

FILE COPY

OF A PRIVATE LIMITED COMPANY

Company No. 8668217

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

MEGATON CAPITAL INVESTMENTS 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/Wales

Given at Companies House on 29th August 2013



N08668217P

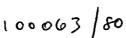




In accordance with Section 9 of the Companies Act 2006

IN01

Application to register a company



A fee is payable with this form Please see 'How to pay' on the last page

What this form is for You may use this form to register a private or public company

What this form is NOT for You cannot use this form to re a limited liability partnership this, please use form LL IN01





23/08/2013 COMPANIES HOUSE *A2ED1S1M*

09/08/2013 COMPANIES HOUSE

#240

Part 1 Company details Company name → Filling in this form Please complete in typescript or in To check if a company name is available use our WebCHeck service and select bold black capitals the 'Company Name Availability Search' option All fields are mandatory unless specified or indicated by ' www.companieshouse.gov.uk/info O Duplicate names Duplicate names are not permitted Please show the proposed company name below A list of registered names can be found on our website There Proposed company Megaton Capital Investments Ltd are various rules that may affect name in full 0 your choice of name More information on this is available in 8668217 For official use our guidance booklet GP1 at www.companieshouse.gov.uk **A2** Company name restrictions o Please tick the box only if the proposed company name contains sensitive O Company name restrictions A list of sensitive or restricted or restricted words or expressions that require you to seek comments of a words or expressions that require government department or other specified body consent can be found in our quidance booklet GP1 at I confirm that the proposed company name contains sensitive or restricted www.companieshouse.gov.uk words or expressions and that approval, where appropriate, has been sought of a government department or other specified body and I attach a copy of their response **A3** Exemption from name ending with 'Limited' or 'Cyfyngedig' o O Name ending exemption Only private companies that are Please tick the box if you wish to apply for exemption from the requirement to limited by guarantee and meet other have the name ending with 'Limited', Cyfyngedig' or permitted alternative specific requirements are eligible to apply for this For more details, I confirm that the above proposed company meets the conditions for please go to our website exemption from the requirement to have a name ending with 'Limited', www.companieshouse.gov.uk 'Cyfyngedig' or permitted alternative Α4 Company type • O Company type Please tick the box that describes the proposed company type and members' If you are unsure of your company's liability (only one box must be ticked) type, please go to our website Public limited by shares www.companieshouse.gov.uk Private limited by shares Private limited by guarantee Private unlimited with share capital

Private unlimited without share capital

	INO1 Application to register a company		
A5	Situation of registered office o		
	Please tick the appropriate box below that describes the situation of the proposed registered office (only one box must be ticked) England and Wales Wales Scotland	• Registered office Every company must have a registered office and this is the address to which the Registrar will send correspondence	
	Northern Ireland	For England and Wales companies, the address must be in England or Wales	
		For Welsh, Scottish or Northern Ireland companies, the address must be in Wales, Scotland or Northern Ireland respectively	
A6	Registered office address o		
Building name/number	Please give the registered office address of your company Tower Bridge Building Complex B402	Registered office address You must ensure that the address shown in this section is consistent with the situation indicated in	
street	100 Clements Road	with the situation indicated in section A5	
		You must provide an address in	
Post town	London	England or Wales for companies to be registered in England and Wales	
County/Region		You must provide an address in Wales, Scotland or Northern Ireland	
Postcode	SETBY 4DG	for companies to be registered in Wales, Scotland or Northern Ireland respectively	
A7	Artıcles of association		
	Please choose one option only and tick one box only	For details of which company type can adopt which model articles,	
Option 1	I wish to adopt one of the following model articles in its entirety Please tick only one box	please go to our website www.companieshouse.gov.uk	
	Private limited by shares Private limited by guarantee Public company		
Option 2	I wish to adopt the following model articles with additional and/or amended provisions. I attach a copy of the additional and/or amended provision(s). Please tick only one box. Private limited by shares. Private limited by guarantee. Public company		
Option 3	I wish to adopt entirely bespoke articles I attach a copy of the bespoke articles to this application		
A8	Restricted company articles o		
	Please tick the box below if the company's articles are restricted	Restricted company articles Restricted company articles are those containing provision for entrenchment For more details, please go to our website www.companieshouse.gov.uk	

Part 2 Proposed officers

For private companies the appointment of a secretary is optional, however, if you do decide to appoint a company secretary you must provide the relevant details. Public companies are required to appoint at least one secretary.

Private companies must appoint at least one director who is an individual. Public companies must appoint at least two directors, one of which must be an individual.

For a secretary who is an individual, go to Section B1; For a corporate secretary, go to Section C1, For a director who is an individual, go to Section D1, For a corporate director, go to Section E1

Secretary

B1	Secretary appointments •						
	Please use this section to list all the secretary appointments taken on formation For a corporate secretary, complete Sections C1-C5	Ocrporate appointments For corporate secretary appointments, please complete					
Title*		section C1-C5 instead of section B					
Full forename(s)		Additional appointments					
Surname		If you wish to appoint more than one secretary, please use					
Former name(s) •		the 'Secretary appointments' continuation page					
		Please provide any previous names which have been used for business purposes in the last 20 years Married women do not need to give former names unless previously used for business purposes					
B2	Secretary's service address ®						
Building name/number		Service address					
Street		This is the address that will appear on the public record This does not have to be your usual residential address					
Post town		Please state 'The Company's					
County/Region		Registered Office' if your service address will be recorded in the					
Postcode		proposed company's register of secretaries as the company's registered office					
Country		If you provide your residential address here it will appear on the public record					
B3	Signature o						
	I consent to act as secretary of the proposed company named in Section A1	OSignature The person named above consents					
Signature	Signature	to act as secretary of the proposed company					
	×						

Corporate secretary

C1	Corporate secretary appointments •	
	Please use this section to list all the corporate secretary appointments taken on formation	Additional appointments If you wish to appoint more than one corporate secretary, please use the
Name of corporate body/firm		'Corporate secretary appointments' continuation page
Building name/number		Registered or principal address This is the address that will appear on the public record. This address
Street		must be a physical location for the delivery of documents it cannot be a PO box number (unless contained within a full address), DX number or
Post town		LP (Legal Post in Scotland) number
County/Region		
Postcode		
Country		
C2	Location of the registry of the corporate body or firm	
	Is the corporate secretary registered within the European Economic Area (EEA)? → Yes Complete Section C3 only → No Complete Section C4 only	
C3	EEA companies 9	
_	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register	Ø EEA A full list of countries of the EEA can be found in our guidance
Where the company/ firm is registered		www.companieshouse gov.uk This is the register mentioned in Article 3 of the First Company Law
Registration number		Directive (68/151/EEC)
C4	Non-EEA companies	
	Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register.	O Non-EEA Where you have provided details of the register (including state) where the company or firm is registered,
Legal form of the corporate body or firm		you must also provide its number in that register
Governing law		
If applicable, where the company/firm is registered •		
Registration number		
C 5	Signature 9	
	I consent to act as secretary of the proposed company named in Section A1	Signature The person partial shows consents
Signature	X X	The person named above consents to act as corporate secretary of the proposed company
		1

Director						
D1	Director appointments •					
	Please use this section to list all the director appointments taken on formation For a corporate director, complete Sections E1-E5	O Appointments Private companies must appoint at least one director who is an				
Title*	Mrs	individual Public companies must appoint at least two directors, one of				
Full forename(s)	Agwabunma Edith	which must be an individual				
Surname	Ujah	• Former name(s) Please provide any previous names				
Former name(s) @		which have been used for business purposes in the last 20 years Married women do not need to give				
Country/State of residence €	UK	former names unless previously used for business purposes Country/State of residence				
Nationality	British	This is in respect of your usual residential address as stated in				
Date of birth	^d 0 ^d 5 ^m 0 ^m 4 ^y 1 ^y 9 ^y 6 ^y 8	section D4				
Business occupation (if any) @	Nome	O Business occupation If you have a business occupation, please enter here If you do not, please leave blank				
	•	If you wish to appoint more than one director, please use the 'Director appointments' continuation page				
D2	Director's service address [©]					
	Please complete the service address below You must also fill in the director's usual residential address in Section D4.	Service address This is the address that will appear				
Building name/number		on the public record This does not have to be your usual residential				
Street	The Company's Registered Office	address Please state 'The Company's Registered Office' if your service				
Post town		address will be recorded in the proposed company's register of				
County/Region		 directors as the company's registered office 				
Postcode		If you provide your residential				
Country		address here it will appear on the public record				
D3	Signature ®					
	I consent to act as director of the proposed company named in Section A1	O Signature 1 The person named above consents				
Signature	Signature X	to act as director of the proposed				

_				
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D1	Director appointments •					
	Please use this section to list all the director appointments taken on formation For a corporate director, complete Sections E1-E5.	• Appointments Private companies must appoint at least one director who is an				
Title*		individual Public companies must appoint at least two directors, one of				
Full forename(s)		which must be an individual				
Surname		Please provide any previous names				
Former name(s) •		which have been used for business purposes in the last 20 years Married women do not need to give former names unless previously used for humans purposes.				
Country/State of residence Testing the state of the s		for business purposes • Country/State of residence				
Nationality		This is in respect of your usual residential address as stated in				
Date of birth	d d m m y y y	Section D4				
Business occupation (if any) •		O Business occupation If you have a business occupation, please enter here If you do not, please leave blank				
		Additional appointments If you wish to appoint more than one director, please use the 'Director appointments' continuation page				
D2	Director's service address Please complete the service address below You must also fill in the director's	② Service address				
Building name/number	usual residential address in Section D4.	This is the address that will appear on the public record This does not have to be your usual residential				
Street		address.				
		Please state 'The Company's Registered Office' if your service				
Post town		address will be recorded in the proposed company's register of				
County/Region		directors as the company's registered office				
Postcode		If you provide your residential				
Country		address here it will appear on the public record				
D3	Signature ⁹					
	I consent to act as director of the proposed company named in Section A1.	© Signature The person named above consents				
Signature	Signature X	The person named above consents to act as director of the proposed company				

Corporate director

E1	Corporate director appointments ●	
	Please use this section to list all the corporate directors taken on formation	Additional appointments If you wish to appoint more than one
Name of corporate body or firm		corporate director, please use the 'Corporate director appointments' continuation page
Building name/number		Registered or principal address
Street		This is the address that will appear on the public record. This address must be a physical location for the delivery of documents. It cannot be a PO box number (unless contained)
Post town		within a full address), DX number or
County/Region		LP (Legal Post in Scotland) number
Postcode		
Country		
E2	Location of the registry of the corporate body or firm	
	Is the corporate director registered within the European Economic Area (EEA)? → Yes Complete Section E3 only → No Complete Section E4 only	
₿	EEA companies •	
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register	• EEA A full list of countries of the EEA can be found in our guidance
Where the company/ firm is registered		www.companieshouse.gov.uk
		This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)
Registration number		bilective (doi:1311ctc)
E4	Non-EEA companies	
	Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register.	O Non-EEA Where you have provided details of the register (including state) where the company or firm is registered,
Legal form of the corporate body or firm		you must also provide its number in that register
Governing law		
If applicable, where the company/firm is registered •		
If applicable, the registration number		
E 5	Signature ®	
	I consent to act as director of the proposed company named in Section A1	Signature The person named above consents
Signature	Signature X	to act as corporate director of the proposed company
		<u> </u>

	Application to r	egister a company				
Part 3	Statemen	t of capital				
	→ Yes Co	ny have share capital? Implete the sections beloot to Part 4 (Statement				
F1	Share capital	in pound sterling (f)			
Please complete the tall fall your issued capit	able below to show al is in sterling, on	v each class of shares he y complete Section F1 a	ld in pound sterling and then go to Section F4	l		
Class of shares (E.g. Ordinary/Preference etc	:)	Amount paid up on each share •	Amount (if any) unpaid on each share •	Number of sha	res 🥹	Aggregate nominal value €
Ordinary		0	1 00	100		£ 100
						£
					/	£
						£
			Total	s 100		£ 100
F2	Share capital	in other currencies				
Please complete a sep Currency Class of shares (E g Ordinary/Preference et		Amount paid up on each share 0	Amount (if any) unpaid on each share	Number of sha	res 🛭	Aggregate nominal value €
			Tota	ls		
Currency		- · · · · · · · · · · · · · · · · · · ·				
Class of shares (E.g. Ordinary/Preference et	c)	Amount paid up on each share	Amount (if any) unpaid on each share	Number of sha	ares 0	Aggregate nominal value
			Tota	ıs		
F 2	Totals			-1		
			nd total aggregate nomina	al value of		l aggregate nominal value se list total aggregate values ir
Total number of shares	different currencies se				rent currencies separately For hple £100 + 100 + \$10 etc	
Total aggregate nominal value	£100 00					
• Including both the nom share premium • Total number of issued		Number of shares issu nominal value of each	share	ontinuation Pag lease use a State age if necessary		apital continuation

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F4	Statement of capital (Prescribed particulars of rights attached to shares) Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in Sections F1 and F2	OPrescribed particulars of rights attached to shares
Class of share	Ordinary	The particulars are
Class of share Prescribed particulars	Ordinary Each share has one vote Facl share has equal rights to dividends.	The particulars are a particulars of any voting rights, including rights that arise only in certain circumstances,

Class of share	• Prescribed particulars of rights
Prescribed particulars	l .
	OPrescribed particulars of rights attached to shares The particulars are a particulars of any voting rights, including rights that arise only in certain circumstances, b particulars of any rights, as respects dividends, to participate in a distribution, c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and d whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder and any terms or conditions relating to redemption of these shares A separate table must be used for each class of share Continuation pages Please use a 'Statement of capital (Prescribed particulars of rights attached to shares)' continuation page if necessary

	Apprention to register a company
F5	Initial shareholdings
	This section should only be completed by companies incorporating with share capital
	Please complete the details below for each subscriber
	The addresses will appear on the public record. These do not need to be the

Initial shareholdings Please list the company's subscribers in alphabetical order

Please use an 'Initial shareholdings' continuation page if necessary

subscribers' usual residential address					continuation page if necessary	
Subscriber's details	Class of share	Number of shares	Currency	Nominal value of each share	Amount (if any) unpaid	Amount paid
Name Rhombus Holding Ltd	Ordinary	100	GBP	1 00	100 00	0 00
Address Tower Bridge Business Complex B402 100 Clements Road						
London SE16 4DG						
Name						
Address						
Name						
Address						
Name						
Address						
					333333	
Name						
Address						
	_ 				I FRANCE	1

Application to register a company Part 4 Statement of guarantee Is your company limited by guarantee? → Yes Complete the sections below → No Go to Part 5 (Statement of compliance) G1 Subscribers Please complete this section if you are a subscriber of a company limited by **O** Name guarantee The following statement is being made by each and every person Please use capital letters named below Address The addresses in this section will I confirm that if the company is wound up while I am a member, or within appear on the public record. They do one year after I cease to be a member, I will contribute to the assets of the not have to be the subscribers' usual residential address company by such amount as may be required for payment of debts and liabilities of the company contracted before I • Amount guaranteed Any valid currency is permitted cease to be a member, payment of costs, charges and expenses of winding up, and, Continuation pages Please use a 'Subscribers' adjustment of the rights of the contributors among ourselves, continuation page if necessary not exceeding the specified amount below Subscriber's details Forename(s) •

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Surname •	
Address •	
Postcode	
Amount guaranteed 9	
	Subscriber's details
Forename(s) •	
Surname •	
Address 0	
Postcode	
Amount guaranteed	
	Subscriber's details
Forename(s) •	
Surname •	
Address 0	
Postcode	
Amount guaranteed 9	

Subscriber's details		O Name
Forename(s) •		Please use capital letters Address
Surname •		The addresses in this section will
Address •		appear on the public record They do not have to be the subscribers' usual residential address
Postcode		Amount guaranteed Any valid currency is permitted
Amount guaranteed		Continuation pages Please use a 'Subscribers'
	Subscriber's details	continuation page if necessary
Forename(s) •		
Surname •		
Address •		
Postcode		
Amount guaranteed 9		
	Subscriber's details	
Forename(s) •		
Surname •		
Address 2		
Postcode		
Amount guaranteed •		
	Subscriber's details	
Forename(s) •		
Surname •		
Address 0		
Postcode		
Amount guaranteed		
	Subscriber's details	
Forename(s) •		
Surname •		
Address 0		
Postcode		
Amount guaranteed		
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Part 5	Statement of compliance				
	This section must be completed by all companies				
	Is the application by an agent on behalf of all the subscribers?				
	 → No Go to Section H1 (Statement of compliance delivered by the subscribers) → Yes Go to Section H2 (Statement of compliance delivered by an agent) 				
H1	Statement of compliance delivered by the subscribers •				
	Please complete this section if the application is not delivered by an agent for the subscribers of the memorandum of association	Statement of compliance delivered by the subscribers Every subscriber to the memorandum of association must			
	I confirm that the requirements of the Companies Act 2006 as to registration have been complied with	sign the statement of compliance			
Subscriber's signature	Signature X AGWABUNMA EDITH UJAH on behalf of Rhombus Holding Ltd				
Subscriber's signature	Signature X				
Subscriber's signature	Signature X	•			
Subscriber's signature	Signature X				
Subscriber's signature	Signature X				
Subscriber's signature	Signature X				
Subscriber's signature	Signature X				
Subscriber's signature	Signature X				

, · ·

Subscriber's signature		X	Continuation pages Please use a 'Statement of compliance delivered by the subscribers' continuation page if more subscribers need to sign
Subscriber's signature	Signature	×	more subscribers need to sign
Subscriber's signature	Signature X	×	
Subscriber's signature	Signature X	×	
H2	Statement of compliance delivered by an agent		
	Please complete this section if this application is delivered by an agent for the subscribers to the memorandum of association		
Agent's name			
Building name/number			
treet			
ost town			
County/Region			
Postcode			
Country			
	I confirm that the requirements of the Companies Act 2006 as to registration have been complied with	on	
Agent's signature	Signature	×	

Presenter information	Important information		
You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form The contact information you give will be visible to searchers of the public record	Please note that all information on this form will appear on the public record, apart from information relating to usual residential addresses		
Contact name Thorsten Sprank	£ How to pay		
Company name Dunamis Mind Ltd			
Address 1st Floor Norton Rose House 3 More London Riverside	A fee is payable on this form. Make cheques or postal orders payable to 'Companies House' For information on fees, go to www.companieshouse.gov.uk		
	✓ Where to send		
Post town London County/Region Postcode	You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below		
S E 1 2 R E Country UK DX	For companies registered in England and Wales The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ DX 33050 Cardiff		
Telephone 0843 289 3736			
✓ Certificate	For companies registered in Scotland The Registrar of Companies, Companies House, Fourth floor, Edinburgh Quay 2,		
We will send your certificate to the presenters address (shown above) or if indicated to another address shown below At the registered office address (Given in Section A6)	139 Fountainbridge, Edinburgh, Scotland, EH3 9FF DX ED235 Edinburgh 1 or LP - 4 Edinburgh 2 (Legal Post)		
☐ At the agents address (Given in Section H2)	For companies registered in Northern Ireland		
✓ Checklist	The Registrar of Companies, Companies House, Second Floor, The Linenhall, 32-38 Linenhall Street, Belfast, Northern Ireland, BT2 8BG DX 481 N R Belfast 1		
We may return forms completed incorrectly or with information missing.			
Please make sure you have remembered the following. You have checked that the proposed company name is available as well as the various rules that may affect your choice of name. More information can be found in guidance on our website.	Section 243 exemption If you are applying for, or have been granted a section 243 exemption, please post this whole form to the different postal address below The Registrar of Companies, PO Box 4082, Cardiff, CF14 3WE		
If the name of the company is the same as one already on the register as permitted by The Company	i Further information		
and Business Names (Miscellaneous Provisions) Regulations 2008, please attach consent ☐ You have used the correct appointment sections ☐ Any addresses given must be a physical location	For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk		
They cannot be a PO Box number (unless part of a full service address), DX or LP (Legal Post in Scotland)	This form is available in an		
number	alternative format. Please visit the		
☐ The document has been signed, where indicated ☐ All relevant attachments have been included	forms page on the website at		

www.companieshouse.gov.uk

 $\hfill \square$ You have enclosed the correct fee

☐ You have enclosed the Memorandum of Association

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of MEGATON CAPITAL INVESTMENTS 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

Name of each subscriber

Authentication by each subscriber

Agwabunma Edith Ujah



Dated 21/08/2013