FILE COPY

CERTIFICATE OF INCORPORATION
OF A
PRIVATE LIMITED COMPANY

Company Number **12399049**

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

XP CRYPTO 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 **13th January 2020**

* N12399049O *

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: **12/01/2020**

X8WICVZM

Company Name in full:	**XP CRYPTO LTD**
Company Type:	**Private company limited by shares**
Situation of Registered Office:	**England and Wales**
Proposed Registered Office Address:	**5 STATION ROAD LONDON ENGLAND E12 5BP**
Sic Codes:	**66300**

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

Electronically filed document for Company Number: 12399049

Proposed Officers

Company Director 1

Type:	**Person**
Full Forename(s):	**MR HENRY**
Surname:	**DUKE**
Former Names:	
Service Address:	**43 PRETORIA ROAD LONDON ENGLAND E11 4BB**
Country/State Usually Resident:	**UNITED KINGDOM**

Date of Birth: ****/12/1976** *Nationality:* **BRITISH**

Occupation: **BUSINESSMAN**

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*	**2**
Currency:	**GBP**	*Aggregate nominal value:*	**7000**

Prescribed particulars

EACH SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. EACH SHARE IS EQUALLY ENTITLED TO A DISTRIBUTION OF DIVIDENDS. EACH SHARE IS EQUALLY ENTITLED TO A DISTRIBUTION OF CAPITAL.

Statement of Capital (Totals)

Currency:	**GBP**	*Total number of shares:*	**2**
		Total aggregate nominal value:	**7000**
		Total aggregate unpaid:	**0**

Initial Shareholdings

Name: **HENRY DUKE**

Address **43 PRETORIA ROAD**
LONDON
ENGLAND
E11 4BB

Class of Shares:	**ORDINARY**
Number of shares:	**2**
Currency:	**GBP**
Nominal value of each share:	**3500**
Amount unpaid:	**0**
Amount paid:	**3500**

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

Individual Person with Significant Control details

Names: **MR HENRY DUKE**

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

Date of Birth: ****/12/1976** *Nationality:* **BRITISH**

Service Address:
43 PRETORIA ROAD
LONDON
ENGLAND
E11 4BB

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.

Nature of control	**The person holds, directly or indirectly, 75% or more of the voting rights in the company.**
Nature of control	**The person holds, directly or indirectly, 75% or more of the shares in the company.**
Nature of control	**The person has the right, directly or indirectly, to appoint or remove a majority of the board of directors of the company.**

Statement of Compliance

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

Name: **HENRY DUKE**
Authenticated **YES**

Authorisation

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

End of Electronically filed document for Company Number: 12399049

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of

XP CRYPTO 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
Henry Duke	Authenticated Electronically

Dated: 12/01/2020