

**FILE COPY**



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

Company Number **11096387**

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

**BEANSTALK SOCIAL 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 **5th December 2017**



\* N11096387M \*



**Companies House**



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



Companies House

**IN01**<sub>(ef)</sub>

**Application to register a company**



Received for filing in Electronic Format on the: **04/12/2017**

X6KJJZS9

*Company Name in full:*

**BEANSTALK SOCIAL LTD**

*Company Type:*

**Private company limited by shares**

*Situation of Registered Office:*

**England and Wales**

*Proposed Registered Office Address:*

**ENTERPRISE STUDIO UNIVERSITY OF SURREY  
GUILDFORD  
SURREY  
UNITED KINGDOM GU2 7XH**

*Sic Codes:*

**73110**

*I wish to entirely adopt the following model articles:*

**Private (Ltd by Shares)**

*Company Director* 1

## *Company Director*      2

*Type:*                                      **Person**

*Full Forename(s):*                      **MR MATTHEW THOMAS DAVID**

*Surname:*                                **MORRISON**

*Former Names:*

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

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

*Date of Birth:*    **\*\*/10/1986**                                      *Nationality:*      **BRITISH**

*Occupation:*    **CHIEF  
EXECUTIVE  
OFFICER**

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

## *Statement of Capital (Share Capital)*

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

**EACH SHARE HAS FULL RIGHTS IN THE COMPANY WITH RESPECT TO VOTING, DIVIDENDS AND DISTRIBUTIONS. ALL VOTING TIES WILL ONLY BE BROKEN BY A UNANIMOUS DECISION.**

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### **Statement of Capital (Totals)**

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

## *Initial Shareholdings*

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*Name:* **SEBASTIAN BRICKELL**

*Address* **THE LARCHES BULLIEGH  
BARTON COURT, IPPLEPEN  
NEWTON ABBOT  
DEVON  
UNITED KINGDOM  
TQ12 5UA**

*Class of Shares:* **ORDINARY**

*Number of shares:* **50**

*Currency:* **GBP**

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

*Amount unpaid:* **50**

*Amount paid:* **0**

*Name:* **MATTHEW MORRISON**

*Address* **10A BLACKWELL AVENUE  
GUILDFORD  
UNITED KINGDOM  
UNITED KINGDOM  
GU2 8LU**

*Class of Shares:* **ORDINARY**

*Number of shares:* **50**

*Currency:* **GBP**

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

*Amount unpaid:* **50**

*Amount paid:* **0**

## ***Persons with Significant Control (PSC)***

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### **Statement of initial significant control**

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**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**

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## ***Individual Person with Significant Control details***

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*Names:* **MR SEBASTIAN AARON BRICKELL**

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

*Date of Birth:* **\*\*/05/1998** *Nationality:* **BRITISH**

*Service address recorded as Company's registered office*

*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 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 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***

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*Names:* **MR MATTHEW THOMAS DAVID MORRISON**

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

*Date of Birth:* **\*\*/10/1986** *Nationality:* **BRITISH**

*Service address recorded as Company's registered office*

*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 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 person holds, directly or indirectly, more than 25% but not more than 50% of the voting rights in the company.          |

## ***Statement of Compliance***

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

*Name:* **SEBASTIAN BRICKELL**

*Authenticated* **YES**

*Name:* **MATTHEW MORRISON**

*Authenticated* **YES**

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## ***Authorisation***

*Authoriser Designation:* **subscriber**

*Authenticated* **YES**

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# COMPANY HAVING A SHARE CAPITAL

## Memorandum of association of BEANSTALK SOCIAL 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               |
|-------------------------|------------------------------|
| Sebastian Brickell      | Authenticated Electronically |
| Matthew Morrison        | Authenticated Electronically |

Dated: 04/12/2017