

Analysed Full Company Report plus Mortgage Docs and Shareholders Analysis

for

MOORE STEPHENS INTERNATIONAL LIMITED (02215276)

Search requested by: **Sam Lloyd**
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Analysed Full Company Report plus Shareholders
Analysis and Mortgage Docs
for
MOORE STEPHENS INTERNATIONAL LIMITED

Prepared on Friday 01 Feb 2019

Company Overview

Company name	MOORE STEPHENS INTERNATIONAL LIMITED
Company number	02215276
Incorporated on	29 January 1988
Company type	Private limited company
Company status	Active

Report Contents

Full company profile sourced from Companies House
Certificate of Incorporation together with any subsequent changes of name
Articles of Association together with any subsequent resolutions
Latest filed Annual Return together with any subsequent changes including confirmation statements
Latest filed Accounts
No Charges registered

Insolvency

There are no insolvency cases listed at Companies House
There are no notices listed in the Gazette

Other Comments

Please note that the allotment of shares (SH01) filed on 12/02/2016 has not been reflected in the subsequently filed CS01 forms dated 05/02/2017 and 05/02/2018.

MOORE STEPHENS INTERNATIONAL LIMITED

Company number 02215276
Incorporated on 29 January 1988
Company type Private limited company
Company status Active
Registered office 5 Market Yard Mews
194-204 Bermondsey Street
London
United Kingdom
SE1 3TQ
Jurisdiction England/Wales
Registers No registers held on the public register

Accounts

Accounting reference date 31/12
Last accounts made up to 31 December 2017
Next accounts made up to 31 December 2018 due by 30 September 2019

Confirmation statement

Last Confirmation statement dated 5 February 2018
Next Confirmation statement made up to 5 February 2019 due by 19 February 2019

Nature of business (SIC)

96090 - Other service activities not elsewhere classified

Previous company names

MOORE STEPHENS ASSOCIATES LIMITED (29 Jan 1988 to 28 Apr 1988)

Current officers

CORNHILL SECRETARIES LIMITED **Nominee Secretary**
5 Market Yard Mews, 194-204 Bermondsey Street, London, United Kingdom, SE1 3TQ
Appointed on 30 April 2005

ARMANINO, Andrew **Director**
12657, Alcosta Blvd, Suite 500, San Ramon, California, United States, 94583
Appointed on 1 January 2007
Date of birth March 1965 Occupation Cpa
Nationality American Resident of United States

BOYD, Don **Director**
Exchange Tower, 530 Little Collins Street, Melbourne, Victoria 3000, Australia
Appointed on 1 January 2015
Date of birth January 1950 Occupation Director
Nationality Australian Resident of Australia

CALECA, Anthony J **Director**
6, City Place Drive, St Louis, United States, MO 63141
Appointed on 1 June 2018
Date of birth April 1970 Occupation Managing Partner
Nationality American Resident of United States

GALLAGHER, Simon Patrick **Director**
5 Market Yard Mews, 194-204 Bermondsey Street, London, United Kingdom, SE1 3TQ
Appointed on 21 December 2016
Date of birth November 1965 Occupation Chartered Accountant
Nationality British Resident of England

LIANG, Chun **Director**
Building 7, 16 Xi Si Huan Zhong Road, Haidan District, Beijing 100039, China
Appointed on 1 January 2015
Date of birth January 1965 Occupation Accountant
Nationality Chinese Resident of China

LUTANTOWIDJOJO, Herjanto **Director**
Intiland Tower, 7th Floor, Jl. Jendral Sudirman Kav 32, Jakarta, Indonesia, 10220
Appointed on 16 September 2009
Date of birth April 1964 Occupation Director
Nationality Indonesian Resident of Indonesia

MACINNES, Michael Richard **Director**
150, Aldersgate Street, London, United Kingdom, EC1A 4AB
Appointed on 1 October 2000
Date of birth July 1944 Occupation Chartered Accountant
Nationality British Resident of United Kingdom

MOORE, Richard Hobart John De Courcy **Director**
150, Aldersgate Street, London, United Kingdom, EC1A 4AB
Appointed on 1 October 2000
Date of birth August 1949 Occupation Chartered Accountant
Nationality British Resident of United Kingdom

PEREZ HENAO, Edgard **Director**
No. 80-15, Carrera 9, Bogota, Capital District, Colombia, 110221
Appointed on 1 August 2017
Date of birth March 1950 Occupation Director
Nationality Colombian Resident of Colombia

Persons with significant control

1 active statements
0 active persons with significant control

The company knows or has reasonable cause to believe that there is no registrable person or registrable relevant legal entity in relation to the company

Notified on 5 February 2017

Charges

0 charges registered

0 outstanding, 0 satisfied, 0 part-satisfied

Insolvency

0 insolvency cases

This company has no insolvency history registered. Note: Insolvency history is available from 1986 (October 2009 for Northern Ireland companies)

Shareholder Analysis as at Annual Return dated 05/02/2016

**Please note this company allotted further shares subsequent to the latest filed full list of shareholders. This allotment has not been reflected to the subsequently filed CS01 forms dated 05/02/2017 and 05/02/2018*

Total Issued Shares	499
<i>Divided into:</i>	
A Ordinary £5.00	6
B Ordinary £5.00	492
C Ordinary £5.00	1
Allotment of shares since the latest filed Annual Return (shareholders not yet reported)	
Date	Allotted
SH01	12/02/2016 1 A Ordinary £5.00 Share

Shareholder	A Ordinary £5 Shares	Percentage Held	B Ordinary £5 Shares	Percentage Held	C Ordinary £5 Shares	Percentage Held
MOORE STEPHENS NORTH AMERICA INC.	1	16.67%	0	0.00%	0	0.00%
CORNHILL SECRETARIES LTD	0	0.00%	492	100.00%	0	0.00%
MOORE STEPHENS ASIA PACIFIC LTD	1	16.67%	0	0.00%	0	0.00%
MOORE STEPHENS EUROPE LTD	1	16.67%	0	0.00%	0	0.00%
MOORE STEPHENS AUSTRALIA PTY LTD	1	16.67%	0	0.00%	0	0.00%
MOORE STEPHENS LLP	1	16.67%	0	0.00%	0	0.00%
FIRST ISLAND TRUSTEES (GUERNSEY) LIMITED	0	0.00%	0	0.00%	1	100.00%
MOORE STEPHENS LATIN AMERICA LIMITED	1	16.67%	0	0.00%	0	0.00%
TOTALS	6	100.00%	492	100.00%	1	100.00%

Filing History

MOORE STEPHENS INTERNATIONAL LIMITED (02215276)

24 Jan 2019	AD01	Registered office address changed from 150 Aldersgate Street London EC1A 4AB to 5 Market Yard Mews 194-204 Bermondsey Street London SE1 3TQ on 24 Jan 2019
02 Oct 2018	AA	Total exemption full accounts made up to 31 Dec 2017
23 Aug 2018	AP01	Appointment of Anthony J Caleca as a director on 01 Jun 2018
27 Jun 2018	MA	Memorandum and Articles of Association
21 Jun 2018	TM01	Termination of appointment of Richard Edward Davis as a director on 01 Jan 2018
14 Jun 2018	AP01	Appointment of Richard Edward Davis as a director on 01 Jan 2018
14 May 2018	TM01	Termination of appointment of Louis Grassi as a director on 31 Dec 2017
05 Apr 2018	CS01	Confirmation statement made on 05 Feb 2018 with no updates
09 Jan 2018	SH01	Statement of capital following an allotment of shares on 12 Feb 2016 (GBP 2,500)
25 Sep 2017	AP01	Appointment of Edgard Perez Henao as a director on 01 Aug 2017
25 Sep 2017	TM01	Termination of appointment of Mauricio Esteban Durango Perez as a director on 01 Aug 2017
04 Aug 2017	AA	Total exemption full accounts made up to 31 Dec 2016
27 Mar 2017	CH01	Director's details changed for Simon Patrick Gallagher on 21 Dec 2016
17 Mar 2017	CS01	Confirmation statement made on 05 Feb 2017 with updates
17 Mar 2017	AP01	Appointment of Simon Patrick Gallagher as a director on 21 Dec 2016
17 Mar 2017	TM01	Termination of appointment of Frans Verschelden as a director on 21 Dec 2016
18 Aug 2016	AD02	Register inspection address has been changed from 8 Baden Place Crosby Row London SE1 1YW to 5 Market Yard Mews 194-204 Bermondsey Street London SE1 3TQ
17 Aug 2016	CH04	Secretary's details changed for Cornhill Secretaries Limited on 14 Jul 2016
29 Jul 2016	AA	Total exemption full accounts made up to 31 Dec 2015
04 Mar 2016	AR01	Annual return made up to 05 Feb 2016 with full list of shareholders Statement of capital on 04 Mar 2016 (GBP 2,495)
04 Mar 2016	CH01	Director's details changed for Mr Michael Richard Macinnes on 05 Feb 2016
04 Mar 2016	CH01	Director's details changed for Andrew Armanino on 05 Feb 2016
04 Mar 2016	CH01	Director's details changed for Don Boyd on 05 Feb 2016
13 Nov 2015	RES01	Resolution of adoption of Articles of Association
03 Sep 2015	AA	Total exemption full accounts made up to 31 Dec 2014
01 May 2015	AR01	Annual return made up to 05 Feb 2015 with full list of shareholders Statement of capital on 01 May 2015 (GBP 2,495)
30 Apr 2015	AP01	Appointment of Don Boyd as a director on 01 Jan 2015
30 Apr 2015	AP01	Appointment of Chun Liang as a director on 01 Jan 2015
30 Apr 2015	AP01	Appointment of Frans Verschelden as a director on 01 Jan 2015
29 Apr 2015	TM01	Termination of appointment of Jens Poll as a director on 20 Apr 2015
17 Feb 2015	TM01	Termination of appointment of Marco Salvatore Carlei as a director on 18 Oct 2014
04 Sep 2014	AA	Total exemption full accounts made up to 31 Dec 2013

13 May 2014	AP01	Appointment of Dr Mauricio Esteban Durango Perez as a director
13 May 2014	TM01	Termination of appointment of Aristides Batista Gonzalez as a director
29 Apr 2014	AP01	Appointment of Mr Aristides Batista Gonzalez as a director
28 Apr 2014	AR01	Annual return made up to 05 Feb 2014 with full list of shareholders Statement of capital on 28 Apr 2014 (GBP 2,495)
22 Apr 2014	TM01	Termination of appointment of Roberto Cox as a director
31 Jul 2013	AA	Total exemption full accounts made up to 31 Dec 2012
18 Feb 2013	AR01	Annual return made up to 05 Feb 2013 with full list of shareholders
15 Feb 2013	AD03	Register(s) moved to registered inspection location
20 Dec 2012	AP01	Appointment of Mr Marco Salvatore Carlei as a director
20 Dec 2012	TM01	Termination of appointment of Stephen Humphrys as a director
18 Jun 2012	AA	Total exemption full accounts made up to 31 Dec 2011
10 Feb 2012	AR01	Annual return made up to 05 Feb 2012 with full list of shareholders
10 Feb 2012	AD04	Register(s) moved to registered office address
10 Feb 2012	CH01	Director's details changed for Mr Richard Hobart John De Courcy Moore on 05 Feb 2012
10 Feb 2012	CH01	Director's details changed for Louis Grassi on 05 Feb 2012
14 Dec 2011	TM01	Termination of appointment of Thomas Wilson as a director
13 Dec 2011	AP01	Appointment of Louis Grassi as a director
26 Jul 2011	AA	Total exemption full accounts made up to 31 Dec 2010
25 May 2011	AR01	Annual return made up to 06 Feb 2011 with full list of shareholders
31 Mar 2011	AP01	Appointment of Professor Dr Jens Poll as a director
31 Mar 2011	TM01	Termination of appointment of Paul Stockton as a director
09 Feb 2011	AR01	Annual return made up to 05 Feb 2011 with full list of shareholders
08 Feb 2011	CH01	Director's details changed for Thomas Wilson on 05 Feb 2010
08 Feb 2011	CH04	Secretary's details changed for Cornhill Secretaries Limited on 09 Apr 2010
03 Oct 2010	AA	Total exemption full accounts made up to 31 Dec 2009
26 Apr 2010	AR01	Annual return made up to 05 Feb 2010 with full list of shareholders
26 Apr 2010	AD03	Register(s) moved to registered inspection location
26 Apr 2010	CH01	Director's details changed for Mr Paul Richard Stockton on 01 Oct 2009
26 Apr 2010	AD02	Register inspection address has been changed
26 Apr 2010	CH04	Secretary's details changed for Cornhill Secretaries Limited on 01 Oct 2009
26 Apr 2010	CH01	Director's details changed for Roberto Christopher Cox on 01 Oct 2009
26 Apr 2010	CH01	Director's details changed for Andrew Armanino on 01 Oct 2009
26 Apr 2010	CH01	Director's details changed for Herjanto Lutantowidjojo on 01 Oct 2009
21 Apr 2010	AP01	Appointment of Herjanto Lutantowidjojo as a director
21 Apr 2010	AD01	Registered office address changed from St Paul's House Warwick Lane London EC4M 7BP on 21 Apr 2010
15 Apr 2010	TM01	Termination of appointment of Herjanto Lutantowidjojo as a director
26 Mar 2010	TM01	Termination of appointment of James Fulton as a director
04 Mar 2010	TM01	Termination of appointment of William Young as a director
04 Mar 2010	AP01	Appointment of Thomas Wilson as a director
23 Feb 2010	AP01	Appointment of Stephen Brian Humphrys as a director
23 Feb 2010	TM01	Termination of appointment of Kevin Neville as a director

15 Sep 2009	AA	Total exemption full accounts made up to 31 Dec 2008
04 Aug 2009	RES01	Resolution of Memorandum and/or Articles of Association
16 Feb 2009	363a	Return made up to 05/02/09; full list of members
16 Feb 2009	288c	Director's change of particulars / william young / 05/02/2009
13 Feb 2009	288c	Director's change of particulars / michael mac innes / 05/02/2009
13 Feb 2009	288c	Director's change of particulars / paul stockton / 05/02/2009
22 Jan 2009	288b	Appointment terminated director juergen fischer
22 Jan 2009	288a	Director appointed paul richard stockton
08 Jul 2008	AA	Total exemption full accounts made up to 31 Dec 2007
26 Mar 2008	363a	Return made up to 05/02/08; full list of members
20 Mar 2008	288a	Director appointed herjanto lutantowidjojo
20 Mar 2008	288b	Appointment terminate, director tet on chong logged form
06 Mar 2008	288a	Director appointed james taylor fulton
04 Mar 2008	288b	Appointment terminated director tet chong
18 Jun 2007	AA	Total exemption full accounts made up to 31 Dec 2006
31 Mar 2007	288b	Director resigned
31 Mar 2007	288a	New director appointed
07 Feb 2007	363a	Return made up to 05/02/07; full list of members
07 Feb 2007	288c	Director's particulars changed
07 Feb 2007	288c	Director's particulars changed
07 Feb 2007	190	Location of debenture register
07 Feb 2007	353	Location of register of members
07 Feb 2007	288c	Director's particulars changed
19 Jan 2007	288a	New director appointed
19 Jan 2007	288b	Director resigned
13 Sep 2006	AA	Total exemption full accounts made up to 31 Dec 2005
18 May 2006	363a	Return made up to 05/02/06; full list of members
18 May 2006	288c	Director's particulars changed
21 Mar 2006	288a	New director appointed
21 Mar 2006	288a	New director appointed
21 Mar 2006	288b	Director resigned
20 Jul 2005	AA	Total exemption full accounts made up to 31 Dec 2004
10 May 2005	288a	New secretary appointed
10 May 2005	288b	Secretary resigned
26 Apr 2005	363s	Return made up to 05/02/05; full list of members
	363(288)	Director resigned
21 Mar 2005	288a	New director appointed
21 Mar 2005	288b	Director resigned
15 Mar 2005	287	Registered office changed on 15/03/05 from: st paul's house warwick lane london EC4P 4BN
30 Dec 2004	AA	Total exemption full accounts made up to 31 Dec 2003
19 Oct 2004	288b	Director resigned
21 Sep 2004	288a	New director appointed
05 Apr 2004	363a	Return made up to 05/02/04; full list of members
05 Apr 2004	288b	Director resigned

05 Apr 2004	288a	New director appointed
14 Nov 2003	AA	Total exemption full accounts made up to 31 Dec 2002
29 May 2003	288a	New director appointed
08 Mar 2003	363a	Return made up to 05/02/03; full list of members
08 Mar 2003	288a	New director appointed
08 Mar 2003	288b	Director resigned
10 Sep 2002	AA	Total exemption full accounts made up to 31 Dec 2001
14 Aug 2002	288c	Director's particulars changed
29 Jul 2002	288c	Secretary's particulars changed
29 Jul 2002	288c	Director's particulars changed
28 Feb 2002	363a	Return made up to 05/02/02; full list of members
28 Feb 2002	288b	Director resigned
28 Feb 2002	288c	Director's particulars changed
15 Nov 2001	288b	Director resigned
14 Nov 2001	288a	New director appointed
23 Oct 2001	AA	Total exemption full accounts made up to 31 Dec 2000
04 May 2001	AA	Full accounts made up to 31 Dec 1999
16 Mar 2001	363a	Return made up to 05/02/01; full list of members
16 Mar 2001	288a	New director appointed
16 Mar 2001	288a	New director appointed
20 Feb 2001	288b	Director resigned
23 Nov 2000	288a	New director appointed
23 Nov 2000	288b	Director resigned
20 Nov 2000	288a	New director appointed
22 Jun 2000	288a	New director appointed
20 Jun 2000	AA	Full accounts made up to 31 Dec 1998
06 Jun 2000	288a	New director appointed
27 Apr 2000	288b	Director resigned
18 Feb 2000	363a	Return made up to 05/02/00; full list of members
15 Dec 1999	288a	New director appointed
15 Dec 1999	288b	Director resigned
11 Feb 1999	363a	Return made up to 05/02/99; full list of members
03 Nov 1998	AA	Full accounts made up to 31 Dec 1997
24 Sep 1998	288a	New director appointed
07 Apr 1998	288a	New director appointed
19 Feb 1998	288b	Director resigned
19 Feb 1998	288b	Director resigned
09 Feb 1998	363a	Return made up to 05/02/98; full list of members
01 Feb 1998	AA	Full accounts made up to 31 Dec 1996
24 Jun 1997	288c	Director's particulars changed
07 May 1997	363a	Return made up to 05/02/97; full list of members
06 Feb 1997	288b	Director resigned
06 Feb 1997	288a	New director appointed
03 Nov 1996	AA	Full accounts made up to 31 Dec 1995
04 Mar 1996	288	Director resigned

04 Mar 1996	363x	Return made up to 05/02/96; full list of members
15 Feb 1996	288	New director appointed
06 Nov 1995	288	New director appointed
02 Nov 1995	AA	Full accounts made up to 31 Dec 1994
08 Mar 1995	AA	Full accounts made up to 31 Dec 1993
15 Feb 1995	88(2)R	Ad 16/02/94----- £ si 1@5
09 Feb 1995	363x	Return made up to 05/02/95; full list of members
21 Mar 1994	AA	Full accounts made up to 30 Apr 1993
08 Mar 1994	288	Director resigned
08 Mar 1994	288	Director resigned
08 Mar 1994	288	New director appointed
08 Mar 1994	288	New director appointed
07 Mar 1994	363x	Return made up to 05/02/94; full list of members
18 Oct 1993	225(1)	Accounting reference date shortened from 30/04 to 31/12
14 Oct 1993	288	New director appointed
22 Sep 1993	288	New director appointed
15 Sep 1993	288	New director appointed
01 Sep 1993	288	Secretary resigned;new secretary appointed
01 Sep 1993	288	Director resigned
01 Sep 1993	288	Director resigned
01 Sep 1993	SRES01	Special resolution of adoption of Memorandum of Association
01 Sep 1993	88(2)	Ad 18/08/93----- £ si 8@1=8 £ ic 2477/2485
01 Sep 1993	88(2)	Ad 18/08/93----- £ si 495@5=2475 £ ic 2/2477
01 Sep 1993	122	Div conve 18/08/93
01 Sep 1993	123	Nc inc already adjusted 18/08/93
01 Sep 1993	ORES13	Ordinary resolution
01 Sep 1993	ORES10	Ordinary resolution of allotment of securities
	ORES04	Ordinary resolution of increasing authorised share capital
03 Aug 1993	AA	Full accounts made up to 30 Apr 1992
03 Mar 1993	363x	Return made up to 05/02/93; full list of members
04 Mar 1992	363x	Return made up to 05/02/92; full list of members
16 Feb 1992	AA	Full accounts made up to 30 Apr 1991
22 Apr 1991	363x	Return made up to 05/02/91; full list of members
07 Apr 1991	AA	Full accounts made up to 30 Apr 1990
01 May 1990	363	Return made up to 29/06/89; full list of members
01 May 1990	363	Return made up to 29/06/89; full list of members
01 May 1990	363	Return made up to 19/02/90; full list of members
01 May 1990	363	Return made up to 19/02/90; full list of members
12 Feb 1990	AA	Full accounts made up to 30 Apr 1989
12 May 1989	288	Director resigned
29 Apr 1988	CERTNM	Company name changed moore stephens associates limite d/certificate issued on 28/04/88
29 Apr 1988	PUC 5	Wd 18/03/88 pd 29/01/88----- £ si 2@1
22 Mar 1988	224	Accounting reference date notified as 30/04

04 Mar 1988	288	Secretary resigned;new secretary appointed;director resigned;new director appointed
04 Mar 1988	288	Secretary resigned;new secretary appointed;director resigned;new director appointed
04 Mar 1988	287	Registered office changed on 04/03/88 from: 112 city road london EC1V 2NE
29 Jan 1988	NEWINC	Incorporation

FILE COPY



CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME

No. 2215276

I hereby certify that

MOORE STEPHENS ASSOCIATES LIMITED

having by special resolution changed its name,

is now incorporated under the name of

MOORE STEPHENS INTERNATIONAL LIMITED

Given under my hand at the Companies Registration Office,

Cardiff the 28 APRIL 1988

Clive Lester
CLIVE LESTER.

an authorised officer

FILE COPY



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

No. 2215276

I hereby certify that

MOORE STEPHENS ASSOCIATES LIMITED

is this day incorporated under the Companies Act 1985 as
a private company and that the Company is limited.

Given under my hand at the Companies Registration Office,
Cardiff the 29 JANUARY 1988

Mrs. N. Moss
MRS. N. MOSS

an authorised officer

Company No: 2215276

The Companies Act 2006

SPECIAL RESOLUTION

OF

MOORE STEPHENS INTERNATIONAL LIMITED
(the "Company")

COMPANY LIMITED BY SHARES

The following **SPECIAL RESOLUTION** was duly passed as a Written Resolution in accordance with Chapter 2, Part 13 of the Companies Act 2006 on 27 October 2015

"That the regulations set forth in the attached printed document and for the purposes of identification marked with an 'A', be approved and adopted as the Articles of Association of the Company, in substitution for, and to the exclusion of, the existing Memorandum and Articles of Association "



Company Secretary

FRIDAY



LD4 *L4J4DM18* 30/10/2015 #103
COMPANIES HOUSE

**Moore Stephens
International Limited
CO. NO. 2215276**

THE COMPANIES ACT 2006

ARTICLES OF ASSOCIATION

MOORE STEPHENS INTERNATIONAL LIMITED

Adopted by Special Resolution

27th October 2015

“A”

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PART 1

INTERPRETATION AND LIMITATION OF LIABILITY

1. Defined terms

In the articles, unless the context requires otherwise—

“articles” means the company’s articles of association,

“bankruptcy” includes individual insolvency proceedings in a jurisdiction other than England and Wales or Northern Ireland which have an effect similar to that of bankruptcy,

“chairman” has the meaning given in article 14,

“chairman of the meeting” has the meaning given in article 41,

“Companies Acts” means the Companies Acts (as defined in section 2 of the Companies Act 2006), in so far as they apply to the company,

“director” means a director of the company, and includes any person occupying the position of director, by whatever name called,

“distribution recipient” has the meaning given in article 33,

“document” includes, unless otherwise specified, any document sent or supplied in electronic form,

“electronic form” has the meaning given in section 1168 of the Companies Act 2006,

“fully paid” in relation to a share, means that the nominal value and any premium to be paid to the company in respect of that share have been paid to the company,

“hard copy form” has the meaning given in section 1168 of the Companies Act 2006,

“holder” in relation to shares means the person whose name is entered in the register of members as the holder of the shares,

“member firm” means a member firm of Moore Stephens International Limited,

“membership terms” means the terms of membership of Moore Stephens International Limited

“instrument” means a document in hard copy form,

“ordinary resolution” has the meaning given in section 282 of the Companies Act 2006,

“paid” means paid or credited as paid,

“participate”, in relation to a directors’ meeting, has the meaning given in article 10,

“proxy notice” has the meaning given in article 47,

“shareholder” means a person who is the holder of a share,

“shares” means shares in the company,

“special resolution” has the meaning given in section 283 of the Companies Act 2006,

“subsidiary” has the meaning given in section 1159 of the Companies Act 2006,

“transmittee” means a person entitled to a share by reason of the death or bankruptcy of a shareholder or otherwise by operation of law, and

“writing” means the representation or reproduction of words, symbols or other information in a visible form by any method or combination of methods, whether sent or supplied in electronic form or otherwise

Unless the context otherwise requires, other words or expressions contained in these articles bear the same meaning as in the Companies Act 2006 as in force on the date when these articles become binding on the company

2. Objects

The Company's objects are -

- a To promote and expand the professional practices of firms using the name, -'Moore Stephens' in providing audit, advisory, managerial and consultancy services to companies, individuals and firms in any country of the world
- b In pursuance of the object specified in sub-clause (a) above, to provide, give, sell or otherwise render services by way of technical, managerial, promotional, organisational or advisory support or assistance to any company, individual or firm whether a shareholder in the Company or not
- c To contract for and organise meetings, conferences, seminars or workshops in any part of the world for technical promotional and informational purposes or any other purpose that the Company shall think fit
- d To acquire or establish and carry on any business or businesses which the Company shall consider convenient or advantageous to carry on In connection with or ancillary to the above objects
- e To acquire and hold any estate or interest in any freehold or leasehold property and any easements, rights, concessions, buildings and their appurtenances, works, constructions, plant, machinery, stock-in-trade, chattels, equipment, patents, licences, protections and rights and any other real or personal property for any purpose in connection with the business of the Company
- f To acquire and hold any shares, debentures, or other investments in any company or companies (other than the Company's holding company) carrying on any business which the Company is authorised to carry on
- g To construct, carry out, alter and maintain any buildings, plant, machinery or works for any purpose in connection the business of the Company,
- h To sell for any consideration which may seem desirable, turn to account and in any manner whatsoever deal with or any of the property or assets of the Company or the undertaking of the Company
- i To receive money on deposit or loan and borrow or raise money in such manner as the Company shall think fit, and in particular by the issue of debentures or debenture stock (perpetual or otherwise), and to secure the repayment of any money borrowed, raised or owing by mortgage, charge or lien upon all or any of the property or assets of the Company (both present and future), including its uncalled capital, and also by a similar mortgage, charge or lien to secure and guarantee the performance by the Company or any other person or company of any obligation undertaken by Company or any other person or company as the case may be
- j To issue, draw, accept, make, endorse and discount any bills of exchange, promissory notes, instruments payable to bearer and other negotiable instruments,
- k To invest and turn to account any moneys for the time being not required In the conduct of the Company's business in or upon the security of any property real or personal of any nature whatsoever or by placing the same on deposit at any Bank or In such other manner as the Directors of the Company shall think fit
- l To enter into and carry into execution any agreement or arrangement for the conduct of the Company's business in association with or through the agency of any other persons or companies carrying on any business which the Company is authorised to carry on, or any joint adventure, reciprocal, concession or other

agreement of a like nature with any persons or companies carrying on any business which the Company is authorised to carry on as agents for any persons or companies on such terms as may be agreed

- m To advance moneys or give credit to or guarantee the performance of any contracts or obligations by any customers of the Company or any other persons on such terms as the Company shall think fit
- n To grant, pay and award pensions, annuities, superannuation allowances, grants and bonuses to any officers, ex-officers employees and ex-employees of the Company and the wives, widows, children and dependents of any such persons and in that behalf to establish or enter into and maintain any scheme, fund or arrangement which the Company shall think expedient and pay any premium or initial, annual or other contributions
- o To subscribe to, establish and support any association, charity or charitable institution for the benefit of the Company's employees and ex-employees and any persons employed in any business which the Company is authorised to carry on or the support of which in the opinion of the Directors of the Company will directly or indirectly benefit the Company
- p To promote any company having as one of its main objects the carrying on of any business which the Company is authorised to carry on or the acquisition of the whole or any part of the business or undertaking of the Company, and to acquire and hold any shares, debentures or other investments issued by any such company
- q To amalgamate with any other company or companies the objects of which include the carrying on of any business which the Company is authorised to carry on and to reconstruct the Company in any manner authorised by the Companies Acts for the time being in force
- r To establish and carry on the business of the Company in any part of the world
- s To pay the costs, charges, and expenses of and incidental to the promotion, incorporation and registration of the Company
- t To distribute among the members of the Company in specie the whole or any part of the assets of the Company for the time being
- u To do all such other things as are incidental or conducive to the attainment of the above objects

3. Liability of members

The liability of the members is limited to the amount, if any, unpaid on the shares held by them

PART 2

DIRECTORS & SECRETARY

DIRECTORS' POWERS AND RESPONSIBILITIES

4. Number of Directors

- a The number of Directors shall be not more than twelve but need not exceed one
- b If and so long as there is a sole Director he may exercise all the powers and authorities vested in the Directors by these Articles

5. Directors' general authority

Subject to the articles, the directors are responsible for the management of the company's business, for which purpose they may exercise all the powers of the company

6. Shareholders' reserve power

- a The shareholders may, by special resolution, direct the directors to take, or refrain from taking, specified action
- b No such special resolution invalidates anything which the directors have done before the passing of the resolution

7. Directors may delegate

- a Subject to the articles, the directors may delegate any of the powers which are conferred on them under the articles—
 - i to such person or committee,
 - ii by such means (including by power of attorney),
 - iii to such an extent,
 - iv in relation to such matters or territories, and
 - v on such terms and conditions as they think fit
- b If the directors so specify, any such delegation may authorise further delegation of the directors' powers by any person to whom they are delegated
- c The directors may revoke any delegation in whole or part, or alter its terms and conditions

8. Committees

- a Committees to which the directors delegate any of their powers must follow procedures which are based as far as they are applicable on those provisions of the articles which govern the taking of decisions by directors
- b The directors may make rules of procedure for all or any committees, which prevail over rules derived from the articles if they are not consistent with them

DECISION-MAKING BY DIRECTORS

9. Directors to take decisions collectively

- a The general rule about decision-making by directors is that any decision of the directors must be either a majority decision at a meeting or a decision taken in accordance with article 10
- b If—
 - i the company only has one director, and
 - ii no provision of the articles requires it to have more than one director, the general rule does not apply, and the director may take decisions without regard to any of the provisions of the articles relating to directors' decision-making

10. Unanimous decisions

- a A decision of the directors is taken in accordance with this article when all eligible directors indicate to each other by any means that they share a common view on a matter
- b Such a decision may take the form of a resolution in writing, copies of which have been signed by each eligible director or to which each eligible director has otherwise indicated agreement in writing
- c References in this article to eligible directors are to directors who would have been entitled to vote on the matter had it been proposed as a resolution at a directors' meeting
- d A decision may not be taken in accordance with this article if the eligible directors would not have formed a quorum at such a meeting

11. Calling a directors' meeting

- a Meetings of the Directors may be called at any time by the Chairman or Vice-Chairman. Such a meeting shall be called by the Chairman or Vice-Chairman upon the request of a majority of the Directors
- b A meeting of Directors shall be held at least once a year
- c Notice of all meetings of the Directors shall be given at least 7 days before the date designated for the meeting, addressed in each instance to the last known address, (in electronic form or hard copy) of the Director to whom such notice is sent
- d Notice of a directors' meeting must be given to each director
- e Meetings may be called on short notice of less than 7 days by consent of a majority of the Directors and such consent shall be communicated to the Chairman or the Vice-Chairman in electronic form or hard copy. Equally, notice of any meeting may be waived in electronic form or hard copy, and any person participating in any meeting, in accordance with Article 12, shall be deemed to have waived notice thereof
- f At any meeting of the Directors, any business of the Company may be transacted, whether or not such business is specified in the notice of meeting, but if any meeting is called on notice of less than 7 days, then any decision relating to a matter which was not specified in the notice of meeting shall be ineffective unless such

decision is approved in hard copy or electronic form by each Director who (or whose alternate) was not present at the meeting

- g Notice of any directors' meeting must indicate—
 - i its proposed date and time,
 - ii where it is to take place, and
 - iii if it is anticipated that directors participating in the meeting will not be in the same place, how it is proposed that they should communicate with each other during the meeting

12. Participation in directors' meetings

- a Subject to the articles, directors participate in a directors' meeting, or part of a directors' meeting, when—
 - i the meeting has been called and takes place in accordance with the articles, and
 - ii they can each communicate to the others any information or opinions they have on any particular item of the business of the meeting
- b In determining whether directors are participating in a directors' meeting, it is irrelevant where any director is or how they communicate with each other
- c If all the directors participating in a meeting are not in the same place, they may decide that the meeting is to be treated as taking place wherever any of them is

13. Quorum for directors' meetings

- a At a directors' meeting, unless a quorum is participating, no proposal is to be voted on, except a proposal to call another meeting
- b At any meeting of the Directors, one-half in number (or if composed of an odd number, a simple majority) of the entire Board of Directors shall constitute a quorum for the transaction of business

14. Chairing of directors' meetings

- a The Chairman and the Vice-Chairmen of the Board of Directors shall be appointed by the unanimous decision of the board, in accordance with Article 10
- b A Chairman so appointed shall serve for an initial term of five years, and may be reappointed for one or more further terms. No term shall exceed five years,
- c The Chairman shall preside at all meetings of the Directors and shall have such powers and perform such duties as are necessary to his office. In the event of the absence or disability of the Chairman, the Vice-Chairman may exercise the same powers and shall perform the same duties as are provided to be exercised and performed by the Chairman

15. Voting at Directors' Meetings & Casting Vote

- a Each Director shall have one vote. All decisions of the Board of Directors of any nature whatsoever shall be taken

- i by the affirmative vote of a simple majority of the Directors voting in accordance with Article 9 or,
 - ii unanimously in accordance with Article 10
- b If the numbers of votes for and against a proposal are equal, the chairman or vice-chairman has a casting vote. But this does not apply if, in accordance with the articles, the chairman or (vice-chairman if he is chairing the meeting) is not to be counted as participating in the decision-making process for quorum or voting purposes

16. Conflicts of interest

- a If a proposed decision of the directors is concerned with an actual or proposed transaction or arrangement with the company in which a director is interested, that director is not to be counted as participating in the decision-making process for quorum or voting purposes
- b But if paragraph (c) applies, a director who is interested in an actual or proposed transaction or arrangement with the company is to be counted as participating in the decision-making process for quorum and voting purposes
- c This paragraph applies when—
 - i the company by ordinary resolution disapplies the provision of the articles which would otherwise prevent a director from being counted as participating in the decision-making process,
 - ii the director's interest cannot reasonably be regarded as likely to give rise to a conflict of interest, or
 - iii the director's conflict of interest arises from a permitted cause
- d For the purposes of this article, the following are permitted causes—
 - i a guarantee given, or to be given, by or to a director in respect of an obligation incurred by or on behalf of the company or any of its subsidiaries,
 - ii subscription, or an agreement to subscribe, for shares or other securities of the company or any of its subsidiaries, or to underwrite, sub-underwrite, or guarantee subscription for any such shares or securities, and
 - iii arrangements pursuant to which benefits are made available to employees and directors or former employees and directors of the company or any of its subsidiaries which do not provide special benefits for directors or former directors
- e For the purposes of this article, references to proposed decisions and decision-making processes include any directors' meeting or part of a directors' meeting
- f Subject to paragraph (g), if a question arises at a meeting of directors or of a committee of directors as to the right of a director to participate in the meeting (or part of the meeting) for voting or quorum purposes, the question may, before the conclusion of the meeting, be referred to the chairman whose ruling in relation to any director other than the chairman is to be final and conclusive
- g If any question as to the right to participate in the meeting (or part of the meeting) should arise in respect of the chairman, the question is to be decided by a decision of the directors at that meeting, for which purpose the chairman is not to be counted as participating in the meeting (or that part of the meeting) for voting or quorum purposes

17. Records of decisions to be kept

The directors must ensure that the company keeps a record, in writing, for at least 10 years from the date of the decision recorded, of every unanimous or majority decision taken by the directors

18. Directors' discretion to make further rules

Subject to the articles, the directors may make any rule which they think fit about how they take decisions, and about how such rules are to be recorded or communicated to directors

APPOINTMENT OF DIRECTORS & SECRETARY

19. Methods of appointing directors

- a The Directors shall be appointed by the holders of the "A" Ordinary Shares, and by such other person or persons as the holders of the "A" Ordinary Shares shall for the time being accord a right to appoint Directors. Each "A" Ordinary Share shall carry the right to appoint one Director. The holder of an "A" Ordinary Share and any other person to whom a right to appoint a Director has been accorded pursuant to this Article shall be entitled at any time to remove from office the Director appointed by him and to appoint another person in place of the Director so removed from office
- b Any person appointing a Director shall forthwith give notice of such appointment to the Secretary or a person nominated by the Board to receive such notice

20. Termination of director's appointment

A person ceases to be a director as soon as—

- a that person ceases to be a director by virtue of any provision of the Companies Act 2006 or is prohibited from being a director by law,
- b a bankruptcy order is made against that person,
- c a composition is made with that person's creditors generally in satisfaction of that person's debts,
- d a registered medical practitioner who is treating that person gives a written opinion to the company stating that that person has become physically or mentally incapable of acting as a director and may remain so for more than three months,
- e he resigns his office by notice to the Company or to the person by whom he was appointed
- f the person who appointed him ceases for whatever reason to be entitled to appoint a Director

21. SECRETARY

A Secretary may be appointed by the Directors for such term, at such remuneration and upon such conditions as they may think fit, and any Secretary so appointed may be removed by them

PART 3

SHARES AND DISTRIBUTIONS

SHARES

22. Share Capital

The share capital shall comprise 503 shares of £5 divided into the three classes carrying the respective rights set out below

- a Ten "A" Ordinary Shares Each "A" Ordinary Share shall carry 370 votes and the right to appoint a Director of the Company, but shall not carry any right to participate in dividends
- b 492 "B" Ordinary Shares Each "B" Ordinary Share shall carry one vote, but shall not carry any right to participate in dividends
- c One "C" Ordinary Share The "C" Ordinary Share shall not carry any right to vote, but all dividends declared or paid by the Company shall be paid in respect of the "C" Ordinary Share

23. All shares to be fully paid up

- a No share is to be issued for less than the aggregate of its nominal value and any premium to be paid to the company in consideration for its issue
- b This does not apply to shares taken on the formation of the company by the subscribers to the company's memorandum

24. Powers to issue different classes of share

- a Subject to the articles, but without prejudice to the rights attached to any existing share, the company may issue further shares with such rights or restrictions as may be determined by ordinary resolution
- b The company may issue shares which are to be redeemed, or are liable to be redeemed at the option of the company or the holder, and the directors may determine the terms, conditions and manner of redemption of any such shares

25. Company not bound by less than absolute interests

Except as required by law, no person is to be recognised by the company as holding any share upon any trust, and except as otherwise required by law or the articles, the company is not in any way to be bound by or recognise any interest in a share other than the holder's absolute ownership of it and all the rights attaching to it

26. Share certificates

- a The company must issue each shareholder, free of charge, with one or more certificates in respect of the shares which that shareholder holds
- b Every certificate must specify—
 - i in respect of how many shares, of what class, it is issued,
 - ii the nominal value of those shares,
 - iii that the shares are fully paid, and
 - iv any distinguishing numbers assigned to them

- c No certificate may be issued in respect of shares of more than one class
- d If more than one person holds a share, only one certificate may be issued in respect of it
- e Certificates must—
 - i have affixed to them the company's common seal, or
 - ii be otherwise executed in accordance with the Companies Acts

27.Replacement share certificates

- a If a certificate issued in respect of a shareholder's shares is—
 - i damaged or defaced, or
 - ii said to be lost, stolen or destroyed, that shareholder is entitled to be issued with a replacement certificate in respect of the same shares
- b A shareholder exercising the right to be issued with such a replacement certificate—
 - i may at the same time exercise the right to be issued with a single certificate or separate certificates,
 - ii must return the certificate which is to be replaced to the company if it is damaged or defaced, and
 - iii must comply with such conditions as to evidence, indemnity and the payment of a reasonable fee as the directors decide

28.Share transfers

- a Shares may be transferred by means of an instrument of transfer in any usual form or any other form approved by the directors, which is executed by or on behalf of the transferor
- b No fee may be charged for registering any instrument of transfer or other document relating to or affecting the title to any share
- c The company may retain any instrument of transfer which is registered
- d The transferor remains the holder of a share until the transferee's name is entered in the register of members as holder of it
- e The directors may refuse to register the transfer of a share, and if they do so, the instrument of transfer must be returned to the transferee with the notice of refusal unless they suspect that the proposed transfer may be fraudulent
- f The holder of an "A" Ordinary Share may transfer such share to any successor firm or company approved by the Directors
- g In the event that the holder of an 'A' share ceases to be a "Member Firm" or ceases to be entitled to hold the share in accordance with the "Membership Terms", the holder shall immediately transfer the share to a firm, person or other legal entity as the directors shall so direct. The consideration paid on such a transfer shall be the nominal value of the share, or such other amount as shall be agreed by the directors
- h If the holder of a share refuses or neglects to transfer it in accordance with these Articles, the Chairman for the time being of the Directors, or failing him, one of the directors duly nominated by resolution of the board, shall be deemed the duly appointed attorney of that holder with full power in his name and on his behalf to execute, complete and deliver a transfer of the share to the person, firm or entity to whom the directors consider it should be transferred and the Company may receive

and give good discharge for the purchase money and enter the name of the transferee in the Register of Members as the holder by transfer of the said share

29. Transmission of shares

- a If a member dies the survivor or survivors where he was a joint holder, and his personal representatives where he was a sole holder or the only survivor of joint holders, shall be the only persons recognised by the Company as having any title to his interest, but nothing herein contained shall release the estate of a deceased member from any liability in respect of any share which had been jointly held by him
- b A person becoming entitled to a share in consequence of the death or bankruptcy of a member may, with the consent of the directors, become the holder of the share but shall, if the directors so require, transfer the share to some person nominated by the directors. All the Articles relating to the transfer of shares shall apply to the instrument of transfer as if it were an instrument of transfer executed by the member and the death or bankruptcy of the member had not occurred
- c A person becoming entitled to a share in consequence of the death or bankruptcy of a member shall have the rights to which he would be entitled if he were the holder of the share, except that he shall not, before being registered as the holder of the share, be entitled in respect of it to attend or vote at any meeting of the Company or at any separate meeting of the holders of any class of shares in the Company

DIVIDENDS AND OTHER DISTRIBUTIONS

30. Procedure for declaring dividends

- a The company may by ordinary resolution declare dividends, and the directors may decide to pay interim dividends
- b A dividend must not be declared unless the directors have made a recommendation as to its amount. Such a dividend must not exceed the amount recommended by the directors
- c No dividend may be declared or paid unless it is in accordance with shareholders' respective rights
- d Unless the shareholders' resolution to declare or directors' decision to pay a dividend, or the terms on which shares are issued, specify otherwise, it must be paid by reference to each shareholder's holding of shares on the date of the resolution or decision to declare or pay it
- e If the company's share capital is divided into different classes, no interim dividend may be paid on shares carrying deferred or non-preferred rights if, at the time of payment, any preferential dividend is in arrears
- f The directors may pay at intervals any dividend payable at a fixed rate if it appears to them that the profits available for distribution justify the payment
- g If the directors act in good faith, they do not incur any liability to the holders of shares conferring preferred rights for any loss they may suffer by the lawful payment of an interim dividend on shares with deferred or non-preferred rights

31.Allocation of Dividends

The holder of the "C" share shall allocate any dividend to those member firms that are member firms at the time of entitlement to a dividend and to those firms that have been member firms of the Company at any time in the previous five years. The dividend received from the Company shall be allocated to those firms entitled to a share of the dividend pro rata to the total amount that each firm has contributed to the Company in the previous five years.

32.Distributions on Winding up

Distributions in the event of a winding up of the Company shall be made to those member firms that are member firms at the time of their entitlement to receive the distribution and those firms that have been member firms at any time in the previous five years. The allocation of any such distribution shall be pro rata to the total amount that each qualifying firm has contributed to the Company in the previous five years.

33.Payment of dividends and other distributions

- a Where a dividend or other sum which is a distribution is payable in respect of a share, it must be paid by one or more of the following means—
 - i transfer to a bank or building society account specified by the distribution recipient either in writing or as the directors may otherwise decide,
 - ii sending a cheque made payable to the distribution recipient by post to the distribution recipient at the distribution recipient's registered address (if the distribution recipient is a holder of the share), or (in any other case) to an address specified by the distribution recipient either in writing or as the directors may otherwise decide,
 - iii sending a cheque made payable to such person by post to such person at such address as the distribution recipient has specified either in writing or as the directors may otherwise decide, or
 - iv any other means of payment as the directors agree with the distribution recipient either in writing or by such other means as the directors decide.
- b In the articles, "the distribution recipient" means, in respect of a share in respect of which a dividend or other sum is payable—
 - i the holder of the share, or
 - ii if the share has two or more joint holders, whichever of them is named first in the register of members, or
 - iii if the holder is no longer entitled to the share by reason of death or bankruptcy, or otherwise by operation of law, the transmittee.

34.No interest on distributions

The company may not pay interest on any dividend or other sum payable in respect of a share unless otherwise provided by—

- a the terms on which the share was issued, or
- b the provisions of another agreement between the holder of that share and the company.

35.Unclaimed distributions

- a All dividends or other sums which are—
 - i payable in respect of shares, and
 - ii unclaimed after having been declared or become payable, may be invested or otherwise made use of by the directors for the benefit of the company until claimed
- b The payment of any such dividend or other sum into a separate account does not make the company a trustee in respect of it
- c If—
 - i twelve years have passed from the date on which a dividend or other sum became due for payment, and
 - ii the distribution recipient has not claimed it,the distribution recipient is no longer entitled to that dividend or other sum and it ceases to remain owing by the company

36.Non-cash distributions

- a Subject to the terms of issue of the share in question, the company may, by ordinary resolution on the recommendation of the directors, decide to pay all or part of a dividend or other distribution payable in respect of a share by transferring non-cash assets of equivalent value (including, without limitation, shares or other securities in any company)
- b For the purposes of paying a non-cash distribution, the directors may make whatever arrangements they think fit, including, where any difficulty arises regarding the distribution—
 - i fixing the value of any assets,
 - ii paying cash to any distribution recipient on the basis of that value in order to adjust the rights of recipients, and
 - iii vesting any assets in trustees

37.Waiver of distributions

Distribution recipients may waive their entitlement to a dividend or other distribution payable in respect of a share by giving the company notice in writing to that effect, but if—

- a the share has more than one holder, or
- b more than one person is entitled to the share, whether by reason of the death or bankruptcy of one or more joint holders, or otherwise,

the notice is not effective unless it is expressed to be given, and signed, by all the holders or persons otherwise entitled to the share

CAPITALISATION OF PROFITS

38.Authority to capitalise and appropriation of capitalised sums

- a Subject to the articles, the directors may, if they are so authorised by an ordinary resolution—

- i decide to capitalise any profits of the company (whether or not they are available for distribution) which are not required for paying a preferential dividend, or any sum standing to the credit of the company's share premium account or capital redemption reserve, and
 - ii appropriate any sum which they so decide to capitalise (a "capitalised sum") to the persons who would have been entitled to it if it were distributed by way of dividend (the "persons entitled") and in the same proportions
- b Capitalised sums must be applied—
 - i on behalf of the persons entitled, and
 - ii in the same proportions as a dividend would have been distributed to them
- c Any capitalised sum may be applied in paying up new shares of a nominal amount equal to the capitalised sum which are then allotted credited as fully paid to the persons entitled or as they may direct
- d A capitalised sum which was appropriated from profits available for distribution may be applied in paying up new debentures of the company which are then allotted credited as fully paid to the persons entitled or as they may direct
- e Subject to the articles the directors may—
 - i apply capitalised sums in accordance with paragraphs (3) and (4) partly in one way and partly in another,
 - ii make such arrangements as they think fit to deal with shares or debentures becoming distributable in fractions under this article (including the issuing of fractional certificates or the making of cash payments); and
 - iii authorise any person to enter into an agreement with the company on behalf of all the persons entitled which is binding on them in respect of the allotment of shares and debentures to them under this article

PART 4

DECISION-MAKING BY SHAREHOLDERS

ORGANISATION OF GENERAL MEETINGS

39. Attendance and speaking at general meetings

- a A person is able to exercise the right to speak at a general meeting when that person is in a position to communicate to all those attending the meeting, during the meeting, any information or opinions which that person has on the business of the meeting
- b A person is able to exercise the right to vote at a general meeting when—
 - i that person is able to vote, during the meeting, on resolutions put to the vote at the meeting, and
 - ii that person's vote can be taken into account in determining whether or not such resolutions are passed at the same time as the votes of all the other persons attending the meeting
- c The directors may make whatever arrangements they consider appropriate to enable those attending a general meeting to exercise their rights to speak or vote at it
- d In determining attendance at a general meeting, it is immaterial whether any two or more members attending it are in the same place as each other

- e Two or more persons who are not in the same place as each other attend a general meeting if their circumstances are such that if they have (or were to have) rights to speak and vote at that meeting, they are (or would be) able to exercise them

40. Quorum for general meetings

No business other than the appointment of the chairman of the meeting is to be transacted at a general meeting if the persons attending it do not constitute a quorum. Two persons entitled to vote upon the business to be transacted, each being a member or a proxy for a member or a duly authorised representative of a corporation shall be a quorum.

41. Chairing general meetings

- a If the directors have appointed a chairman, the chairman shall chair general meetings if present and willing to do so
- b If the directors have not appointed a chairman, or if the chairman is unwilling to chair the meeting or is not present within ten minutes of the time at which a meeting was due to start—
 - i the directors present, or
 - ii (if no directors are present), the meeting,must appoint a director or shareholder to chair the meeting, and the appointment of the chairman of the meeting must be the first business of the meeting
- c The person chairing a meeting in accordance with this article is referred to as “the chairman of the meeting”

42. Attendance and speaking by directors and non-shareholders

- a Directors may attend and speak at general meetings, whether or not they are shareholders
- b The chairman of the meeting may permit other persons who are not—
 - i shareholders of the company, or
 - ii otherwise entitled to exercise the rights of shareholders in relation to general meetings,to attend and speak at a general meeting

43. Adjournment

- a If the persons attending a general meeting within half an hour of the time at which the meeting was due to start do not constitute a quorum, or if during a meeting a quorum ceases to be present, the chairman of the meeting must adjourn it
- b The chairman of the meeting may adjourn a general meeting at which a quorum is present if—
 - i the meeting consents to an adjournment, or
 - ii it appears to the chairman of the meeting that an adjournment is necessary to protect the safety of any person attending the meeting or ensure that the business of the meeting is conducted in an orderly manner
- c The chairman of the meeting must adjourn a general meeting if directed to do so by the meeting
- d When adjourning a general meeting, the chairman of the meeting must—

- i either specify the time and place to which it is adjourned or state that it is to continue at a time and place to be fixed by the directors, and
 - ii have regard to any directions as to the time and place of any adjournment which have been given by the meeting
- e If the continuation of an adjourned meeting is to take place more than 14 days after it was adjourned, the company must give at least 7 clear days' notice of it (that is, excluding the day of the adjourned meeting and the day on which the notice is given)—
 - i to the same persons to whom notice of the company's general meetings is required to be given, and
 - ii containing the same information which such notice is required to contain
- f No business may be transacted at an adjourned general meeting which could not properly have been transacted at the meeting if the adjournment had not taken place

VOTING AT GENERAL MEETINGS

44.Voting: general

A resolution put to the vote of a general meeting must be decided on a show of hands unless a poll is duly demanded in accordance with the articles

45.Errors and disputes

- a No objection may be raised to the qualification of any person voting at a general meeting except at the meeting or adjourned meeting at which the vote objected to is tendered, and every vote not disallowed at the meeting is valid
- b Any such objection must be referred to the chairman of the meeting, whose decision is final

46.Poll votes

- a A poll on a resolution may be demanded—
 - i in advance of the general meeting where it is to be put to the vote, or
 - ii at a general meeting, either before a show of hands on that resolution or immediately after the result of a show of hands on that resolution is declared
- b A poll may be demanded by—
 - i the chairman of the meeting,
 - ii the directors,
 - iii two or more persons having the right to vote on the resolution, or
 - iv a person or persons representing not less than one tenth of the total voting rights of all the shareholders having the right to vote on the resolution
- c A demand for a poll may be withdrawn if—
 - i the poll has not yet been taken, and
 - ii the chairman of the meeting consents to the withdrawal
- d Polls must be taken immediately and in such manner as the chairman of the meeting directs

47. Content of proxy notices

- a Proxies may only validly be appointed by a notice in writing (a “proxy notice”) which—
 - i states the name and address of the shareholder appointing the proxy,
 - ii identifies the person appointed to be that shareholder’s proxy and the general meeting in relation to which that person is appointed,
 - iii is signed by or on behalf of the shareholder appointing the proxy, or is authenticated in such manner as the directors may determine, and
 - iv is delivered to the company in accordance with the articles and any instructions contained in the notice of the general meeting to which they relate
- b The company may require proxy notices to be delivered in a particular form, and may specify different forms for different purposes
- c Proxy notices may specify how the proxy appointed under them is to vote (or that the proxy is to abstain from voting) on one or more resolutions
- d Unless a proxy notice indicates otherwise, it must be treated as—
 - i allowing the person appointed under it as a proxy discretion as to how to vote on any ancillary or procedural resolutions put to the meeting, and
 - ii appointing that person as a proxy in relation to any adjournment of the general meeting to which it relates as well as the meeting itself

48. Delivery of proxy notices

- a A person who is entitled to attend, speak or vote (either on a show of hands or on a poll) at a general meeting remains so entitled in respect of that meeting or any adjournment of it, even though a valid proxy notice has been delivered to the company by or on behalf of that person
- b An appointment under a proxy notice may be revoked by delivering to the company a notice in writing given by or on behalf of the person by whom or on whose behalf the proxy notice was given
- c A notice revoking a proxy appointment only takes effect if it is delivered before the start of the meeting or adjourned meeting to which it relates
- d If a proxy notice is not executed by the person appointing the proxy, it must be accompanied by written evidence of the authority of the person who executed it to execute it on the appointor’s behalf

49. Amendments to resolutions

- a An ordinary resolution to be proposed at a general meeting may be amended by ordinary resolution if—
 - i notice of the proposed amendment is given to the company in writing by a person entitled to vote at the general meeting at which it is to be proposed not less than 48 hours before the meeting is to take place (or such later time as the chairman of the meeting may determine), and
 - ii the proposed amendment does not, in the reasonable opinion of the chairman of the meeting, materially alter the scope of the resolution

- b A special resolution to be proposed at a general meeting may be amended by ordinary resolution, if—
 - i the chairman of the meeting proposes the amendment at the general meeting at which the resolution is to be proposed, and
 - ii the amendment does not go beyond what is necessary to correct a grammatical or other non-substantive error in the resolution
- c If the chairman of the meeting, acting in good faith, wrongly decides that an amendment to a resolution is out of order, the chairman's error does not invalidate the vote on that resolution

PART 5

ADMINISTRATIVE ARRANGEMENTS

50.Means of communication to be used

- a Subject to the articles, anything sent or supplied by or to the company under the articles may be sent or supplied in any way in which the Companies Act 2006 provides for documents or information which are authorised or required by any provision of that Act to be sent or supplied by or to the company
- b Subject to the articles, any notice or document to be sent or supplied to a director in connection with the taking of decisions by directors may also be sent or supplied by the means by which that director has asked to be sent or supplied with such notices or documents for the time being
- c A director may agree with the company that notices or documents sent to that director in a particular way are to be deemed to have been received within a specified time of their being sent, and for the specified time to be less than 48 hours

51.Company seals

- a Any common seal may only be used by the authority of the directors
- b The directors may decide by what means and in what form any common seal is to be used
- c Unless otherwise decided by the directors, if the company has a common seal and it is affixed to a document, the document must also be signed by at least one authorised person in the presence of a witness who attests the signature
- d For the purposes of this article, an authorised person is—
 - i any director of the company,
 - ii the company secretary (if any), or
 - iii any person authorised by the directors for the purpose of signing documents to which the common seal is applied

52.No right to inspect accounts and other records

Except as provided by law or authorised by the directors or an ordinary resolution of the company, no person is entitled to inspect any of the company's accounting or other records or documents merely by virtue of being a shareholder

53.Provision for employees on cessation of business

The directors may decide to make provision for the benefit of persons employed or formerly employed by the company or any of its subsidiaries (other than a director or former director or shadow director) in connection with the cessation or transfer to any person of the whole or part of the undertaking of the company or that subsidiary

DIRECTORS' INDEMNITY AND INSURANCE

54. Indemnity

- a Subject to paragraph (b), a relevant director of the company or an associated company may be indemnified out of the company's assets against—
 - i any liability incurred by that director in connection with any negligence, default, breach of duty or breach of trust in relation to the company or an associated company,
 - ii any liability incurred by that director in connection with the activities of the company or an associated company in its capacity as a trustee of an occupational pension scheme (as defined in section 235(6) of the Companies Act 2006),
 - iii any other liability incurred by that director as an officer of the company or an associated company
- b This article does not authorise any indemnity which would be prohibited or rendered void by any provision of the Companies Acts or by any other provision of law
- c In this article—
 - i companies are associated if one is a subsidiary of the other or both are subsidiaries of the same body corporate, and
 - ii a "relevant director" means any director or former director of the company or an associated company

55. Insurance

- a The directors may decide to purchase and maintain insurance, at the expense of the company, for the benefit of any relevant director in respect of any relevant loss
- b In this article—
 - i a "relevant director" means any director or former director of the company or an associated company,
 - ii a "relevant loss" means any loss or liability which has been or may be incurred by a relevant director in connection with that director's duties or powers in relation to the company, any associated company or any pension fund or employees' share scheme of the company or associated company, and
 - iii companies are associated if one is a subsidiary of the other or both are subsidiaries of the same body corporate



Companies House

AR01 (ef)

Annual Return



Received for filing in Electronic Format on the: **04/03/2016**

X521ZT7U

Company Name: **MOORE STEPHENS INTERNATIONAL LIMITED**

Company Number: **02215276**

Date of this return: **05/02/2016**

SIC codes: **96090**

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

Situation of Registered Office: **150 ALDERSGATE STREET
LONDON
EC1A 4AB**

Single Alternative Inspection Location (SAIL)

The address for an alternative location to the company's registered office for the inspection of registers is:

8 BADEN PLACE
CROSBY ROW
LONDON
SE1 1YW

The following records have moved to the single alternative inspection location:

Register of members (section 114)
Register of directors (section 162)
Register of secretaries (section 275)
Records of resolutions and meetings (section 358)
Register of debenture holders (section 743)

Officers of the company

Company Secretary 1

Type: **Corporate**
Name: **CORNHILL SECRETARIES LIMITED**

*Registered or
principal address:* **8 BADEN PLACE
CROSBY ROW
LONDON
SE1 1YW**

European Economic Area (EEA) Company

Register Location: **UNITED KINGDOM**
Registration Number: **461605**

Company Director 1

Type: **Person**
Full forename(s): ANDREW

Surname: ARMANINO

Former names:

Service Address: 12657 ALCOSTA BLVD
SUITE 500
SAN RAMON
CALIFORNIA
USA
94583

Country/State Usually Resident: USA

Date of Birth: **/03/1965 *Nationality:* USA

Occupation: CPA

Company Director 2

Type: **Person**

Full forename(s): **DON**

Surname: **BOYD**

Former names:

Service Address: **EXCHANGE TOWER 530 LITTLE COLLINS STREET
MELBOURNE
VICTORIA 3000
AUSTRALIA**

Country/State Usually Resident: **AUSTRALIA**

Date of Birth: ****/01/1950**

Nationality: **AUSTRALIAN**

Occupation: **DIRECTOR**

Company Director 3

Type: **Person**

Full forename(s): **DR MAURICIO ESTEBAN**

Surname: **DURANGO PEREZ**

Former names:

Service Address: **EDIFICIO RIO AMAZONAS AV. AMAZONAS 477 Y ROCA
QUITO, EC170517
ECUADOR**

Country/State Usually Resident: **ECUADOR**

Date of Birth: ****/09/1965**

Nationality: **ECUADOREAN**

Occupation: **DIRECTOR**

Company Director 4

Type: **Person**

Full forename(s): **LOUIS**

Surname: **GRASSI**

Former names:

Service Address: **50 JERICHO QUADRANGLE
JERICHO
NASSAU
11753
UNITED STATES**

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

Date of Birth: ****/09/1955**

Nationality: **AMERICAN**

Occupation: **ACCOUNTANT**

Company Director 5

Type: **Person**

Full forename(s): CHUN

Surname: LIANG

Former names:

Service Address: BUILDING 7 16 XI SI HUAN ZHONG ROAD
H AidAN DISTRICT
BEIJING 100039
CHINA

Country/State Usually Resident: CHINA

Date of Birth: **/01/1965

Nationality: CHINESE

Occupation: ACCOUNTANT

Company Director 6

Type: **Person**
Full forename(s): **HERJANTO**

Surname: **LUTANTOWIDJOJO**

Former names:

Service Address: **INTILAND TOWER 7TH FLOOR, JL. JENDRAL SUDIRMAN
KAV 32
JAKARTA
INDONESIA
10220**

Country/State Usually Resident: **INDONESIA**

Date of Birth: ****/04/1964** *Nationality:* **INDONESIAN**

Occupation: **DIRECTOR**

Company Director 7

Type: **Person**
Full forename(s): **MR MICHAEL RICHARD**

Surname: **MACINNES**

Former names:

Service Address: **150 ALDERSGATE STREET
LONDON
UNITED KINGDOM
EC1A 4AB**

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

Date of Birth: ****/07/1944** *Nationality:* **BRITISH**
Occupation: **CHARTERED ACCOUNTANT**

Company Director 8

Type: **Person**

Full forename(s): **MR RICHARD HOBART JOHN DE COURCY**

Surname: **MOORE**

Former names:

Service Address: **150 ALDERSGATE STREET
LONDON
UNITED KINGDOM
EC1A 4AB**

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

Date of Birth: ****/08/1949** *Nationality:* **BRITISH**

Occupation: **CHARTERED ACCOUNTANT**

Company Director 9

Type: **Person**

Full forename(s): **FRANS**

Surname: **VERSCHELDEN**

Former names:

Service Address: **3 SCHALIENSTRAAT
B-2000 ANTWERP
BELGIUM**

Country/State Usually Resident: **BELGIUM**

Date of Birth: ****/04/1952** *Nationality:* **BELGIAN**

Occupation: **CHAIRMAN OF THE BOARD**

Statement of Capital (Share Capital)

Class of shares	A SHARES	<i>Number allotted</i>	6
		<i>Aggregate nominal value</i>	30
<i>Currency</i>	GBP	<i>Amount paid per share</i>	5
		<i>Amount unpaid per share</i>	0

Prescribed particulars

EACH "A" ORDINARY SHALL SHALL CARRY 370 VOTES AND THE RIGHT TO APPOINT A DIRECTOR OF THE COMPANY

Class of shares	B SHARES	<i>Number allotted</i>	492
		<i>Aggregate nominal value</i>	2460
<i>Currency</i>	GBP	<i>Amount paid per share</i>	5
		<i>Amount unpaid per share</i>	0

Prescribed particulars

EACH "B" ORDINARY SHALL CARRY ONE VOTE

Class of shares	C SHARES	<i>Number allotted</i>	1
		<i>Aggregate nominal value</i>	5
<i>Currency</i>	GBP	<i>Amount paid per share</i>	5
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THE "C" ORDINARY SHARE SHALL NOT CARRY ANY RIGHT TO VOTE

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	499
		<i>Total aggregate nominal value</i>	2495

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 05/02/2016 or that had ceased to be shareholders since the made up date of the previous Annual Return

A full list of shareholders for the company are shown below

<i>Shareholding 1</i> <i>Name:</i>	: 1 A SHARES shares held as at the date of this return MOORE STEPHENS NORTH AMERICA INC.
<i>Shareholding 2</i> <i>Name:</i>	: 492 B SHARES shares held as at the date of this return CORNHILL SECRETARIES LTD
<i>Shareholding 3</i> <i>Name:</i>	: 1 A SHARES shares held as at the date of this return MOORE STEPHENS ASIA PACIFIC LTD
<i>Shareholding 4</i> <i>Name:</i>	: 1 A SHARES shares held as at the date of this return MOORE STEPHENS EUROPE LTD
<i>Shareholding 5</i> <i>Name:</i>	: 1 A SHARES shares held as at the date of this return MOORE STEPHENS AUSTRALIA PTY LTD
<i>Shareholding 6</i> <i>Name:</i>	: 1 A SHARES shares held as at the date of this return MOORE STEPHENS LLP
<i>Shareholding 7</i> <i>Name:</i>	: 1 C SHARES shares held as at the date of this return FIRST ISLAND TRUSTEES (GUERNSEY) LIMITED
<i>Shareholding 8</i> <i>Name:</i>	: 1 A SHARES shares held as at the date of this return MOORE STEPHENS LATIN AMERICA LIMITED

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.

Statement of Capital (Share Capital)

Class of Shares:	A	Number allotted	7
	SHARES	Aggregate nominal value:	35

Currency: **GBP**

Prescribed particulars

EACH "A" ORDINARY SHALL SHALL CARRY 370 VOTES AND THE RIGHT TO APPOINT A DIRECTOR OF THE COMPANY

Class of Shares:	B	Number allotted	492
	SHARES	Aggregate nominal value:	2460

Currency: **GBP**

Prescribed particulars

EACH "B" ORDINARY SHALL CARRY ONE VOTE

Class of Shares:	C	Number allotted	1
	SHARES	Aggregate nominal value:	5

Currency: **GBP**

Prescribed particulars

THE "C" ORDINARY SHARE SHALL NOT CARRY ANY RIGHT TO VOTE

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	500
		Total aggregate nominal value:	2500
		Total aggregate amount unpaid:	0

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver Manager, CIC Manager.



**Change of Particulars
for Corporate Secretary**

Company Name: **MOORE STEPHENS INTERNATIONAL LIMITED**

Company Number: **02215276**



Received for filing in Electronic Format on the: **17/08/2016**

X5DJXBYA

Details Prior to Change

Original name: **CORNHILL SECRETARIES LIMITED**

New Details

Date of Change: **14/07/2016**

New Service Address: **5 MARKET YARD MEWS 194-204 BERMONDSEY STREET LONDON
UNITED KINGDOM SE1 3TQ**

Authorisation

Authenticated

This form was authorised by one of the following:

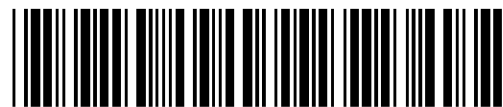
Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver manager, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor



**Notification of Single Alternative
Inspection Location (SAIL)**

Company Name: **MOORE STEPHENS INTERNATIONAL LIMITED**

Company Number: **02215276**



Received for filing in Electronic Format on the: **17/08/2016**

X5DJXBOJ

Single Alternative Inspection Location Address

The address for an alternative location to the company's registered office for the inspection of registers is:

**5 MARKET YARD MEWS 194-204 BERMONDSEY STREET
LONDON
UNITED KINGDOM SE1 3TQ**

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Liquidator, Administrator, Administrative Receiver, Receiver, Receiver Manager, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.



Termination of a Director Appointment

Company Name: **MOORE STEPHENS INTERNATIONAL LIMITED**

Company Number: **02215276**



Received for filing in Electronic Format on the: **17/03/2017**

X62EGV75

Termination Details

Date of termination: **21/12/2016**

Name: **FRANS VERSCHULDEN**

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Liquidator, Administrator, Administrative Receiver, Receiver, Receiver manager, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.





Companies House

AP01 (ef)

Appointment of Director



X62EGW36

Company Name: **MOORE STEPHENS INTERNATIONAL LIMITED**

Company Number: **02215276**

Received for filing in Electronic Format on the: **17/03/2017**

New Appointment Details

Date of Appointment: **21/12/2016**

Name: **SIMON PATRICK GALLAGHER**

The company confirms that the person named has consented to act as a director.

Service Address recorded as Company's registered office

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

Date of Birth: ****/11/1965**

Nationality: **BRITISH**

Occupation: **CHARTERED ACCOUNTANT**

Former Names:

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver Manager, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.



Companies House

CS01 (ef)

Confirmation Statement

Company Name: **MOORE STEPHENS INTERNATIONAL LIMITED**

Company Number: **02215276**



Received for filing in Electronic Format on the: **17/03/2017**

X62EGXOI

Company Name: **MOORE STEPHENS INTERNATIONAL LIMITED**

Company Number: **02215276**

Confirmation **05/02/2017**

Statement date:

Statement of Capital (Share Capital)

Class of Shares:	A	Number allotted	6
	SHARES	Aggregate nominal value:	30

Currency: **GBP**

Prescribed particulars

EACH "A" ORDINARY SHALL SHALL CARRY 370 VOTES AND THE RIGHT TO APPOINT A DIRECTOR OF THE COMPANY

Class of Shares:	B	Number allotted	492
	SHARES	Aggregate nominal value:	2460

Currency: **GBP**

Prescribed particulars

EACH "B" ORDINARY SHALL CARRY ONE VOTE

Class of Shares:	C	Number allotted	1
	SHARES	Aggregate nominal value:	5

Currency: **GBP**

Prescribed particulars

THE "C" ORDINARY SHARE SHALL NOT CARRY ANY RIGHT TO VOTE

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	499
		Total aggregate nominal value:	2495
		Total aggregate amount unpaid:	0

Persons with Significant Control (PSC)

PSC Statements

The company knows or has reasonable cause to believe that there is no registrable person or registrable relevant legal entity in relation to the company.

Confirmation Statement

I confirm that all information required to be delivered by the company to the registrar in relation to the confirmation period concerned either has been delivered or is being delivered at the same time as the confirmation statement

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Charity Commission Receiver and Manager, CIC Manager,
Judicial Factor



Companies House

CH01 (ef)

**Change of Particulars
for Director**



X634HKXF

Company Name: **MOORE STEPHENS INTERNATIONAL LIMITED**

Company Number: **02215276**

Received for filing in Electronic Format on the: **27/03/2017**

Details Prior to Change

Original Name: **SIMON PATRICK GALLAGHER**

Date of Birth: ****/11/1965**

New Details

Date of Change: **21/12/2016**

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver Manager, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.



Termination of a Director Appointment

Company Name: **MOORE STEPHENS INTERNATIONAL LIMITED**

Company Number: **02215276**



Received for filing in Electronic Format on the: **25/09/2017**

X6FOX61

Termination Details

Date of termination: **01/08/2017**

Name: **DR MAURICIO ESTEBAN DURANGO PEREZ**

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Liquidator, Administrator, Administrative Receiver, Receiver, Receiver manager, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.





Companies House

AP01 (ef)

Appointment of Director



X6FP0BI1

Company Name: **MOORE STEPHENS INTERNATIONAL LIMITED**

Company Number: **02215276**

Received for filing in Electronic Format on the: **25/09/2017**

New Appointment Details

Date of Appointment: **01/08/2017**

Name: **EDGARD PEREZ HENAO**

The company confirms that the person named has consented to act as a director.

Service Address: **NO. 80-15 CARRERA 9
BOGOTA
CAPITAL DISTRICT
COLOMBIA
110221**

Country/State Usually Resident: **COLOMBIA**

Date of Birth: ****/03/1950**

Nationality: **COLOMBIAN**

Occupation: **DIRECTOR**

Former Names:

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver Manager, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.



Companies House

CS01 (ef)

Confirmation Statement

Company Name: **MOORE STEPHENS INTERNATIONAL LIMITED**

Company Number: **02215276**



Received for filing in Electronic Format on the: **05/04/2018**

X738RKC9

Company Name: **MOORE STEPHENS INTERNATIONAL LIMITED**

Company Number: **02215276**

Confirmation **05/02/2018**

Statement date:

Confirmation Statement

I confirm that all information required to be delivered by the company to the registrar in relation to the confirmation period concerned either has been delivered or is being delivered at the same time as the confirmation statement

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Charity Commission Receiver and Manager, CIC Manager,
Judicial Factor



Termination of a Director Appointment

Company Name: **MOORE STEPHENS INTERNATIONAL LIMITED**

Company Number: **02215276**



Received for filing in Electronic Format on the: **14/05/2018**

X75WYXAG

Termination Details

Date of termination: **31/12/2017**

Name: **LOUIS GRASSI**

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Liquidator, Administrator, Administrative Receiver, Receiver, Receiver manager, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.



Appointment of Director

Company Name: **MOORE STEPHENS INTERNATIONAL LIMITED**

Company Number: **02215276**



Received for filing in Electronic Format on the: **14/06/2018**

X7821KH7

New Appointment Details

Date of Appointment: **01/01/2018**

Name: **RICHARD EDWARD DAVIS**

The company confirms that the person named has consented to act as a director.

Service Address: **200, SUITE 500 EAST BROAD STREET
GREENVILLE
SOUTH CAROLINA
UNITED STATES
29601**

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

Date of Birth: ****/03/1962**

Nationality: **AMERICAN**

Occupation: **CERTIFIED PUBLIC ACCOUNTANT (CPA)**

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver manager, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor



Termination of a Director Appointment

Company Name: **MOORE STEPHENS INTERNATIONAL LIMITED**

Company Number: **02215276**



Received for filing in Electronic Format on the: **21/06/2018**

X78L3SMJ

Termination Details

Date of termination: **01/01/2018**

Name: **RICHARD EDWARD DAVIS**

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Liquidator, Administrator, Administrative Receiver, Receiver, Receiver manager, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.



Appointment of Director

Company Name: **MOORE STEPHENS INTERNATIONAL LIMITED**

Company Number: **02215276**



Received for filing in Electronic Format on the: **23/08/2018**

X7CXV5XK

New Appointment Details

Date of Appointment: **01/06/2018**

Name: **ANTHONY J CALECA**

The company confirms that the person named has consented to act as a director.

Service Address: **6 CITY PLACE DRIVE
ST LOUIS
UNITED STATES
MO 63141**

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

Date of Birth: ****/04/1970**

Nationality: **AMERICAN**

Occupation: **MANAGING PARTNER**

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver manager, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor



Change of Registered Office Address

Company Name: **MOORE STEPHENS INTERNATIONAL LIMITED**

Company Number: **02215276**



Received for filing in Electronic Format on the: **24/01/2019**

X7XSSUF5

New Address Details

New Address: **5 MARKET YARD MEWS 194-204 BERMONDSEY STREET
LONDON
UNITED KINGDOM
SE1 3TQ**

Please Note:

The change in the Registered Office does not take effect until the Registrar has registered this form. For 14 days, beginning with the date that a change of Registered Office is registered, a person may validly serve any documentation on the company at its previous Registered Office.

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Liquidator, Administrator, Administrative Receiver, Receiver, Receiver Manager, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.

MOORE STEPHENS INTERNATIONAL LIMITED

UNAUDITED

FINANCIAL STATEMENTS

INFORMATION FOR FILING WITH THE REGISTRAR

FOR THE YEAR ENDED 31 DECEMBER 2017

THURSDAY



A7FCIBTT

A33

27/09/2018

#565

COMPANIES HOUSE

MOORE STEPHENS INTERNATIONAL LIMITED

**DIRECTORS' RESPONSIBILITIES STATEMENT
FOR THE YEAR ENDED 31 DECEMBER 2017**

The directors are responsible for preparing the Directors' report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies for the Company's financial statements and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and to enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

MOORE STEPHENS INTERNATIONAL LIMITED
REGISTERED NUMBER: 02215276

STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2017

	Note	2017 £	2016 £
Fixed assets			
Investments	4	21,405	40,056
Current assets			
Debtors	5	564,053	890,974
Cash at bank and in hand	6	952,522	1,254,693
		1,516,575	2,145,667
Creditors: amounts falling due within one year	7	(938,348)	(1,465,657)
Net current assets		578,227	680,010
Total assets less current liabilities		599,632	720,066
Capital and reserves			
Called up share capital	9	2,500	2,495
Profit and loss account		597,132	717,571
		599,632	720,066

The directors consider that the Company is entitled to exemption from audit under section 477 of the Companies Act 2006 and members have not required the Company to obtain an audit for the year in question in accordance with section 476 of Companies Act 2006.

The directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements.

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with the provisions of FRS 102 Section 1A - small entities.

The financial statements have been delivered in accordance with the provisions applicable to companies subject to the small companies regime.

The Company has opted not to file the statement of comprehensive income in accordance with provisions applicable to companies subject to the small companies' regime.

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:


Richard Moore
 Director

Date: 26 September 2018

The notes on pages 4 to 8 form part of these financial statements.

MOORE STEPHENS INTERNATIONAL LIMITED

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2017**

	Called up share capital	Profit and loss account	Total equity
	£	£	£
At 1 January 2016	2,495	612,111	614,606
Comprehensive income for the year			
Profit for the year	-	105,460	105,460
Total comprehensive income for the year	-	105,460	105,460
At 1 January 2017	2,495	717,571	720,066
Comprehensive income for the year			
Loss for the year	-	(120,439)	(120,439)
Total comprehensive income for the year	-	(120,439)	(120,439)
Contributions by and distributions to owners			
Shares issued during the year	5	-	5
Total transactions with owners	5	-	5
At 31 December 2017	2,500	597,132	599,632

The notes on pages 4 to 8 form part of these financial statements.

MOORE STEPHENS INTERNATIONAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2017

1. General information

The Company is a United Kingdom private limited company limited by shares. It is both incorporated and domiciled in England and Wales. The registered office address is 150 Aldersgate Street, London, EC1A 4AB.

These financial statements are presented in Pounds Sterling (GBP), as that is the currency in which the majority of the Company's transactions are denominated. They comprise the financial statements of the Company for the year ended 31 December 2017 and are presented to the nearest pound.

The Company has determined that GBP is its functional currency, as this is the currency of the economic environment in which the Company predominantly operates.

The principal activity of the Company is to help co-ordinate the professional practices of member firms worldwide using the name "Moore Stephens" in providing audit, advisory, managerial and consultancy services to companies, individuals and firms in any country of the world.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The following principal accounting policies have been applied:

2.2 Foreign currency translation

Monetary asset and liabilities denominated in foreign currencies are translated into sterling at rates of exchange ruling at the balance sheet date.

Transactions in foreign currencies are translated into sterling at the rate ruling on the date of the transaction.

Exchange gains and losses are recognised in the profit and loss account.

2.3 Turnover

Turnover represents subscription and other fees receivable from the network and its member firms.

2.4 Taxation

Tax is recognised in the Statement of comprehensive income, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the Company operates and generates income.

2.5 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2017

2. Accounting policies (continued)

2.6 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2.7 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

2.8 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

2.9 Financial instruments

The Company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in non-puttable ordinary shares.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Statement of comprehensive income.

3. Employees

The average monthly number of employees, including directors, during the year was 15 (2016 - 15).

MOORE STEPHENS INTERNATIONAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2017

4. Fixed asset investments

	Investments in subsidiary companies £
Cost or valuation	
At 1 January 2017	40,056
Amounts written off	(18,651)
At 31 December 2017	<u>21,405</u>
Net book value	
At 31 December 2017	<u>21,405</u>
At 31 December 2016	<u>40,056</u>

Subsidiary undertakings

The following were subsidiary undertakings of the Company:

Name	Country of incorporation	Class of shares	Holding
Moore Stephens International China Limited	China	Ordinary	100 %

MOORE STEPHENS INTERNATIONAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2017

5. Debtors

	2017 £	2016 £
Trade debtors	312,568	745,770
Other debtors	89,455	56,739
Prepayments and accrued income	162,030	88,465
	<u>564,053</u>	<u>890,974</u>

6. Cash and cash equivalents

	2017 £	2016 £
Cash at bank and in hand	<u>952,522</u>	<u>1,254,693</u>

7. Creditors: Amounts falling due within one year

	2017 £	2016 £
Trade creditors	112,396	8,270
Corporation tax	-	215
Other taxation and social security	14,226	15,941
Other creditors	80,836	55,730
Accruals and deferred income	730,890	1,385,501
	<u>938,348</u>	<u>1,465,657</u>

8. Financial instruments

	2017 £	2016 £
Financial assets		
Financial assets measured at fair value through profit or loss	<u>952,522</u>	<u>1,254,693</u>

Financial assets measured at fair value through profit or loss comprise cash and cash equivalents.

MOORE STEPHENS INTERNATIONAL LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2017**

9. Share capital

	2017	2016
	£	£
Allotted, called up and fully paid		
7 (2016 - 6) A shares of £5.00 each	35	30
492 (2016 - 492) B shares of £5.00 each	2,460	2,460
1 (2016 - 1) C share of £5.00	5	5
	<hr/> 2,500 <hr/>	<hr/> 2,495 <hr/>

During the year, one A Ordinary share was allotted at nominal value of £5, for cash consideration.

10. Related party transactions

The Company derives all its income and certain of its expenditure from member and correspondent firms. The directors are partners of member firms.

11. Controlling party

In the opinion of the directors, there is no controlling party.