# FILE COPY

# CERTIFICATE OF INCORPORATION
# OF A
# PRIVATE LIMITED COMPANY

Company Number **11282217**

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

**MANAGEMY TECHNOLOGIES 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 **29th March 2018**

* N11282217B *

Companies House

THE OFFICIAL SEAL OF THE REGISTRAR OF COMPANIES

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

# IN01(ef)

## Application to register a company

*Received for filing in Electronic Format on the:* **28/03/2018**

*X72OKEUI*

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| | |
|---|---|
| *Company Name in full:* | **MANAGEMY TECHNOLOGIES LIMITED** |
| *Company Type:* | **Private company limited by shares** |
| *Situation of Registered Office:* | **England and Wales** |
| *Proposed Registered Office Address:* | **MUNRO HOUSE PORTSMOUTH ROAD<br>COBHAM<br>SURREY<br>UNITED KINGDOM KT11 1PP** |
| *Sic Codes:* | **63110** |

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

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**Electronically filed document for Company Number:** **11282217**

# *Proposed Officers*

## *Company Director 1*

| | |
|---|---|
| *Type:* | **Person** |
| *Full Forename(s):* | **GINO** |
| *Surname:* | **MACCIO** |
| *Service Address:* | **recorded as Company's registered office** |
| *Country/State Usually Resident:* | **UNITED KINGDOM** |

*Date of Birth:* ****/08/1979** *Nationality:* **BRITISH**

*Occupation:* **DIRECTOR**

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

# *Statement of Capital (Share Capital)*

| | | | |
|---|---|---|---|
| *Class of Shares:* | **ORDINARY** | *Number allotted* | **1** |
| *Currency:* | **GBP** | *Aggregate nominal value:* | **1** |

*Prescribed particulars*

**CLASS OF SHARE: ORDINARY SHARES OF £1 EACH PRESCRIBED PARTICULARS: (A) UNDER SECTIONS 284 AND 285 OF THE COMPANIES ACT 2006 (AS AMENDED) EACH SHARE CARRIES ONE VOTE ON A WRITTEN RESOLUTION; ON A VOTE ON A RESOLUTION ON A SHOW OF HANDS AT A MEETING, EACH MEMBER PRESENT IN PERSON (AND EVERY PROXY PRESENT WHO HAS BEEN DULY APPOINTED BY ONE OR MORE MEMBERS ENTITLED TO VOTE ON THE RESOLUTION) HAS ONE VOTE (BUT A PROXY HAS ONE VOTE FOR AND ONE VOTE AGAINST THE RESOLUTION IF THE PROXY HAS BEEN DULY APPOINTED BY MORE THAN ONE MEMBER ENTITLED TO VOTE ON THE RESOLUTION, AND THE PROXY HAS BEEN INSTRUCTED BY ONE OR MORE OF THOSE MEMBERS TO VOTE FOR THE RESOLUTION AND BY ONE OR MORE OTHER OF THOSE MEMBERS TO VOTE AGAINST); AND, ON A VOTE ON A RESOLUTION ON A POLL TAKEN AT A MEETING, EVERY MEMBER HAS ONE VOTE IN RESPECT OF EACH SHARE HELD BY HIM (ALL OR ANY OF THE VOTING RIGHTS OF A MEMBER MAY BE EXERCISED BY ONE OR MORE DULY APPOINTED PROXIES BUT WHERE A MEMBER APPOINTS MORE THAN ONE PROXY, THIS DOES NOT AUTHORISE THE EXERCISE BY THE PROXIES TAKEN TOGETHER OF MORE EXTENSIVE VOTING RIGHTS THAN COULD BE EXERCISED BY THE MEMBER IN PERSON). (B) THE SHARES ALL RANK PARI PASSU AS RESPECTS DIVIDEND DISTRIBUTIONS. (C) THE SHARES ALL RANK PARI PASSU AS RESPECTS CAPITAL DISTRIBUTIONS MADE OTHER THAN ON A WINDING UP; ON A WINDING UP EACH SHARE CARRIES THE RIGHT TO A REPAYMENT OF CAPITAL OF UP TO £1 PAID UP CAPITAL AND THE SHARES ALL RANK PARI PASSU AS RESPECTS DISTRIBUTIONS OF ANY SURPLUS REMAINING AFTER ALL SUCH CAPITAL HAS BEEN REPAID. (D) THE SHARES ARE NOT REDEEMABLE.**

## Statement of Capital (Totals)

| | | | |
|---|---|---|---|
| *Currency:* | **GBP** | *Total number of shares:* | **1** |
| | | *Total aggregate nominal value:* | **1** |
| | | *Total aggregate unpaid:* | **1** |

# *Initial Shareholdings*

*Name:* **MANAGE MY LTD**

*Address*

**MUNRO HOUSE**
**PORTSMOUTH ROAD**
**COBHAM**
**SURREY**
**UNITED KINGDOM**
**KT11 1PP**

| | |
|---|---|
| *Class of Shares:* | **ORDINARY** |
| *Number of shares:* | **1** |
| *Currency:* | **GBP** |
| *Nominal value of each share:* | **1** |
| *Amount unpaid:* | **1** |
| *Amount paid:* | **0** |

# *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:* | **MANAGE MY LTD** |
| *Service Address:* | **MUNRO HOUSE PORTSMOUTH ROAD<br>COBHAM<br>UNITED KINGDOM<br>KT11 1PP** |
| *Legal Form:* | **PRIVATE LIMITED COMPANY** |
| *Governing Law:* | **ENGLAND** |
| *Register Location:* | **ENGLAND AND WALES** |
| *Country/State:* | **ENGLAND** |
| *Registration Number:* | **11278853** |

| | |
|---|---|
| *Nature of control* | **The relevant legal entity holds, directly or indirectly, 75% or more of the shares in the company.** |
| *Nature of control* | **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.*

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

*Agent's Name:* **THE LONDON LAW AGENCY LIMITED**

*Agent's Address:* **COLLINGHAM HOUSE 6-12 GLADSTONE ROAD**
**WIMBLEDON, LONDON**
**UNITED KINGDOM**
**SW19 1QT**

# *Authorisation*

*Authoriser Designation:* **agent** *Authenticated* **YES**

*Agent's Name:* **THE LONDON LAW AGENCY LIMITED**

*Agent's Address:* **COLLINGHAM HOUSE 6-12 GLADSTONE ROAD**
**WIMBLEDON, LONDON**
**UNITED KINGDOM**
**SW19 1QT**

THE COMPANIES ACT 2006

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A PRIVATE COMPANY LIMITED BY SHARES

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MEMORANDUM OF ASSOCIATION

OF

MANAGEMY TECHNOLOGIES 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 by each subscriber |
| --- | --- |
| Manage My Ltd | |

Dated 28 March 2018