

File Copy



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company No. 8089642

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

TRANSPARENCY DEVELOPMENT

is this day incorporated under the Companies Act 2006 as a private company, that the company is limited by guarantee, and the situation of its registered office is in England and Wales

Given at Companies House, Cardiff, on 30th May 2012



N08089642O



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

The above information was communicated by electronic means and authenticated by the Registrar of Companies under Section 1115 of the Companies Act 2006



Companies House

— for the record —

IN01(ef)

Application to register a company

Received for filing in Electronic Format on the: 30/05/2012



X1A0WSLD

*Company Name
in full:*

TRANSPARENCY DEVELOPMENT

I confirm that the above proposed company meets the conditions for exemption from the requirements to have a name ending with 'Limited' or permitted alternative

Company Type:

Private limited by guarantee

*Situation of Registered
Office:*

England and Wales

*Proposed Register
Office Address:*

**REAR OFFICES 24 NEW ROAD
CHIPPENHAM
WILTSHIRE
ENGLAND
SN15 1HS**

I wish to partially adopt the following model articles: Private (Ltd by Guarantee)

Company Director 1

Type: **Person**
Full forename(s): **ALEXANDER JOHN**

Surname: **HALL**

Former names:

Service Address recorded as Company's registered office

Country/State Usually Resident: **ENGLAND**

Date of Birth: **08/02/1972** *Nationality:* **BRITISH**

Occupation: **RESEARCHER**

Consented to Act: **Y** *Date authorised:* **30/05/2012** *Authenticated:* **YES**

Company Director 2

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

Surname: **ISMAIL**

Former names:

Service Address recorded as Company's registered office

Country/State Usually Resident: **ENGLAND**

Date of Birth: **05/02/1975** *Nationality:* **BRITISH**

Occupation: **RESEARCHER**

Consented to Act: **Y** *Date authorised:* **30/05/2012** *Authenticated:* **YES**

Statement of Guarantee

I confirm that if the company is wound up while I am a member , or within one year after I cease to be a member, I will contribute to the assets of the company by such amount as may be required for :

- payment of debts and liabilities of the company contracted before I cease to be a member;*
- payments of costs, charges and expenses of winding up, and;*
- adjustment of the rights of the contributors among ourselves, not exceeding the specified amount below.*

Name: ALEXANDER JOHN HALL

Address: REAR OFFICES 24 NEW ROAD
 CHIPPENHAM
 WILTSHIRE
 ENGLAND
 SN15 1HS

Amount Guaranteed: GBP 1.00

Name: LATIF ISMAIL

Address: REAR OFFICES 24 NEW ROAD
 CHIPPENHAM
 WILTSHIRE
 ENGLAND
 SN15 1HS

Amount Guaranteed: GBP 1.00

Statement of Compliance

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

Authorisation

Authoriser Designation: **subscriber**

SCHEDULE 2

COMPANY NOT HAVING A SHARE CAPITAL

Memorandum of Association of: TRANSPARENCY DEVELOPMENT

Each Subscriber to this memorandum of association wishes to form a company under the Companies Act 2006 and agrees to become a member of the company.

Name of each subscriber:

ALEXANDER HALL
LATIF ISMAIL

DATED: 30/05/2012

**ARTICLES OF ASSOCIATION
PRIVATE COMPANY LIMITED BY GUARANTEE
AND NOT HAVING A SHARE CAPITAL**

The Company will assume the Statutory Model Articles of Association for a Limited by Guarantee Company (not having a share capital) subject to the following amendments. The provisions made herein and the Model Articles of Association will combine to form the constitution of the company.

1. The objects for which the Company is established are:

1.1 To conduct educational activities for adults and children.

1.2 To conduct research, evaluation, training and consultancy on reducing world poverty

1.3 To run programmes and projects which reduce poverty and promote higher standards of living for all

1.4 To run programmes and projects which contribute to an environmentally sustainable future

1.5 To conduct research, evaluation, training and consultancy on creating an environmentally sustainable future

1.6 To run any type of project or programme that reduces violent conflict and creates a more peaceful environment

2. The liability of the Members is limited.

3. The income and property of the Company shall be applied solely towards the promotion of the objects of the Company as declared above. The directors undertake to ensure no profit from the company is paid or transferred directly or indirectly, by way of dividend, bonus or otherwise to the members of the company.

4. Every Member of the Company undertakes to contribute to the assets of the Company, in the event of the same being wound up, during the time that he or she is a Member, or within one year afterwards, for payment of the debts and liabilities of the Company contracted before the time at which he or she ceases to be a Member, and of the costs, charges and expenses of winding up the same, and for the adjustment of the rights of the contributories amongst themselves, such amount as may be required not exceeding GBP 1.00.

5. If upon the winding up or dissolution of the Company there remains, after the

satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid or distributed among the Members of the Company, but shall be transferred either to some other institution (whether or not a member of the Company) having objects similar to the objects of the Company, or to some institution (whether or not a member of the Company) the objects of which are the promotion of charity or anything incidental or conducive thereto, such institution or institutions to be determined by the Members of the Company at or before the time of dissolution.

6. At General Meetings of the Company, each Member shall be entitled to one vote.