

FILE COPY



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

Company Number 11810097

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

A PLUS MENTAL MATHS UK 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 6th February 2019



* N11810097E *



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: **05/02/2019**

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Company Name in full: **A PLUS MENTAL MATHS UK LIMITED**

Company Type: **Private company limited by shares**

Situation of Registered Office: **England and Wales**

Proposed Registered Office Address: **DELTA PLACE 27 BATH ROAD
CHELTENHAM
ENGLAND GL53 7TH**

Sic Codes: **85590**

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

Proposed Officers

Company Director 1

Type: **Person**

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

Surname: **RAOUNA**

Former Names:

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

***Country/State Usually
Resident:*** **SOUTH AFRICA**

Date of Birth: ****/06/1961** ***Nationality:*** **CYPRIOT**

Occupation: **CEO**

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

Company Director **2**

Type: **Person**

Full Forename(s): **MS MARIA MAGDALENE**

Surname: **MOUTON**

Former Names:

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

*Country/State Usually
Resident:* **SOUTH AFRICA**

Date of Birth: ****/06/1970** *Nationality:* **SOUTH
AFRICAN**

Occupation: **ENTREPRENEUR
AND
CHAIRLADY**

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

Company Director **3**

Type: **Corporate**

Name: **A PLUS HOLDINGS (PTY) LTD**

Principal / Business **SUITE 1 BUILDING 1 RUIMSIG OFFICE E**
Address: **HOLE IN ONE ROAD**
 RUIMSIG
 GAUTENG
 SOUTH AFRICA 1724

Non European Economic Area (EEA) Company

Legal Form: **PRIVATE COMPANY (PTY LIMITED) SOUTH**
 AFRICA

Law Governed: **SOUTH AFRICAN LAW THE COMPANIES ACT, NO**
 71 OF 2008

Register Location: **SOUTH AFRICA**

Registration Number: **2015/384871/07**

The subscribers confirm that the corporate body 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>	100

Initial Shareholdings

Name: **A PLUS HOLDINGS (PTY)
LTD**

Class of Shares: **ORDINARY**

Address **DELTA PLACE 27 BATH
ROAD
CHELTENHAM
UNITED KINGDOM
GL53 7TH**

Number of shares: **100**

Currency: **GBP**

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

Amount unpaid: **100**

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: A PLUS HOLDINGS (PTY) LTD

Service Address: SUITE 1, BUILDING 1, RUIMSIG OFFICE E HOLE IN ONE
ROAD
RUIMSIG
GAUTENG
SOUTH AFRICA
1724

Legal Form: PRIVATE COMPANY (PTY LIMITED) SOUTH AFRICA

Governing Law: SOUTH AFRICAN LAW THE COMPANIES ACT, NO 71 OF 2008

Register Location: COMPANIES AND INTELLECTUAL PROPERTY COMMISSION

Country/State: SOUTH AFRICA

Registration Number: 2015/384871/07

<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.

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

Agent's Name: **BESPOKE TAX ACCOUNTANTS LIMITED**

Agent's Address: **DELTA PLACE 27 BATH ROAD
CHELTENHAM
ENGLAND
GL53 7TH**

Authorisation

Authoriser Designation: **agent**

Authenticated **YES**

Agent's Name: **BESPOKE TAX ACCOUNTANTS LIMITED**

Agent's Address: **DELTA PLACE 27 BATH ROAD
CHELTENHAM
ENGLAND
GL53 7TH**

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of A PLUS MENTAL MATHS UK 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
A Plus Holdings (PTY) Ltd	Authenticated Electronically

Dated: 05/02/2019