

File Copy



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company No. 8334866

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

THE AUSTRALIAN CARBON COMPANY (UK) LTD

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

Given at Companies House, Cardiff, on 18th December 2012



N08334866P



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: 18/12/2012



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*Company Name
in full:*

THE AUSTRALIAN CARBON COMPANY (UK) LTD

Company Type:

Private limited by shares

*Situation of Registered
Office:*

England and Wales

*Proposed Register
Office Address:*

**CALVERLEY HOUSE 55 CALVERLEY ROAD
TUNBRIDGE WELLS
ENGLAND
TN1 2TU**

I wish to entirely adopt the following model articles: **Private (Ltd by Shares)**

Proposed Officers

Company Secretary 1

Type: **Person**

Full forename(s): **MR JOHN**

Surname: **FARTHING**

Former names:

Service Address: **1 CLOISTERS ROAD
LETCHEWORTH GARDEN CITY
HERTS
UNITED KINGDOM
SG6 3JR**

Consented to Act: **Y** *Date authorised:* **18/12/2012** *Authenticated:* **YES**

Company Director **1**

Type: **Person**

Full forename(s): **MR JOHN**

Surname: **FARTHING**

Former names:

Service Address: **1 CLOISTERS ROAD
LETCWORTH GARDEN CITY
HERTS
UNITED KINGDOM
SG6 3JR**

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

Date of Birth: **28/11/1962** *Nationality:* **BRITISH**

Occupation: **DIRECTOR**

Consented to Act: **Y** *Date authorised:* **18/12/2012** *Authenticated:* **YES**

Company Director 2

Type: **Person**
Full forename(s): **MR MATTHEW ST JOHN**

Surname: **SULLIVAN**

Former names:

Service Address: **WEALDVIEW FARM HOUSE
COLTS HILL FIVE OAK GREEN
TONBRIDGE
UNITED KINGDOM
TN12 6SP**

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

Date of Birth: **25/06/1965** *Nationality:* **BRITISH**

Occupation: **DIRECTOR**

Consented to Act: **Y** *Date authorised:* **18/12/2012** *Authenticated:* **YES**

Statement of Capital (Share Capital)

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

Prescribed particulars

ONE SHARE EQUALS ONE VOTE, EACH HAVING RIGHTS TO DIVIDENDS. SO LONG AS THERE ARE NO RIGHTS ATTACHED TO SHARES ON WINDING-UP ETC OR REDEMPTION RIGHTS.

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	1
		<i>Total aggregate nominal value</i>	1

Initial Shareholdings

Name: LAMOTUS LTD

Address: 30 TEMPON STREET
2408 ENGOMI
NICOSIA
CYPRUS
2345

Class of share: ORD

Number of shares: 1

Currency: GBP

*Nominal value of
each share:* 1

Amount unpaid: 0

Amount paid: 1

Statement of Compliance

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

memorandum delivered by an agent for the subscriber(s): **Yes**

Agent's Name: **COMPANIES MADE SIMPLE LTD**

Agent's Address: **145 - 157
ST. JOHN STREET
LONDON
ENGLAND
EC1V 4PY**

Authorisation

Authoriser Designation: **agent**

Authenticated: **Yes**

Agent's Name: **COMPANIES MADE SIMPLE LTD**

Agent's Address: **145 - 157
ST. JOHN STREET
LONDON
ENGLAND
EC1V 4PY**

Companies Act 2006

SCHEDULE 1 COMPANY HAVING A SHARE CAPITAL Memorandum of Association of THE AUSTRALIAN CARBON COMPANY (UK) LTD

Each subscriber to this memorandum of association wishes to form a company under the Companies Act 2006 and agrees to become a member of the company and to take at least one share each.

Subscriber:

Lamotus Ltd

Authorising Person: Michael Ioannou

Authentication: Authenticated Electronically

Dated: 18 Dec 2012