

FILE COPY



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

Company Number **11033015**

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

DIGI VENTURES LIMITED

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 **26th October 2017**



* N110330151 *



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:***25/10/2017**

X6HRVCPL

<i>Company Name in full:</i>	DIGI VENTURES LIMITED
<i>Company Type:</i>	Private company limited by shares
<i>Situation of Registered Office:</i>	England and Wales
<i>Proposed Registered Office Address:</i>	250 BISHOPSGATE LONDON UNITED KINGDOM EC2M 4AA
<i>Sic Codes:</i>	82990

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Proposed Officers

Company Secretary 1

Type: **Corporate**
Name: **RBS SECRETARIAL SERVICES LIMITED**
Principal / Business Address: **24-25 ST ANDREW SQUARE
EDINBURGH
UNITED KINGDOM EH2 1AF**

European Economic Area (EEA) Company

Register Location: **SCOTLAND**
Registration Number: **SC269847**

The subscribers confirm that the corporate body named has consented to act as a secretary.

Company Director 1

Type: **Person**

Full Forename(s): **MR ANDREW**

Surname: **ELLIS**

Former Names:

Service Address: **recorded as Company's registered office**

Country/State Usually Resident: UNITED KINGDOM

Date of Birth: ****/02/1970** *Nationality:* **BRITISH**

Occupation: **BANK OFFICIAL**

The subscribers confirm that the person named has consented to act as a director.

Company Director 2

Type: **Person**

Full Forename(s): **MS SOPHIE LOUISE**

Surname: **HARBOUR**

Former Names:

Service Address: **recorded as Company's registered office**

Country/State Usually Resident: UNITED KINGDOM

Date of Birth: ****/06/1977** *Nationality:* **BRITISH**

Occupation: **BANK OFFICIAL**

The subscribers confirm that the person named has consented to act as a director.

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>	100
<i>Prescribed particulars</i>			

**EACH SHARE HAS FULL RIGHTS IN THE COMPANY WITH RESPECT TO VOTING,
DIVIDENDS AND DISTRIBUTIONS.**

Statement of Capital (Totals)

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

Initial Shareholdings

Name: **NATIONAL WESTMINSTER
BANK PLC**

Class of Shares: **ORDINARY**

Address **135 BISHOPSGATE
LONDON
UNITED KINGDOM
EC2M 3UR**

Number of shares: **100**

Currency: **GBP**

*Nominal value of each
share:* **1**

Amount unpaid: **0**

Amount paid: **1**

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

Relevant Legal Entity (RLE) details

Company Name: **NATIONAL WESTMINSTER BANK PLC**

Service Address: **135 BISHOPSGATE
LONDON
UNITED KINGDOM
EC2M 3UR**

Legal Form: **PUBLIC LIMITED COMPANY**

Governing Law: **COMPANIES ACT 2006**

Register Location: **COMPANIES HOUSE**

Country/State: **ENGLAND & WALES**

Registration Number: **00929027**

<i>Nature of control</i>	The relevant legal entity holds, directly or indirectly, 75% or more of the shares in the company.
<i>Nature of control</i>	The relevant legal entity has the right, directly or indirectly, to appoint or remove a majority of the board of directors of the company.
<i>Nature of control</i>	The relevant legal entity holds, directly or indirectly, 75% or more 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: **NATIONAL WESTMINSTER BANK PLC**
Authenticated **YES**

Authorisation

Authoriser Designation: **subscriber** *Authenticated* **YES**

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of DIGI VENTURES LIMITED

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
National Westminster Bank Plc	Authenticated Electronically

Dated: 25/10/2017