

FILE COPY



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

Company Number **10740417**

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

NETGAIN VENTURES 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 **25th April 2017**



* N10740417B *



Companies House



**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**



Companies House

IN01_(ef)

Application to register a company



*Received for filing in Electronic Format on the:***25/04/2017**

X653JRGP

*Company Name in
full:*

NETGAIN VENTURES LTD

Company Type:

Private company limited by shares

*Situation of
Registered Office:*

England and Wales

*Proposed Registered
Office Address:*

**536 NEW PROVIDENCE WHARF 1 FAIRMONT AVENUE
LONDON
ENGLAND E14 9PX**

Sic Codes:

63990

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Company Director 1

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

Occupation: **MANAGEMENT
CONSULTANT**

Company Director 2

Date of Birth: ****/10/1976** *Nationality:* **AUSTRALIAN**

Occupation: **ENTREPRENEUR**

Electronically filed document for Company Number: 10740417

Statement of Capital (Share Capital)

<i>Class of Shares:</i>	ORDINARY	<i>Number allotted</i>	100
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	1
<i>Prescribed particulars</i>			

EACH SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. EACH SHARE IS ENTITLED TO SHARE EQUALLY IN DIVIDEND PAYMENTS OR ANY OTHER DISTRIBUTION, INCLUDING A DISTRIBUTION ARISING FROM A WINDING UP OF THE COMPANY.

Statement of Capital (Totals)

<i>Currency:</i>	GBP	<i>Total number of shares:</i>	100
		<i>Total aggregate nominal value:</i>	1
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **ANCA MANDLESON**

Address **536 NEW PROVIDENCE
WHARF 1 FAIRMONT
AVENUE
LONDON
ENGLAND
E14 9PX**

Class of Shares: **ORDINARY**

Number of shares: **50**

Currency: **GBP**

*Nominal value of each
share:* **0.01**

Amount unpaid: **0**

Amount paid: **0.01**

Name: **AARON JAMES CAREY
SCOTT**

Address **536 NEW PROVIDENCE
WHARF 1 FAIRMONT
AVENUE
LONDON
ENGLAND
E14 9PX**

Class of Shares: **ORDINARY**

Number of shares: **50**

Currency: **GBP**

*Nominal value of each
share:* **0.01**

Amount unpaid: **0**

Amount paid: **0.01**

Persons with Significant Control (PSC)

Statement of initial significant control

On incorporation, there will be someone who will count as a Person with Significant Control (either a registerable person or relevant legal entity (RLE)) in relation to the company

Individual Person with Significant Control details

Names: **MS ANCA MANDLESON**

*Country/State Usually
Resident:* **ENGLAND**

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

Service Address: **536 NEW PROVIDENCE WHARF 1 FAIRMONT
AVENUE
LONDON
ENGLAND
E14 9PX**

The subscribers confirm that each person named as an individual PSC in this application knows that their particulars are being supplied as part of this application.

<i>Nature of control</i>	The person holds, directly or indirectly, more than 25 % but not more than 50 % of the shares in the company.
<i>Nature of control</i>	The person holds, directly or indirectly, more than 25 % but not more than 50 % of the voting rights in the company.

Individual Person with Significant Control details

Names: **MR AARON JAMES CAREY SCOTT**

*Country/State Usually
Resident:* **ENGLAND**

Date of Birth: ****/10/1976** *Nationality:* **AUSTRALIAN**

Service Address: **536 NEW PROVIDENCE WHARF 1 FAIRMONT
AVENUE
LONDON
ENGLAND
E14 9PX**

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<i>Nature of control</i>	The person holds, directly or indirectly, more than 25 % but not more than 50 % of the voting rights in the company.

Statement of Compliance

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

Name: **ANCA MANDLESON**

Authenticated **YES**

Name: **AARON JAMES CAREY SCOTT**

Authenticated **YES**

Authorisation

Authoriser Designation: **subscriber**

Authenticated **YES**

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of NETGAIN VENTURES 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

Ms Anca Mandleson
Mr Aaron James Carey Scott
Date: 25/04/2017

Digitally Signed
Digitally Signed