

# FILE COPY



## **CERTIFICATE OF INCORPORATION OF A PRIVATE COMPANY LIMITED BY GUARANTEE EXEMPT UNDER SECTION 60**

Company Number **11325981**

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

**PAN AFRICAN ART SOCIETY**

is this day incorporated under the Companies Act 2006 as a private company, that the company is limited by guarantee, and the situation of its registered office is in England and Wales

Given at Companies House, Cardiff, on **24th April 2018**



\* N11325981H \*



**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: **23/04/2018**

X74GLZY3

*Company Name in  
full:*

**PAN AFRICAN ART SOCIETY**

*I confirm that the above proposed company meets the conditions for exemption from the requirements to have  
a name ending with 'Limited' or permitted alternatives*

*Company Type:*

**Private company limited by guarantee**

*Situation of  
Registered Office:*

**England and Wales**

*Proposed Registered  
Office Address:*

**21 BRADSTOCK ROAD  
LONDON  
HOMERTON  
ENGLAND E9 5BH**

*Sic Codes:*

**90020**

*I wish to partially adopt the following model articles:>*

**Private (Ltd by Guarantee)**

*Company Director* 1

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

## ***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:* **PHILIP AMBROSE KLINO GO**

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

*Date of Birth:* **\*\*/01/1988** *Nationality:* **GHANAIAN**

*Service Address:* **21 BRADSTOCK ROAD 21 BRADSTOCK ROAD  
LONDON  
HOMERTON  
ENGLAND  
E9 5BH**

*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, 75% or more of the voting rights 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.

## *Statement of Guarantee*

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I confirm that if the company is wound up while I am a member, or within one year after I cease to be a member, I will contribute to the assets of the company by such amount as may be required for:

- payments of debts and liabilities of the company contracted before I cease to be a member;
- payments of costs, charges and expenses of winding up, and;
- adjustment of the rights of the contributors among ourselves, not exceeding the specified amount below.

*Name:* **PHILIP KLINOGO**

*Address* **21 BRADSTOCK ROAD 21 BRADSTOCK ROAD  
LONDON  
HOMERTON  
ENGLAND  
E9 5BH**

*Amount Guaranteed* **GBP 1.00**

## ***Statement of Compliance***

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

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## ***Authorisation***

*Authoriser Designation:*    **subscriber**

*Authenticated*    **YES**

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## **SCHEDULE 2**

### **COMPANY NOT HAVING A SHARE CAPITAL**

Memorandum of Association of:  
**PAN AFRICAN ART SOCIETY**

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.

*Name of each subscriber:*

PHILIP AMBROSE KLINOGO

DATED: 23/04/2018

**ARTICLES OF ASSOCIATION  
PRIVATE COMPANY LIMITED BY GUARANTEE  
AND NOT HAVING A SHARE CAPITAL**

The Company will assume the Statutory Model Articles of Association for a Limited by Guarantee Company (not having a share capital) subject to the following amendments. The provisions made herein and the Model Articles of Association will combine to form the constitution of the company.

1. The objects for which the Company is established are:

1.1 To advance music education for the public benefit

1.2 To organise and promote multi-cultural arts and event shows i.e musical, Theatrical arts and sporting activities

1.3 To provide training and workshop seminars, promoting music benefit for health, helping victims of drugs/alcohol addicts and encouraging children in music activities

1.4 To promote equality of opportunity between persons of different racial groups within the theatre and music industry

1.5 Through the provision of information and training particularly, but not exclusively, to individuals and organisations from the ethnic minorities concerned with the performance, development and promotion of theatre, music and sporting activities

2. The liability of the Members is limited.

3. The income and property of the Company shall be applied solely towards the promotion of the objects of the Company as declared above. The directors undertake to ensure no profit from the company is paid or transferred directly or indirectly, by way of dividend, bonus or otherwise to the members of the company.

4. Every Member of the Company undertakes to contribute to the assets of the Company, in the event of the same being wound up, during the time that he or she is a Member, or within one year afterwards, for payment of the debts and liabilities of the Company contracted before the time at which he or she ceases to be a Member, and of the costs, charges and expenses of winding up the same, and for the adjustment of the rights of the contributories amongst themselves, such amount as may be required not exceeding GBP 1.00.

5. If upon the winding up or dissolution of the Company there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid or distributed among the Members of the Company, but shall be transferred either to some other institution (whether or not a member of the Company) having objects similar to the objects of the Company, or to some institution (whether or not a member of the Company) the objects of which are the promotion of charity or anything incidental or conducive thereto, such institution or institutions to be determined by the Members of the Company at or before the time of dissolution.

6. At General Meetings of the Company, each Member shall be entitled to one vote.