub-contractors or otherwise.
- (T). To do all such other things as may be deemed incidental or conducive to the attainment of the above objects or any of them.

And it is hereby declared that the word "company" in this clause, except where used in reference to the Company, shall be deemed to include any partership or other body of persons, whether corporate or unincorporate, and whether domiciled in the United Kingdom or elsewhere, and the objects specified in each of the paragraphs of this clause shall be regarded as independent objects, and accordingly shall in nowise be limited or restricted (except where otherwise expressed in such paragraphs) by reference to or inference from the terms of any other paragraph or the name of the Company.

4. The liability of the Members is limited.

5.

The share capital of the Company is £100, divided into one hundred shares of £1 each.

WE, the several persons whose names, addresses and descriptions are subscribed, are desirous of being formed into a Company in pursuance of this Memorandum of Association and we respectively agree to take the number of shares in the Capital of the Company set opposite our respective names.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS

Number of Shares taken by each Subscriber

One

One

Len Vleal

Leon Neal 34 Hill Crest Tunbridge Wells Kent

Accountant

Lank

Louise Hayman 37 Mildmay Grove London Nl 4RL

Solicitor

14= day of SEPTEMBER DATED this 1983 WITNESS to the above Signatures :-

Bernd Ratzke 12 Regency Drive West Byfleet Weybridge Surrey KT14 6EB

1764291

THE COMPANIES ACTS, 1948 to 1981

COMPANY LIMITED BY SHARES

ARTICLES OF ASSOCIATION

of

PRECIS (205) LIMITED

- The regulations set out in Part I of Table A in the First Schedule to the Companies Act 1948 as amended by the Companies Acts 1967, 1976 1980 and 1981 ("Table" A") shall apply to this Company save in so far as they are varied or excluded by or are inconsistent with the Articles
- 2. Regulations 24, 53, 75, 77, 89 to 97 (inclusive) and 106 of Table A shall not apply to the Company.
- 3. The Company is a private company.
- 4. No business shall be transacted at any general meeting unless a quorum is present at the time when the meeting proceeds to business. Two members present in person or by proxy shall be a quorum.
- 5. Subject to the provisions of these Articles the Company may allot any equity securities (as defined in section 17 of the Companies Act 1980) as if that section did not apply to the allotment, and references in this Article to the allotment of equity securities include references to the grant of a right to subscribe for or to convert any securities into relevant shares (as so defined) in the Company.
- 6. A resolution in writing signed by all the Members for the time being entitled to vote shall be as effective for all purposes as an Ordinary Resolution duly passed at a General Meeting of the Company duly convened and held, and may consist of several documents in the like form each signed by one or more Members.
- 7. Unless and until otherwise determined by the Company in general meeting the Directors shall not be less than two in number.

- 8. The Directors may in their absolute discretion and without assigning any reason therefor, decline to register any transfer of any share whether or not it is a fully paid share.
- 9. A Member or Members holding a majority in nominal value of the issued Ordinary Shares for the time being in the Company appoint any person or persons as a Director or Directors, either as an addition to the existing Directors or to fill any vacancy, and to remove from office any Director howsoever appointed. Any such appointment or removal shall be effected by an instrument in writing signed by the Member or Members making the same, or in the case of a Member being a company signed by one of its directors on its behalf, and shall take effect upon lodgment at the registered office of
- 10. The Directors shall have power at any time, and from time to time, to appoint any person or persons to be a Director or Directors, either to fill a casual vacancy or as an addition to the existing Directors.
- 11. The Company may at any time and from time to time by Ordinary Resolution appoint any person or persons to be a Director or Directors, either to fill a casual vacancy or as an addition to the existing Directors and, without prejudice to the provisions of the Act, may at any time remove a Director from office, provided that any such removal shall be without prejudice to any claim such Director may have for breach of any contract of service between him and the Company.
- 12. No person shall be disqualified from being or becoming a Director by reason of his attaining or having attained the age of 70 or any other age.
- 13. The proviso to regulation 79 of Table A shall not apply to the Company.
- Each Director shall have the power from time to time to 14. appoint with the approval of the Board of Directors (such approval not to be unreasonably withheld) any person to act as alternate Director in his place at all meetings, in all proceedings in which, and on all occasions when he shall not himself act, and on such appointment being made the alternate Director shall except as to remuneration be subject in all respects to the terms and conditions existing with reference to the other Directors of the Company. An alternate Director shall be an officer of the Company and shall alone be responsible for his own acts and defaults and he shall not be deemed to be an agent of the Director appointing him and the Director so appointing shall not be responsible for the acts and defaults of an alternate Director so appointed. An alternate Director shall ipso facto vacate office if and when the Director so nominating him vacates office as a Director or removes the nominee from office. Every such nomination and removal under this

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Article shall be effected in writing under the hand of the Director making the same and shall take effect on delivery to the registered office of the Company. The remuneration of an alternate Director shall be payable out of the remuneration payable to the Director appointing him, and shall consist of such part (if any) of the last-mentioned remuneration as shall be agreed between the alternate Director and the Director appointing him.

- A Director and alternate Director shall not require a share . 15. qualification but nevertheless shall be entitled to attend and speak at any General Meeting of the Company, and at any separate meeting of the holders of any class of shares in
- The words "and every Director present at any meeting of 16. Directors or committee of Directors shall sign his name in a book to be kept for that purpose" at the end of regulation 86 of Table A shall not apply to the Company.
- A Director (including an alternate Director) who has duly 17. declared his interest therein may vote as a Director in regard to any contract or arrangement in which he is interested or upon any matter arising thereout, and if he shall so .ote his vote shall be counted, and he shall be counted in the quorum when any such contract or arrangement is under consideration, and paragraphs (2) and (4) of regulation 84 of Table A shall not apply to the Company.
- A resolution in writing signed by all the Directors shall be . 18. as effective for all purposes as a resolution passed at a meeting of the Directors duly convened and held, and may consist of several documents in the like form, each signed by one or more of the Directors. - (1

Every Director or other officer of the Company shall be 19. entitled to be indemnified out of the assets of the Company against all losses or liabilities which he may sustain or incur in or about the execution of the duties of his office or otherwise in relation thereto, including any liability incurred by him in defending any proceedings, whether civil or criminal, in which judgment is given in his favour or in which he is acquitted or in connection with any application under section 448 of the Act in which relief is granted to him by the Court, and no Director or other officer shall be liable for any loss, damage or misfortune which may happen to or be incurred by the Company in the execution of the duties of his office or in relation thereto. This Article shall only have effect however insofar as its provisions are not avoided by section 205 of the Act.

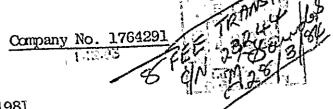
5-80.-States

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS Leon Meal Leon Neal 34 Hill Crest Accountant Tunbridge Wells kent mie Hann Louise Hayman 37 Mildmay Grove London Nl 4RL Solicitor ŵ 144 Hz SEPTEM BER Dated this day of 1983 WITNESS to the above signatures:-J Bernd Ratzke 12 Regency Drive West Byfleet Weybridge Surrey KT 14 GEN

Solicitor

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The Companies Acts 1948 to 1981

Companies limited by shares

SPECIAL RESOLUTION

of

PRECIS (205) LIMITED

Passed on Tuesday 29th November 198

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At an EXTRAORDINARY GENERAL MEETING of the above named Company, duly convened and held at Rosebery House, 61 South Street, Epsom, Surrey KT18 7PU on Tuesday 29th November 1983, the following Resolution numbered 1, was duly passed as a SPECIAL RESOLUTION.

SPECIAL RESOLUTION

THAT the name of the Company be changed to VENDEPAC LIMITED. 1.

J. Lancaster Chairman

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	J. E. LUDWINSKI DEPUTY COMPANY SECRETARY		
	DEPUTY WINDAWY DOOLDTHAM		



	Company No. 1764291
The Companies Acts 1948 to 19	81
Companies limited by shares	
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SPECIAL RESOLUTION	
、 OF	A ANST AND
PRECIS (205) LIMITED	· · · · · · · · · · · · · · · · · · ·
	$\left( \right)$
Passed on vesday 29th Novembe	r 1983

At an EXTRAORDINARY GENERAL MEETING of the above named Company, duly convened and held at Rosebery House, 61 South Street, Epson, Surrey KT18 7PU on Tuesday 29th November 1983, the following Resolution numbered 1, was duly passed as a SPECIAL RESOLUTION.

## SPECIAL RESOLUTION

1. THAT the name of the Company be changed to I.S.S. (1984) LIMITED.

be a true Ì A. D. J. BETTERIDGE SECRETARY

G. D. Howard Chairman



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Company No. 17	420E O FAIL UN.
[12.12.84]	£4000
1001	COMPANIES REGISTRATION

The Companies Acts 1948 to 1981

Companies limited by shares



SPECIAL RESOLUTION

OF

### ISS (1984) LIMITED

Passed on Wednesday 28th November 1984

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At an EXTRAORDINARY GENERAL MEETING of the above named Company, duly convened and held at Albert House, 21 Albert Road, Tamworth on Wednesday 28th November 1984, the following Resolution : was duly passed as a SPECIAL RESOLUTION.

## SPECIAL RESOLUTION

THAT the name of the Company be changed to I.S.S.  $O_{L}$ . LIMITED.

G.D. Howard Chairman

